



KILPEST INDIA LIMITED

REGD. OFFICE & FACTORY :

7-C, INDUSTRIAL AREA, GOVINDPURA, BHOPAL - 462 023 (INDIA)

Tel : (91-755) 2586536, 2586537, 2586439

FAX NO. : (91-755) 2580438

Email : kilpest@bsnl.in

visit us at : www.kilpest.com

kilpestbpl@yahoo.co.in

CIN : L24211MP1972PLC001131

Ref. No.P-66/
November 22, 2016

The Relationship Manager,
Department of Corporate Relations
Bombay Stock Exchange Ltd (BSE),
P.J. Towers, Dalal Street
Fort, MUMBAI – 400 001
Email:pooja.sanghvi@bseindia.com

Fax No.:22723121 / 2272 2037 / 2272-2041

KIND ATTN: Ms. Pooja Sanghvi

Dear Madam,

**Submission of Annual Report for the year ended March, 2016
Under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,
2015**

With reference to e-mail dated 21/11/2016 from Mr. Manish Raval (Manish.Raval@bseindia.com) regarding Non-Submission of Annual Report for the year ended March, 2016, enclosed please find the Annual Report for the year ended March, 2016 under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Hope the above is in order.

Thanking You,

Yours faithfully,
For KILPEST INDIA LTD,

Navneet Kaur

NAVNEET KAUR
COMPANY SECRETARY
Encl: a/a





India's Leading Agri Bio-Tech Company

www.kilpest.com

A TRADITION OF QUALITY SINCE 44 YEARS

ANNUAL REPORT 2016

AN ISO 9001 : 2008 CERTIFIED COMPANY

KILPEST INDIA LIMITED

BHOPAL

CIN:L24211MP1972PLC001131

FORTY FOURTH ANNUAL REPORT AND ACCOUNTS 2015-2016

BOARD OF DIRECTORS	: MR. R.K. DUBEY CHAIRMAN & MANAGING DIRECTOR
	MR. D.K. DUBEY } WHOLETIME MR. N.K. DUBEY } DIRECTOR
	SMT. MITHALA DUBEY ADDL. DIRECTOR
	CA. SHABBAR HUSAIN } INDEPENDENT } DIRECTOR
BANKERS	: STATE BANK OF INDIA PANCHANAN BHAWAN BRANCH, T.T. NAGAR, BHOPAL (M.P.)
AUDITORS	: M/S R.C. BAHETI & CO. CHARTERED ACCOUNTANTS BHOPAL
REGISTERED OFFICE AND FACTORY	: 7-C, INDUSTRIAL AREA, GOVINDPURA, BHOPAL - 462 023
LUCKNOW SALES DEPOT	: D-1207, HIMALAYA MARG, INDIRA NAGAR, LUCKNOW.
RAIPUR SALES DEPOT	: 71/12, GURUTEG BAHADUR NAGAR, OPP. NAYA GURUDWARA, RAVIGRAM, RAIPUR.
CUTTACK SALES DEPOT	: APCO MARKETING, FRIENDS COLONY, CUTTACK
REGISTRAR & TRANSFER AGENTS	: M/s. ADROIT CORPORATE SERVICES PVT. LTD. 19/20, JAFFERBHOY INDUSTRIAL ESTATE, 1ST FLOOR, MAKWANA ROAD, MAROL NAKA, ANDHERI (E), MUMBAI - 400 059

KILPEST INDIA LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the FORTY FOURTH ANNUAL GENERAL MEETING of KILPEST INDIA LIMITED, will be held at the Registered office of the Company at 7-C, Industrial Area, Govindpura, Bhopal 462 023 on Friday 30th September, 2016 at 11.30 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016 and the Profit & Loss Account for the year ended on that date and the Report of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. N. K. Dubey who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint auditors and fix their remuneration for the year ending on 31st March, 2017.
4. To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution: "RESOLVED THAT pursuant to provisions of Section 20 of the Companies Act, 2013 and other applicable provisions, if any, of the said Act and relevant rules prescribed there under, whereby a document may be served on any member by the company by sending it to him by registered post or speed post to his office or address, the consent of the company be and is hereby accorded to charge Rs. 100/- (Rupees One Hundred Only) per document, from the members by way of Demand Draft in favour of "KILPEST INDIA LTD", pursuant to any request made by the shareholder for delivery of such document to him, through the mode of services mentioned above, provided such request along with DD has been duly received by the company's registered office shall send the desired documents within stipulated time period to the shareholders."

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

BY ORDER OF THE BOARD OF DIRECTORS


(R. K. DUBEY)

CHAIRMAN & MG. DIRECTOR

Place: Bhopal
Dated: 28th May, 2016

Registered Office:
7-C, Industrial Area,
Govindpura, Bhopal-462 023.
CIN: L24211MP1972PLC001131
Ph: 91-755-2586536 / 2586537
Fax : 91-755-2580438 Website: www.kilpest.com
Email: kilpest@bsnl.in / kilpestbpl@yahoo.co.in dkdkilpest@yahoo.co.in

NOTES

- A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
- The Register of Members and share transfer books of the company will remain closed from 25th September 2016 to 30th September, 2016 both days inclusive.
- Members are requested to notify immediately to the Company any change in their address.
- Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company or their respective Depository are requested to do so, with M/s Adroit Corporate Services Pvt. Ltd / Depositories.
- E-voting :
 - In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing obligations and Disclosure Requirements), Regulations, 2015 your company is pleased to offer E-voting facility to the Members of the Company to exercise their right to vote by electronic means in respect of items contained in the notice. The Company has engaged the Services of Central Depository Services (India) Limited (CDSL) for providing e-voting facilities. E-voting is optional and a member may physically vote at the Annual General Meeting at their Discretion.
 - The Company has appointed Mr. P. K. Rai, Practising Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast.
 - The E-voting facility will be available during the following voting period after which the portal will be blocked and shall not be available for E-voting. Once the vote on a resolution is cast by any member, he/she shall not be allowed to change it subsequently.

• Commencement of E-voting	Tuesday, 27th September 2016, 9.00 A.M.
• End of E-voting	Thursday, 29th September 2016, 5.00 P.M.
 - The cut-off date for the purpose of E-voting is Friday, 23rd September, 2016. The voting rights of members shall be in proportion to their equity shareholding in the paid up equity share capital of the company as on cut-off date.

The instructions for shareholders voting electronically are as under :

- (i) The voting period begins on 27/09/2016 at 9:00 A.M. and ends on 29/09/2016 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23/09/2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

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

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

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding share in physical form, the details can be used for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <KILPEST INDIA LTD> on which you choose to vote.
- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xviii) If Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) Note for Non-Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be mailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website and shall also be communicated to BSE Limited where the shares of the Company are listed.

Details regarding Re-appointment of Directors at the Forthcoming Annual General Meeting.

<p>Name of the Director Date of Birth Date of Appointment Expertise in specific Functional Area</p>	<p>Mr. Nikhil Dubey 07/11/1970 11/08/1993 Spanning 25 years experience, Shri Nikhil Kuber Dubey has hands-on wide experience in Finance, Banking and Taxation. Shri Nikhil Kuber Dubey devotes whole time attention to the management of the commercial affairs of the company. He is responsible for the day-to-day finance and banking of the company and carries out his duties as entrusted to him from time to time by the Board of Directors. He has successfully attended several programmes for organization business leadership.</p>
<p>List of other Directorships held in Public Limited Companies Chairman/Member of Committees of the Board of other Public Limited Companies in which he is a Director Shareholding in the company</p>	<p>Nil Nil 4.13%</p>

REPORT OF THE DIRECTORS

Dear Members,

We are delighted to present report on our business and operations for the year ended 31st March, 2016.

FINANCIAL RESULTS:

The Company's financial performance for the year ended 31st March 2016 is summarized below:

Particulars	(Rs. in Lakhs)	
	Year ended 31-03-2016	Year ended 31-03-2015
Sales Turnover (Less : Excise)	1569.96	1791.41
Profit before Depreciation	51.59	56.05
Less: Depreciation	26.36	27.64
Profit before Tax	25.23	28.42
Less: Provision for Taxation	6.54	6.14
Net Profit after Tax	18.69	22.28

PERFORMANCE FOR THE YEAR 2015-2016:

Agrochemical Industry is facing challenging times currently due to drought year and tough market conditions. Crop yields have been impacted and farmer's net realization is also affected badly. Still the sales turnover is Rs 1569.96 lac which is marginally lower by 12.36% as compared to last year which was Rs 1791.41 lac and likewise the PBT stood at Rs 25.23 lac which is marginally lower by 11.22% as compared to last year which was Rs 28.42 lac.

To ward off the risk of monsoon and dropping agro-products prices, the company has been increasing its focus on Public Health Business and Export. These two areas will help in warding off the risks associated with agricultural business.

However, this year hopefully the agricultural business will do well as several forecasts have predicted good monsoon. This year will end the back to back drought faced from the last three years by the industry.

The JV has made a wide range of diagnostic kits ranging from infectious diseases to oncology, which are being accepted by big names customers in diagnostic market. In times to come this JV would become a market leader. JV project (Molecular Diagnostic Business) sales grew by 60% and EBITDA grew from Rs 8.85 lac to Rs 49.39 lac ; NP grew from Rs 0.96 lac to Rs. 14.79 lac. This trend is expected to continue this year also.

FIXED DEPOSITS :

No fixed deposits have been accepted from public during the financial year 2015-16.

DIVIDEND:

Due to inadequate profit, your Directors regret their inability to recommend any Dividend for the year.

TRANSFER TO RESERVES:

No transfer to the General Reserves has been made during the financial year 2015-16.

EXPANSION:

The Company has taken steps to consolidate the production for achieving the economies of scale. However, the Company has not taken up any major expansion during the year under review.

CHANGES IN THE NATURE OF BUSINESS, IF ANY:

There was no change in the nature of business of the Company during the financial year ended 31st March 2016.

CURRENT LISTING:

Presently, the Equity Shares of the company are listed on the Bombay Stock Exchange Ltd, Mumbai.

DIRECTORS :

In accordance with the provisions of the Companies Act, 2013, Mr. Nikhil Kuber Dubey, Director retiring by rotation and being eligible, offered himself for re-appointment at the ensuing Annual General Meeting.

Independent Director has given declaration that he meets the criteria of independence as laid down under section 149(6) of the Companies Act, 2013.

KEY MANAGERIAL PERSONNEL:

In accordance with the provisions of Companies Act, 2013, Mrs. Navneet Kaur, was hereby appointed as the Company Secretary of the company w.e.f. 11/01/2016.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report for the year 2015-16 as stipulated under SEBI Listing Regulations, is presented in a separate section forming part of Annual Report.

CORPORATE GOVERNANCE:

A separate report on Corporate Governance and forms part of Annual Report and the certificate from the Company's Auditors regarding compliance of conditions of Corporate Governance is annexed to the Corporate Governance Report.

INTERNAL FINANCIAL CONTROLS:

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

WHISTLE BLOWER POLICY/VIGIL MECHANISM:

The details pertaining to Whistle Blower Policy are included in the Corporate Governance Report, which forms part of this report.

PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

The consolidated financial statements of the Company and its subsidiaries, prepared in accordance with applicable accounting standards, issued by the Institute of Chartered Accountants of India, forms part of the Annual Report.

The statement pursuant to the provisions to Section 129(3) of the Companies Act 2013, containing salient features of the financial statement of the Company's Subsidiary in Form AOC 1 is given in Annexure - III.

EVALUATION OF THE PERFORMANCE OF THE BOARD, COMMITTEES OF DIRECTORS AND INDIVIDUAL DIRECTORS:

During the year, the Board adopted a formal mechanism for evaluating its performance as well as that of its Committees and individual Directors, including the Chairman of the Board. Structured questionnaires were prepared after taking into consideration various applicable criteria and factors. The questionnaires were approved by the Company's Nomination and Remuneration Committee. The evaluation of performance of the Board, Committees of Directors and individual Directors was carried out in accordance with the said evaluation mechanism.

AUDITORS:

M/s R.C. Baheti & Co. Chartered Accountants, retire at the ensuing Annual General Meeting and are eligible for reappointment.

AUDITORS' REPORT:

The Report given by the Auditors on the financial statements of the Company is part of the Annual Report. There has been no qualification, reservation, adverse remarks or disclaimer given by the Auditors in their Report.

SECRETARIAL AUDITOR:

The Board has appointed Mr. P.K. Rai & Associates Practising Company Secretary, to conduct Secretarial Audit for the financial year 2015-16. The Secretarial Audit Report for the financial year ended March 31, 2016 is annexed herewith marked as Annexure IV to this report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

INVESTOR EDUCATION AND PROTECTION FUND:

During the year, the Company was not required to transfer any amount to the Investor Education and Protection Fund.

HUMAN RESOURCE MANAGEMENT:

Our Employees are most valuable assets of the Company.

We encourage innovation, meritocracy and the pursuit of Excellence. We have setup a scalable recruitment and human resources management process, which enables us to attract and retain employees. Cordial employee relations were maintained throughout the year in Company. The directors express their appreciation for the contribution made by employees to operations of the Company during the year.

PARTICULAR OF EMPLOYEES:

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

Having regard to the provisions of the first proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the registered office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

AUDIT COMMITTEE :

The details pertaining to composition of audit committee are included in the Corporate Governance Report, which forms part of this report.

NOMINATION AND REMUNERATION COMMITTEE :

The Nomination and Remuneration Committee comprises directors namely Mr. Shabbar Husain and Mr. D.K. Dubey.

The Company's Policy relating to appointment of Directors, payment of Managerial Remuneration, Directors' qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013 is furnished as Annexure II and forms part of this Report.

MEETINGS OF THE BOARD :

Seven meetings of the Board of Directors were held during the year. The details of which are given in the Corporate Governance Report.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO :

A statement showing additional information on conservation of energy, technology absorption, foreign exchange earnings and outgo as required are provided in Annexure V to this Report.

EXTRACT OF ANNUAL RETURN :

Extract of Annual Return of the Company is annexed herewith as Annexure I to this Report.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS :

Details of Loans, Guarantees and Investments covered under the Provisions of Section 186 of the Companies Act, 2013 are given in the accompanying Financial Statements.

MATERIAL CHANGES & COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRING AFTER BALANCE SHEET.

No material changes and commitments affecting the financial position of the company occurred between the end of this financial year to which this financial statements relate on the date of this report.

GENERAL:

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- a) Details relating to CSR Committee.
- b) No significant or material orders were passed by the Regulators or Courts of Tribunals which impact the going concern status and Company's operations in future.
- c) No company/companies have become/ceased to be subsidiaries, JVs or Associate companies during the year.
- d) Details relating to issue of Equity Shares with Differential Rights, Sweat Equity, ESOS etc.
- e) Details relating to disclosure in respect of voting rights not exercised directly by the employees in respect of shares to which the scheme relates
- f) Details relating to Development & Implementation of Risk Management Policy
- g) Disclosure about receipt of any commission by MD/WTD from a company and also receiving commission/remuneration from its Holding or subsidiary.

Your Directors further state that during the year under review, there was no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

DIRECTORS' RESPONSIBILITY STATEMENT:

The Statement of the Directors' Responsibility on Annual Accounts of the Company referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013 shall state that-

- a. that in preparation of annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. that directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of profits and loss of the Company for that period;
- c. that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding assets of the Company and for preventing and detecting fraud and other irregularities;
- d. that the directors had prepared Annual Accounts on a going concern basis; and
- e. the directors, have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f. the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

ACKNOWLEDGEMENT:

Your Directors wish to express their grateful appreciation for the cooperation and continued support received from Bankers, Financial Institutions, Government agencies, Shareholders, Vendors, Customers and Society at large. Your directors also take on record, their appreciation for contribution and hard work of Executives, Employees and Workers.

For and on behalf of the Board
of Directors

R.K. DUBEY

CHAIRMAN & MANAGING DIRECTOR

Place : Bhopal
Dated : 28th May, 2016

ANNEXURE-I TO DIRECTORS' REPORT
FORM MGT-9
EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March 2016

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I REGISTRATION & OTHER DETAILS :

i	CIN	L24211MP1972PLC001131
ii	Registration Date	27-05-1972
iii	Name of the Company	KILPEST INDIA LIMITED
iv	Category/Sub-category of the Company	COMPANY LIMITED BY SHARES
v	Address of the Registered office & contact details	7 C, INDUSTRIAL AREA, GOVINDPURA, BHOPAL-462023 (MP) PH-0755-2586536,2586537 E-mail-kilpest@bsnl.in
vi	Whether listed Company	YES
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	ADROIT CORPORATE SERVICES PVT.LTD. 17-20, JAFFERBHOY IND. ESTATE, 1ST FLOOR, MAKWANA ROAD, MAROL NAKA, ANDHERI (E), MUMBAI 400059, INDIA

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company shall be stated

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the Company
1	Manufacture of pesticides and other agrochemical products	2021	100%

III. PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	3B BLACKBIO BIOTECH INDIA LIMITED	U24232MP2010PTC024717	Subsidiary	85.5%	2(87)

Category of Shareholders	No. of Shares held at the beginning of the year (01.04.2015)				No. of Shares held at the end of the year (31.03.2016)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Non Institutions									
a) Bodies corporate									
i) Indian	628895	1000	629895	9.83	949097	1000	950097	14.83	5.00
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	1045231	247900	1293131	20.18	1068815	247900	1316715	20.55	0.37
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	1616597	54000	1670597	26.07	1275795	54000	1329795	20.75	-5.32
c) Others (specify)									
Clearing Member	500	0	500	0.01	2475	0	2475	0.04	0.03
NON RESIDENT INDIAN CORPORATE BODIES	0	8000	8000	0.12	0	8000	8000	0.12	0
Non Resident Indians (INDIVIDUALS)	23705	0	23705	0.37	18746	0	18746	0.29	-0.08
SUB TOTAL (B) (2):	3314928	310900	3625828	56.58	3314928	310900	3625828	56.58	0.00
Total Public Shareholding (B)= (B)(1)+(B)(2)	3314928	310900	3625828	56.58	3314928	310900	3625828	56.58	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	6097200	310900	6408100	100.00	6097200	310900	6408100	100.00	0.00

Sl No.	Shareholder's Name	Shareholding at the beginning of the year (01.04.2015)			Shareholding at the end of the year (31.03.2016)			% change in Share holding during the year
		No. of shares	% of total shares of the Company	% of shares pledged/ encumbered to total shares	No. of shares	% of total shares of the Company	% of shares pledged/ encumbered to total shares	
1	ANAMIKA DUBEY	14000	0.22	0	14000	0.22	0	0.00
2	MITHLA DUBEY	297350	4.64	0	297350	4.64	0	0.00
3	MADHULIKA DUBEY	29000	0.45	0	29000	0.45	0	0.00
4	SANTOSH KUMAR DUBEY	26200	0.41	0	26200	0.41	0	0.00
5	NIKHIL KUBER DUBEY	264780	4.13	0	264780	4.13	0	0.00
6	MITHALA LABORATORIES PRIVATE LIMITED	820700	12.81	0	820700	12.81	0	0.00
7	RAM KUBER DHIRENDRA KUMAR	194700	3.04	0	194700	3.04	0	0.00
8	RAM KUBER DUBEY	568820	8.88	0	568820	8.88	0	0.00
9	MAHESH KUMAR UPADHYAY	24500	0.38	0	24500	0.38	0	0.00
10	SANJAY KUMAR DUBEY	155100	2.42	0	155100	2.42	0	0.00
11	DHIRENDRA KUBER DUBEY	349422	5.45	0	349422	5.45	0	0.00
12	RAJESH KUMAR DUBEY	37700	0.59	0	37700	0.59	0	0.00
	TOTAL	2782272	43.42	0	2782272	43.42	0	0.00

(iii) Change In Promoters' Shareholding (Specify If There Is No Change)

Sl No.	Name	Shareholding			Increase/Decrease in shareholding	Reason	Cumulative shareholding during the year (01.04.15 to 31.03.16)	
		No. of Shares at the beginning (01.04.15)/ End of the year (31.03.16)	% of total share of the Company	Date			No. of Shares	% of total shares of the Company
1	ANAMIKA DUBEY	14000	0.22	01/04/2015				
		No movement during the year.						
		14000	0.22	31/03/2016				
2	MITHLA DUBEY	297350	4.64	01/04/2015				
		No movement during the year.						
		297350	4.64	31/03/2016				
3	MADHULIKA DUBEY	29000	0.45	01/04/2015				
		No movement during the year.						
		29000	0.45	31/03/2016				
4	SANTOSH KUMAR DUBEY	26200	0.41	01/04/2015				
		No movement during the year.						
		26200	0.41	31/03/2016				
5	NIKHIL KUBER DUBEY	264780	4.13	01/04/2015				
		No movement during the year.						
		264780	4.13	31/03/2016				
6	MITHALA LABORATORIES PRIVATE LIMITED	820700	12.81	01/04/2015				
		No movement during the year.						
		820700	12.81	31/03/2016				
7	RAM KUBER DHIRENDRA KUMAR	194700	3.04	01/04/2015				
		No movement during the year.						
		194700	3.04	31/03/2016				

8	RAM KUBER DUBEY	568820	8.88	01/04/2015				
					No movement during the year.			
		568020	8.88	31/03/2016				
9	MAHESH KUMAR UPADHYAY	24500	0.38	01/04/2015				
					No movement during the year.			
		24500	0.38	31/03/2016				
10	SANJAY KUMAR DUBEY	155100	2.42	01/04/2015				
					No movement during the year.			
		155100	2.42	31/03/2016				
11	DHIRENDRA KUBER DUBEY	349422	5.45	01/04/2015				
					No movement during the year.			
		349422	5.45	31/03/2016				
12	RAJESH KUMAR DUBEY	37700	0.59	01/04/2015				
					No movement during the year.			
		37700	0.59	31/03/2016				

(iii) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

Sl No.	Name	Shareholding					Cumulative shareholding during the year (01.04.15 to 31.03.16)	
		No. of Shares at the beginning (01.04.15)/ End of the year (31.03.16)	% of total share of the Company	Date	Increase/ Decrease in shareholding	Reason	No. of Shares	% of total shares of the Company
1	DUNSTAN GOODS PRIVATE LIMITED	55597 55597	0.87 0.87	01/04/2015 31/03/2016			No movement during the year	
2	SMC GLOBAL SECURITIES LTD.	128149	2.00	01/04/2015				
				17/04/2015	-127899	Transfer	250	0.00
				24/04/2015	3701	Transfer	3951	0.06
				19/06/2015	-3701	Transfer	250	0.00
				30/06/2015	3701	Transfer	3951	0.06
				17/07/2015	-3701	Transfer	250	0.00
				31/07/2015	354946	Transfer	355196	5.54
				07/08/2015	-354946	Transfer	250	0.00
				25/12/2015	3701	Transfer	3951	0.06

3	LAKE CITY TRADERS PRIVATE LIMITED	1250 77482	0.02 1.21	31/12/2015	1000	Transfer	4951	0.08				
				15/01/2016	-3701	Transfer	1250	0.02				
				31/03/2016								
				01/04/2015								
				17/04/2015	127899	Transfer	205381	3.21				
				31/07/2015	-205381	Transfer	0	0.00				
				07/08/2015	205381	Transfer	205381	3.21				
				31/03/2016	-205381	Transfer	0	0.00				
		0	0.00	31/03/2016								
4	NIRMAN SHARE BROKERS PVT. LTD.	73768	1.15	01/04/2015								
				24/04/2015	-542	Transfer	73226	1.14				
				15/05/2015	-70000	Transfer	3226	0.05				
				29/05/2015	70000	Transfer	73226	1.14				
				26/06/2015	-300	Transfer	72926	1.14				
				27/11/2015	-449	Transfer	72477	1.13				
				04/12/2015	-3705	Transfer	68772	1.07				
				31/12/2015	-1550	Transfer	67222	1.05				
				01/01/2016	-1442	Transfer	65780	1.03				
				08/01/2016	-3030	Transfer	62750	0.98				
				15/01/2016	-5003	Transfer	57747	0.90				
				22/01/2016	-1781	Transfer	55966	0.87				
				05/02/2016	-33077	Transfer	22889	0.36				
				12/02/2016	-3701	Transfer	19188	0.30				
				19/02/2016	-49	Transfer	19139	0.30				
				26/02/2016	-1894	Transfer	17245	0.27				
				04/03/2016	-192	Transfer	17053	0.27				
				18/03/2016	-2000	Transfer	15053	0.23				
						15007	0.23	31/03/2016	-46	Transfer	15007	0.23
				5	LENUS FINVEST PRIVATE LIMITED	0	0	01/04/2015				
25/03/2016	53500	Transfer	53500					0.83				
31/03/2016	552045	Transfer	605545					9.45				
		605545	9.45	31/03/2016								
6	NJP TRADING COMPANY LTD	104127	1.62	01/04/2015		No movement during the year						
		104127	1.62	31/03/2016								
7	NIRMAN COMMODITIES PRIVATE LIMITED	43620	0.68	01/04/2015		No movement during the year						
		43620	0.68	31/03/2016								
8	LAXMIKANT KABRA (HUF)	136000	2.12	01/04/2015								
				31/03/2016	-136000	Transfer	0	0.00				
		0	0.00	31/03/2016								
9	BHAGCHAND SOBHAGMAL MODI	50000	0.78	01/04/2015		No movement during the year						
		50000	0.78	31/03/2016								
10	KESHAV CHAND JAIN	50000	0.78	01/04/2015		No movement during the year						
		50000	0.78	31/03/2016								
11	ABHAS JAIN	0	0	01/04/2015								
				15/05/2015	70000	Transfer	70000	1.09				
				29/05/2015	-70000	Transfer	0	0.00				
				31/03/2016								
		0	0.00	31/03/2016								

12	RAM DATT SINGH TOMAR	37300	0.58	01/04/2015		No movement during the year						
		37300	0.58	31/03/2016								
13	LAXMIKANT RAMPRASAD KABRA	199364	3.11	01/04/2015		Transfer	53500	0.83				
				31/07/2015					-145864	Transfer	199364	3.11
				07/08/2015					145864	Transfer	145864	2.28
				25/03/2016					-53500	Transfer	0	0.00
		0	0.00	31/03/2016					-145864	Transfer		
14	RAMPYARE TRIPATHI	43056	0.67	01/04/2015		No movement during the year						
		43056	0.67	31/03/2016								
15	EMILY BOSCO MENEZES	78500	1.23	01/04/2015		No movement during the year						
		78500	1.23	31/03/2016								
16	LALITA LAXMIKANT KABRA	64800	1.01	01/04/2015		Transfer	0	0.00				
				31/03/2016					-64800			
		0	0.00	31/03/2016								
17	DURGESH SHUKLA	37786	0.59	01/04/2015		No movement during the year						
		37786	0.59	31/03/2016								

(v) **Shareholding of Directors & KMP**

Sl. No	For Each of the Directors & KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No of shares	% of total shares of the Company
1	Mr. RAM KUBER DUBEY, Managing Director At the beginning of the year- 01.04.2015	568820	8.88	568820	8.88
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NIL	NIL	NIL	NIL
	At the end of the year-31.03.2016	568820	8.88		
2	Mr. DHIRENDRA KUBER DUBEY, Whole Time Director At the beginning of the year- 01.04.2015	349422	5.45	349422	5.45
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NIL	NIL	NIL	NIL
	At the end of the year-31.03.2016	349422	5.45		
3	Mr. NIKHIL KUBER DUBEY, Whole Time Director At the beginning of the year- 01.04.2015	264780	4.13	264780	4.13
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NIL	NIL	NIL	NIL
	At the end of the year-31.03.2016	264780	4.13		
4	Mrs. MITHALA DUBEY, Additional Director At the beginning of the year- 01.04.2015	297350	4.64	297350	4.64
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NIL	NIL	NIL	NIL
	At the end of the year-31.03.2016	297350	4.64		
5	Mr. SHABBAR HUSSAIN, Independent Director* At the beginning of the year- 01.04.2015	2500	0.003	2500	0.003
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year-31.03.2016	2500	0.003	2500	0.003
6	Mrs. NAVNEET KAUR, Company Secretary At the beginning of the year- 01.04.2015	0	0.00	0	0.00
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0.00	0	0.00
	At the end of the year-31.03.2016	0	0.00		

V. INDEBTNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Rs in lacs)				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	488.03	215.17	0	703.20
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	488.03	215.17	0	703.20
Change in Indebtedness during the financial year				
Additions	681.51	111.73	0	793.24
Reduction	683.15	87.74	0	770.89
Net Change	-1.64	23.99	0	22.35
Indebtedness at the end of the financial year				
i) Principal Amount	486.39	239.16	0	725.55
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	486.39	239.16	0	725.55

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs. In Lacs)

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager			Total Amount
		Mr. RAM KUBER DUBEY	Mr. DHIRENDRA KUBER DUBEY	Mr. NIKHIL KUBER	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	7.80	7.20	7.20	22.20
	(b) Value of perquisites u/s 17 (2) of the Income tax Act, 1961	0.00	0.00	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0.00	0.00	0.00	0.00
2	Stock option	0.00	0.00	0.00	0.00
3	Sweat Equity	0.00	0.00	0.00	0.00
4	Commission	0.00	0.00	0.00	0.00
	as % of profit	0.00	0.00	0.00	0.00
	others (specify)	0.00	0.00	0.00	0.00
5	Others, please specify				
	SITTING FEES	0.25	0.25	0.25	0.75
	Total (A)				22.95

B. Remuneration to other directors:

(Rs in lacs)

Sl.No	Particulars of Remuneration	Name of the Directors		Total Amount
1	Independent Directors	Mr. SHABBAR HUSAIN	Mr. R.K. CHOUBEY	
	(a) Fee for attending board committee meetings	0.25	0.04	0.29
	(b) Commission	0	0	0
	(c) Others, please specify	0	0	0
	Total (1)			
2	Other Non Executive Directors	Mrs. MITHALA DUBEY		
	(a) Fee for attending board committee meetings	0.25		0.25
	(b) Commission	0		0
	(c) Others, please specify.	0		0
	Total (2)	0		0.25
	Total (B)=(1+2)	0.25		0.54
	Total Managerial Remuneration			23.49

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

(Rs. In Lacs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total
1	Gross Salary	CFO & W.T.D	Company Secretary	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.		Navneet Kaur	
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961		0.43	0.43
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961			
2	Stock Option			
3	Sweat Equity			
4	Commission as % of profit others, specify			
5	Others, please specify			
	Total			0.43

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief	Description Penalty/ Punishment fees imposed	Authority (RD/NCLT/ Court)	Appeal made if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

ANNEXURE-II TO DIRECTORS' REPORT

Nomination and Remuneration Policy of Kilpest India Limited

(Approved by Board of Directors in its Meeting held on 13th April 2016)

I. PREAMBLE

Pursuant to Section 178 of the Companies Act, 2013 and applicable provisions of **SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**, the Board of Directors of every listed Company shall constitute the Nomination and Remuneration Committee. The Company has already constituted Remuneration Committee. In order to align with the provisions of the Companies Act, 2013 and the amended Listing Regulations from time to time, the Board on 13th April 2016 changed the nomenclature of the "Remuneration Committee" as "Nomination and Remuneration Committee" and reconstituted the Committee.

II. OBJECTIVE

The Key Objectives of the Committee would be:

- a) To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- b) To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation.
- c) To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

III. DEFINITIONS

"Board" means Board of Directors of the Company.

"Company" means "KILPEST INDIA LIMITED."

"Independent Director" means a director referred to in Section 149(6) of the Companies Act, 2013.

"Key Managerial Personnel" (KMP) means

- (i) Chief Executive Officer or the Managing Director or the Manager,
- (ii) Company Secretary,
- (iii) Whole-time Director,
- (iv) Chief Financial Officer and
- (v) Such other officer as may be prescribed.

"Nomination and Remuneration Committee" shall mean a Committee of Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Agreement.

"Policy or This Policy" means, "Nomination and Remuneration Policy."

"Remuneration" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.

IV. INTERPRETATION

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, Listing Agreement and/or any other SEBI Regulation(s) as amended from time to time.

V. GUIDING PRINCIPLES

The Policy ensures that:

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks and

- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

VI. ROLE OF THE COMMITTEE

The role of the Committee inter alia will be the following:

- a) To formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- b) Formulate criteria for evaluation of Independent Directors and the Board.
- c) Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- d) To carry out evaluation of every Director's performance.
- e) To recommend to the Board the appointment and removal of Directors and Senior Management
- f) To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- g) Ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- h) To devise a policy on Board diversity.
- i) To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.
- j) To perform such other functions as may be necessary or appropriate for the performance of its duties.

VII. APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

Appointment criteria and qualifications:

1. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his/her appointment.
2. A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient/satisfactory for the concerned position.
3. The Company shall not appoint or continue the employment of any person as Managing Director/Whole time Director/Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

Term/Tenure:

1. Managing Director/Whole-time Director/Manager (Managerial Person):

- The Company shall appoint or re-appoint any person as its Managerial Person for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

2. Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be

appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on 1st October, 2014 or such other date as may be determined by the Committee as per regulatory requirement, he/she shall be eligible for appointment for one more term of 5 years only.

- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole time Director of a listed Company.

Evaluation:

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management at regular interval (yearly).

Removal:

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made there under or under any other applicable Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management subject to the provisions and compliance of the said Act, rules and regulations.

Retirement:

The Director, KMP and Senior Management shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

VIII. PROVISIONS RELATING TO REMUNERATION OF MANAGERIAL PERSON, KMP AND SENIOR MANAGEMENT

General:

1. The remuneration/compensation/commission (if any) etc. to Managerial Person, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration/ compensation/commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
2. The remuneration and commission to be paid to Managerial Person shall be as per the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.
3. Increments to the existing remuneration/compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managerial Person. Increments will be effective from the date mentioned in the resolution as approved by the Shareholders in respect of Managerial Person.
4. Where any insurance is taken by the Company on behalf of its Managerial Person, KMP and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

Remuneration to Managerial Person, KMP and Senior Management:

1. Fixed pay:

Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made there under for the time being in force. The break-up of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the

shareholders and Central Government, wherever required.

2. Minimum Remuneration:

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.

3. Provisions for excess remuneration:

If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

Remuneration to Non-Executive/Independent Director:

1. Remuneration/Commission:

The remuneration/commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the rules made there under for the time being in force.

2. Sitting Fees:

The Non-Executive/Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

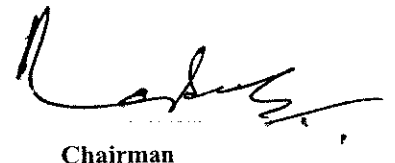
3. Stock Options:

An Independent Director shall not be entitled to any stock option of the Company.

IX. DEVIATIONS FROM THIS POLICY

Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case.

Place: Bhopal
Dated : 28th May, 2016



Chairman

ANNEXURE-III TO DIRECTORS' REPORT

Form AOC-1

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

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	3B BlackBio Biotech India Limited
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01/04/2015 to 31/03/2016
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR N.A.
4.	Share capital	20,00,000
5.	Reserves & surplus	(72,57,330)
6.	Total assets	1,67,01,644
7.	Total Liabilities	1,67,01,644
8.	Investments	NIL
9.	Turnover	1,62,75,896
10.	Profit before taxation	18,46,500
11.	Provision for taxation	3,66,551
12.	Profit after taxation	14,79,949
13.	Proposed Dividend	NIL
14.	% of shareholding	85.50%

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations - NA
2. Names of subsidiaries which have been liquidated or sold during the year. - NA

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to
Associate Companies and Joint Ventures

There are no associate companies and joint ventures during the current financial year.

ANNEXURE-IV TO DIRECTORS' REPORT

Secretarial Audit Report

(For the Financial Year Ended 31st March, 2016)

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

To,
The Members,
M/s Kilpest India Limited,
7-C, Industrial Area,
Govindpura,
Bhopal-462023

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

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

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

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; Not Applicable
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable.
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not Applicable)
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998, not applicable
- (vi) other laws applicable to the company are:
 - (a) The Hazardous Wastes (Management and Handling) Rules 1989
 - (b) The Insecticide Act, 1968
 - (c) Factories Act, 1948 and Rules made there under
 - (d) Payment of Bonus Act 1965 & Rules 1965
 - (e) Maternity Benefit Act 1961 & Rules
 - (f) Employees Compensation Act, 1923 & Rules
 - (g) Minimum Wages Act, 1948, M. W (C) Rules, 1950
 - (h) Child Labour (P & R) Act 1986 & Rules

- (i) Air (Prevention and Control of Pollution) Act 1981
- (j) Water (Prevention and Control of Pollution) Act 1974
- (k) Payment of Wages Act, 1936
- (l) Employee State Insurance Act 1948
- (m) Employee PF & Miscellaneous Provisions Act 1952
- (n) Contract Labour (Regulation & Abolition) Act 1970
- (o) Bureau of Indian Standards Act
- (p) Industrial Disputes Act, 1947
- (q) Indian Contract Act, 1872
- (r) Environment Protection Act, 1986 and other environmental laws
- (s) Payment of Gratuity Act, 1972
- (t) Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The Listing Agreements entered into by the Company with the BSE Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc mentioned above.

We further report that

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

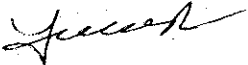
Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes. All the decisions have been taken unanimously and no dissent recorded.

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

We further report that during the audit period, there are no specific events/actions having a major bearing on the Company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc referred to above.

For P. K. Rai & Associates
Practicing Company Secretary



CS PRAVEEN KUMAR RAI

M.No:6313

C.P.No.3779

Date: 28th MAY 2016

Place: Bhopal

To,

The Members,
M/s Kilpest India Limited,
7-C, Industrial Area,
Govindpura,
Bhopal-462023

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

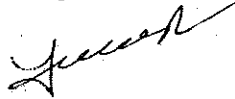
Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the company with respect to secretarial compliances.
3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Where ever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

5. The secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For P. K. Rai & Associates
Practicing Company Secretary



CS PRAVEEN KUMAR RAI

M.No:6313
C.P.No.3779
Date: 28th MAY 2016
Place: Bhopal

ANNEXURE-V TO DIRECTORS' REPORT

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies(Accounts) Rules, 2014.

A. CONSERVATION OF ENERGY

(a) Energy conservation measures taken:

The Company has further accelerated its efforts to conserve energy and has been able to achieve results this year also.

Some of the measures implemented are:

- (i) Planned production for maximum utilization of services.
 - (ii) Stoppage of utilities when not required.
 - (iii) Installation of items/ equipments which will consume less energy. Replacing all old bulbs with CFL.
- (b) Additional investments and proposals being implemented for reduction of energy consumption:
- (i) Elimination of heat losses in air- conditioning areas and all AC's kept at 24° C.
- (c) Total energy consumption and energy consumption per unit of production as per FORMA hereunder:

FORM A

FORM FOR DISCLOSURE OF PARTICULARS WITH REGARD TO CONSUMPTION OF ENERGY POWER AND FUEL CONSUMPTION

	Year ended 31-03-2016	Year ended 31-03-2015
1 Electricity		
a) Purchased		
Units (KWH)	1,46,050	2,31,290
Total Amount (Rs.)	14,41,426	19,08,142
Average Rate/Unit (Rs.)	9.87	8.25
b) Own Generation		
i) Through Diesel generator		
Units (KWH)	172	187
Units/Ltr. of Diesel	1.0	1.0
Cost/Unit (Rs.)	50.30	63.51
ii) Through Steam Turbine/Generator	NA	NA
2 Coal	NA	NA
3 Fuel Furnace Oil + Light	NA	NA
Diesel Oil	NA	NA
Quantity (KL)	NA	NA
Total Amount (Rs.)	NA	NA
Average Rate/KL (Rs.)	NA	NA
4 Others/Internal Generation	NA	NA

CONSUMPTION PER UNIT OF PRODUCTION

Products (with details) Unit	Since the company manufactures several
Electricity Furnace Oil	formulations and having regard to the records and
Coal (specify quality)	and other books maintained by the company, it is
Others (Specify)	impracticable to apportion the utilities.

TECHNOLOGY ABSORPTION

EFFORTS MADE IN TECHNOLOGY ABSORPTION

FORM B

FORM FOR DISCLOSURE OF PARTICULARS WITH REGARD TO ABSORPTION

RESEARCH & DEVELOPMENT

1. Specific areas in which R&D carried out by the company:

- a) Standardization of new protocol for large scale cultivation of antagonistic fungus *Trichoderma viride* through solid state fermentation.
- b) Optimization of production of Gibberellic acid from *Fusarium moniliforme* through solid state fermentation.
- c) Production, isolation, purification and characterization of novel antifungal compounds from *Streptomyces* species.
- d) Production of miticidal compounds (avermectins) from *Streptomyces* species through submerged fermentation.
- e) Development of antifungal biocontrol agent *Bacillus subtilis* for management of fungal borne diseases of agriculturally important crops.
- f) Production of liquid protein hydrolysate plant growth stimulator and fertilizer.
- g) Development of new parameters PCR based rapid disease diagnosis methods and kits.
- h) Development of mosquito larvicidal formulation based on *Bacillus thuringiensis*.

2 Benefits derived as a result of the above R&D:

- a) New method for production of *Trichoderma viride* through solid state fermentation was adopted for cultivation as a result of which sales volume was increased.
- b) Method for production of Gibberellic acid from *Fusarium moniliforme* is standardized.
- c) Complete process for production and extraction of antifungal compounds from actinomycetes has been optimized.
- d) An effective antifungal formulation based on *Bacillus subtilis* is ready for commercial production.
- e) Production of Liquid protein hydrolysate was stated and presently being commercialized as *Fytozyme*.
- f) Mosquito larvicidal formulation based on *Bacillus thuringiensis* was standardized.
- g) Chelated microfertilizer (Zinc-EDTA) has been development followed by field trials.
- h) PCR based disease diagnosis has already been started at our Research Center.

3 Future plan of action:

- a) Commercialization of Gibberellic acid based products for crops.
- b) Commercialization of *Bacillus subtilis* based fungal antagonistic formulation for crops.
- c) Commercialization of mosquito larvicidal formulation based on *Bacillus thuringiensis israelensis*.
- d) Establishment of joint venture with national and international companies for making rapid progress in biotechnology.

4. Expenditure on R&D

	31-03-2016	31-03-2015
a) Capital	39500	40000
b) Recurring	23,02,479	21,86,587
c) Total	23,41,979	22,26,587
d) Total R&D expenditure as a percentage of total turnover	1.49%	1.24%

TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

1. Efforts, in brief, made towards technology absorption, adaptation and innovation : Innovations made in manufacturing processes.
 : New Products launched
 : Existing Products improved.
2. Benefits derived as a result of the above efforts : Improved productivity and process efficiencies.
 : Sales volume increased.
 : Customer trust company's products.
 : Brand image improved.
3. There is no imported technology involved this year.

Total foreign exchange used

B. FOREIGN EXCHANGE EARNINGS AND OUTGO

		2015-2016	2014-2015
1	Foreign Exchange Earnings	1,82,14,115	1,91,07,750
2	Foreign Exchange Outgo	NIL	NIL

REPORT ON CORPORATE GOVERNANCE

A. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:

The company strongly believes that good Corporate Governance is a pre-requisite for enhancing shareholders long term value. The Board considers itself as the trustee of its Shareholders. During the period under review, the Board continued its pursuit by adopting and monitoring of corporate strategies, prudent business plans, major risks and ensuring that the company pursues policies and procedures to satisfy its social, legal and ethical responsibilities.

B. BOARD OF DIRECTORS

i) Composition and category of Directors

Name of Director	Designation / Category	No. of Directorship in other Public Companies	In Committees of the Company		In Committees of the other Public Companies
			Chairmanship	Membership	
Shri R.K.Dubey	Chairman & Mg. Director	NIL	NIL	NIL	NIL
Shri D. K. Dubey	Executive Director	NIL	NIL	2	NIL
Shri N. K. Dubey	Executive Director	NIL	NIL	1	NIL
Smt. Mithala Dubey	Additional Director	NIL	NIL	NIL	NIL
C. A. Shabbar Husain	Non Executive Independent Director	NIL	2	3	NIL

(ii) Meeting of the Board of Directors:-

The Board of directors provide the strategic direction and thrust to the operations of the company. During the period under review, 7 Board Meetings were held; on 29th May 2015, 31st July 2015, 17th September 2015, 30th October 2015, 17th November 2015, 11th January 2016 and 28th January 2016. The Forty Third Annual General Meeting was held on 30th September 2015.

Attendance of each Director at Board Meeting and Annual General Meeting (AGM) was as follows:-

S.No.	Name of Director	No. of Board Meetings attended	Attendance at AGM held on 30-09-2015
01.	Shri R.K. Dubey	7	Yes
02.	Shri D.K. Dubey	7	Yes
03.	Shri N.K. Dubey	7	Yes
04.	CA Shabbar Husain	7	Yes
05.	Shri R. K. Choubey	1	No
06.	Smt. Mithala Dubey	7	Yes

(C) DETAILS OF REMUNERATION PAID TO DIRECTORS DURING THE PERIOD ENDED ON 31 MARCH, 2016.

The Non-Executive Directors are paid sitting fees for attending each meeting of the Board of Directors and Committees thereof. The details of the sitting fees paid during the period to the Non-Executive Directors and the remuneration paid to the Executive Directors are given below:-

S.No.	Name of Director	Sitting fees (Incl. committee Meetings)	Salaries & Allowances etc.	Cont. to Provident & Superannuation Funds
01.	Shri R.K. Dubey	24500	7,80,000	-
02.	Shri D.K. Dubey	24500	7,20,000	83,808
03.	Shri N.K. Dubey	24500	7,20,000	83,808
04.	CA Shabbar Husain	24500	-	-
05.	Shri R.K.Choubey	3500	-	-
06.	Smt. Mithala Dubey	24500	-	-

(D) COMMITTEES OF THE BOARD :

(i) Audit Committee

The following Directors are members of the Audit Committee:

Shri Shabbar Husain	-	Chairman, Non-Executive, Independent Director (Chartered Accountant)
Shri Nikhil Dubey	-	Whole Time Director

The role, powers and functions of the audit Committee are in accordance with the applicable provisions of SEBI (Listing obligations & disclosure Requirements) Regulations, 2015 (the regulations) and section 177 of the Companies Act, 2013. The Committee reviews the financial statements before they are placed before the Board. The Audit Committee has been constituted on 28th March, 2003 in compliance to clause No. 49 of the Listing Agreement. During the period under review four meetings of the committee were held i.e. 29th May 2015, 31st July 2015, 30th October 2015, 28th January 2016 and all the Directors were present in all the four meetings. The Managing Director, Statutory Auditors and Internal Auditors attend the meetings of the Committee.

(ii) Share Holders'/Investors' Grievance Committee

The following Directors are members of the Shareholders' Committee.

S.No.	Name of the Director
1.	CA Shabbar Husain
2.	Shri D.K. Dubey

Terms of Reference

The committee is charged with the responsibility to look into the redressal of the shareholders' complaints in respect of any matter including transfer of shares non-receipt of Annual Report, non-receipt of declared dividends, dematerialization of shares, IPO refunds and complaints, approve issue of duplicates and renewed share certificate, etc. The Committee is authorized to delegate its powers to officers and employees of the Company and / or of the Company's Registrar and Share Transfer Agent. The delegates regularly attend to share transfer formalities at least once in every 15 days.

Compliance Officer

The Company has designated Mrs. Navneet Kaur as its Compliance Officer.

The total number of complaints received and replied to the satisfaction of shareholders during the year under review, were NIL.

No request for dematerialization were pending for approval as on 31st March, 2016.

iii) NOMINATION & REMUNERATION COMMITTEE

The Committee is responsible for recommending to the Board of Directors to review and / or determine and recommend the remuneration package of the Executive Directors of the Company in accordance with the guidelines laid out by the statute and the Listing Agreement with stock exchange.

The Company has one Executive Chairman and One Executive Director on the Board, whose appointment and remuneration is approved by the Shareholders of the Company on recommendation of the Board of Directors of the

The Company's Remuneration Committee consists of two Directors :-

<u>Name of Member</u>	<u>Status</u>
Shri Shabbar Husain	Chairman
Shri D. K. Dubey	Member

The Remuneration Committee was constituted during the year on 31st January 2008.

E. GENERAL BODY MEETING :

Particulars of the last Three Annual General Meeting (AGM) of the company have been held at the following places in the last three years:-

Annual General Meeting (AGM)	For the year	Venue	Date	Time
41 st	2012-2013	M/s Kilpest India Ltd., Regd. Office, 7-C, Industrial Area, Govindpura, BHOPAL - 462023	30-09-2013	11.30 A.M.
42 nd	2013-2014	- do -	30-09-2014	11.30 A.M.
43 rd	2014-2015	- do -	30-09-2015	11.30 A.M.

F. DISCLOSURES

- i) There are no transactions of material nature with Directors/Promoters or any related entity, which will have any potential conflict with the interests of the company at large.

The Directors have disclosed their interest in relation to Interest Income to them & their relatives, the details were put in the Board meeting dated 1st April 2015.

- ii) There is no non-compliance by the company or any penalties, structures imposed by the Stock Exchange, SEBI, or any other statutory authority on any matter related to capital markets, during the last three years/period.
- iii) Whistle Blower Policy
The Company has a whistle blower policy. Company affirm that it has not denied any personnel access to the audit committee and company has provided protection to "whistle blowers" from unfair termination and other unfair or prejudicial employment practices.

G. MEANS OF COMMUNICATIONS

Financial Results

The quarterly unaudited financial results and annual audited financial results are published in Financial Express (Mumbai edition) and Swadesh (Bhopal edition).

H. GENERAL SHAREHOLDERS INFORMATION

i) Annual General Meeting:

Day, date time and : Friday, 30th Sept, 2016 at 11.30 A.M.
Venue : 7-C, Industrial Area, Govindpura, Bhopal- 462 023

ii) Financial Calendar:

The Company follows April-March financial year. The unaudited financial results for first, second (half yearly) and third quarter are generally published in July, October and January respectively. Annual audited financial results are published in June.

iii) Date of Book Closure :

The Company's Register of Members and Share Transfer Books shall remain closed from 24th September 2016 to 30th September 2016 (both days inclusive).

iv) Share Transfer System:

In compliance of SEBI requirement, Share transfers are entertained, both under Demat Form and Physical Form.

Physical shares for transfer are duly transferred within a period of 15-20 days from the date of receipt the documents if found in order. The Shareholder's Committee of the Company meets regularly to review and approve transfer proposals. No shares in physical form has been transferred during the period ended 31st March, 2016.

Registrar & Transfer Agents : **M/s Adroit Corporate Services Pvt. Ltd, Mumbai**
Demat ISIN Numbers in : **INE994E01018**
NSDL & CDSL

v) Investor Services - queries / complaints during the period ended 31st March, 2016

During the period from 1/4/2015 to 31/3/2016 no queries / complaints / requests were received by the Company from the shareholders and investors.

vi) Listing on Stock Exchanges:

The Shares of the Company is listed on the Stock Exchange at Mumbai.

Stock Codes : **KILPEST 532067**
Stock Exchanges : **Bombay Stock Exchange Ltd,**
Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.
Codes : **BSE - 532067**

vii) Stock Market Data (At BSE)

Month	High (Rs.)	Low (Rs.)
April 2015	9.45	8.21
May 2015	10.65	9.40
June 2015	10.20	7.61
July 2015	9.34	7.65
August 2015	9.00	7.01
September 2015	9.13	6.51
October 2015	9.85	8.57
November 2015	10.00	8.51
December 2015	9.95	8.00
January 2016	9.88	7.82
February 2016	10.00	8.21
March 2016	9.40	7.90

viii) Distribution of Share Holding (As on 31st March, 2016)

No. of Shares	Shareholders		Shares	
	Number	% of total Holders	Number	% to Total Capital
UPTO 101 - 500	1175	67.37	261679	4.08
501 - 1000	189	10.84	165217	2.58
1001 - 2000	112	6.42	182598	2.85
2001 - 3000	69	3.96	179733	2.80
3001 - 4000	30	1.72	109213	1.70
4001 - 5000	35	2.01	165724	2.59
5001 - 10000	51	2.92	390031	6.09
10001 & above	83	4.76	4953905	77.31
TOTAL	1744	100.00	6408100	100.00

ix) Dematerialisation of Shares as on 31st March, 2016

Particulars	No. of Share Holders	No. of Shares	% of Shares
No. of Shareholders in Physical Mode	468	310900	4.85
No. of Shareholders in Electronic Mode	1276	6097200	95.15
Total	1744	6408100	100.00

Particulars	National Securities Depository Limited (NSDL)		Central Depository Services (I) Limited (CDSL)	
	2015-16	2014-15	2015-16	2014-15
No of Shares Dematerialized	1500519	1717701	4596681	4379499
No of Shares Rematerialized	NIL	NIL	NIL	NIL

x) **Plant Location:**

7-C, Industrial Area, Govindpura, Bhopal - 462 023 (M.P.)

xi) **Address for Correspondence for Shareholders :**

REGD.OFFICE
Kilpest India Limited,
7-C, Industrial Area,
Govindpura,
BHOPAL - 462 023 (MP)

REGISTRAR & TRANSFER AGENT
M/s Adroit Corporate Services Pvt.Ltd,
19/20, Jafferbhoy Industrial Estate,
1st Floor, Makwana Road, Marol Naka,
Andheri (E), MUMBAI- 400 059

J. DECLARATION / CERTIFICATION

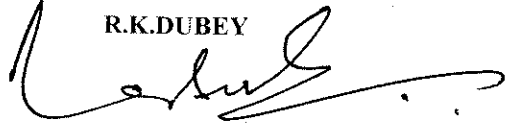
- a) **CODE OF CONDUCT** : The Board has laid down a Code of Conduct applicable to all the Directors and Senior Managers of the Company. Necessary certification to this effect is appended to this Corporate Governance Report.
- b) **CEO Certification** : As per requirements of Corporate Governance Code, the Managing Director and Chief Financial Officer have furnished the necessary Certificate to the Board of Directors with respect to financial statements and Cash Flow statements for the year ended 31st March 2016.

DECLARATION BY MANAGING DIRECTOR ON CODE OF CONDUCT

I, R.K.Dubey, Chairman & Managing Director of Kilpest India Ltd, do hereby declare that a formal Code of Conduct has been laid down by the Board of Directors of Kilpest India Ltd, which has been made applicable to all the Directors and Senior Managers of the Company. The Code of Conduct has been affirmed to by all the Directors and Senior Managers of the Company. The said code of conduct has been posted on the Website of the Company www.kilpest.com

Place : Bhopal

Dated : 28th May, 2016


R.K.DUBEY
CHAIRMAN & MG.DIRECTOR

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

(a) Industry structure and developments

Agrochemical

Agrochemicals play an immensely important role in agriculture and food security. The agrochemicals industry comprises of insecticides, weedicides, fungicides, plant growth promoters and regulators, fumigants and rodenticides as the major product segments. The industry is highly competitive and dynamic but fragmented. The Industry continues to grow in size; due to increase in use of Agro chemicals by farmers due to awareness, increase in farm gate prices of produce and also government schemes emphasis to farmers to increase yield per acre, and due to intensive farming of Pest prone crops like cotton, Chili, Paddy, Soyabean etc.

Also now India is becoming an aggressive player in export market second to China, and exports are continuously growing to adjoining Countries, middle east etc.

However, due to global warming and changing weather, erratic monsoon the industry trend becomes uncertain at times.

Biotechnology JV

Life Sciences market has been growing at a reasonable pace. But now, with more emphasis on research by Govt. and also private companies, the molecular research market shall continue to expand.

For Molecular Diagnostic Market it's in the nascent stage in India and lot needs to be done to put molecular diagnosis in the routine diagnostic protocol, like awareness, development of infrastructure etc. Currently, the molecular diagnostic market is dominated by multinationals and highly metro centric. But with launch of cheaper indigenous kits and setting up of new PCR diagnostic centers in smaller towns, the reach to people will increase along with awareness, which will spark huge growth potential in coming years. In regard to this matter our JV project has scaled up well and its diagnostics kits of several parameters are in good demand among the customers.

JV Project Molecular Diagnostics Performance

3B BlackBio BiotechIndia Ltd., an Indo-Spanish joint venture in the area of biotechnology molecular diagnostics (PCR based kits) achieved this growth through new and existing tests in diagnostics segment which caters to infectious diseases and oncology markets. Whereas there has been steady growth in the existing portfolio of infectious diseases markets, a surge in revenues has been observed with newly launched tests in oncology market. Unlike infectious diseases tests which are season dependent, oncology segment offers a steady growth throughout the year. Additionally, infectious disease segment attracts huge competition from foreign as well as domestic players; on the other hand oncology segment is still a new and upcoming segment with few serious competitors.

Adding to the results we have observed high growth in oncology segment in addition to steady growth in our existing portfolio of infectious diseases tests. We are launching few more oncology tests along with infectious tests in the coming FY' 16-17 which will add to our growth.

On customer relations, we are now trusted and preferred business partners with national hospitals and labs. We are also getting enquiries from overseas. We are confident of expanding to international markets which could be as early as coming FY' 16-17.

On building internal strength of the organization we are looking at our current growth which comes from our customer's trust, we have invested into R & D infrastructure and have hired some new talents to increase production capacities.

Further to above, 3B BlackBio's R&D under advanced stage of development are very strong, key parameters from Oncology to Blood Screening Kits are in pipeline which will be launched in 2016. All the kits are marketed under registered Brand TRUPCR.

With all these parameters fully commercialized in 2016-17 the JV top line and bottom line will show good growth.

(b) Outlook & Opportunities

Industry offer good opportunity for growth, due to increase in use of Agro chemicals by farmers and due to intensive farming of Pest prone crops like cotton, Chili, Paddy, Soyabean etc..

Good export potential to adjoining countries exists, which has to be tapped and company is continuously getting new products registered in these countries to encash this opportunity.

Life Sciences market offer good opportunity with increased emphasis on research by Govt. and also private companies, the molecular research market shall continue to expand.

For Molecular Diagnostic Market it is in the nascent stage in India and lot needs to be done to put molecular diagnosis in the routine diagnostic protocol, like awareness, development of infrastructure etc. Currently, the molecular diagnostic market is dominated by multinationals and highly metro centric. But with launch of cheaper indigenous kits and putting of new PCR diagnostic centers in smaller towns, the reach to people will increase along with awareness, which will spark huge growth potential in coming year. The JV project has scaled up well and its diagnostics kits of several parameters are in good demand among the customers. 3B BlackBio Biotech India Limited will soon be launching further new diagnostics kits in Oncology and Infections sector which are being demanded by the existing customers.

(c) Segment-wise or product-wise performance

Segment wise performance is not applicable as total revenue from any other segment apart from Agrochemical is not more than 10% this year.

(d) Risk and concerns

The Industry is depended on monsoon and pest attack. With global warming weather pattern is becoming unpredictable. Agrochemical sector is monsoon dependent, but as your company is covering a wide geographic area and multiple crop products this vagary is warded off to quite a lot extent.

To some extent the ill effect can be ward off by focusing on irrigated areas, institutional business / warehousing corporation / public health program / exports.

Development of Molecular diagnostic market / Life Sciences is a slow process, as it requires investments to create new set ups / convince existing customers with free samples to switch there supplier and brand establishing by word of mouth. Thus, one need to survive for a long time period in this market to reap the rewards.

(e) Internal control Systems and their adequacy:

The company has an elaborate system of internal controls to ensure optimal utilization of company's resources and protection thereof, facilitating accurate and speedy compilation of accounts and management information reports and compliance with laws and regulations. The company has a well defined organization structure, authority levels and internal guidelines and rules for conducting business transactions. The internal Auditors' and company's internal audit department conduct regular audits to ensure adequacy of internal control system, adherence to management instruction and compliance with laws and regulations of the country as well as to suggest improvements.

(f) Discussion on financial performance with respect to operational performance

Agrochemical Industry is facing challenging times currently due to back to back drought year and tough market conditions. Crop yields have been impacted and farmer's net realization is also affected badly. Still the sales turnover is Rs 1569.96 lac which is marginally lower by 12.36% as compared to last year which was Rs 1791.41 lac and likewise the PBT stood at Rs 25.23 lac which is marginally lower by 11.22% as compared to last year which was Rs 28.42 lac.

To ward off the risk of monsoon and dropping agro-products prices, the company has been increasing its focus on Public Health Business and Export. These two areas will help in warding off the risks associated with agricultural business.

However, this year hopefully the agricultural business will do well as several forecasts have predicted good monsoon. This year will end the back to back drought faced from the last three years by the industry.

The JV has made a wide range of diagnostic kits ranging from infectious diseases to oncology, which are being accepted by big names customers in diagnostic market. In times to come this JV would become a market leader. JV project (Molecular Diagnostic Business) sales grew by 60% and EBITDA grew from Rs 8.85 lac to Rs 49.39 lac ; NP grew from Rs 0.96 lac to RS 14.79 lac. This trend is expected to continue this year also.

(g) Human Resources

The Company firmly believes that Human Resources and knowledge capital are vital for business success and creating value for stakeholders. The Company recognizes the fact that people drive business success, strengthening its efforts to build leadership at all levels. The industrial relations at both the units have remained quite cordial with total dedicated efforts from employees.

The total number of employees as on 31st March, 2016 was 54.

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members
Kilpest India Limited

We have examined the compliance of conditions of Corporate Governance by Kilpest India Limited for the year ended 31st March, 2016, as stipulated in applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulations').

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examinations were limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

We state that in respect of investor grievances received during the period ended 31st March, 2016 no investor grievances are pending exceeding one month against the company as per the records maintained by the company.

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

For R.C. BAHETI & Co.,
Chartered Accountants



(RANJAN BAHETI)
PARTNER

Firm Registration no. 403034C
Membership No. 400993

Place : Bhopal

Dated : 28th May, 2016

INDEPENDENT AUDITOR'S REPORT

To,

The Members of Kilpest India Limited

Report on the Standalone Financial Statements

We have audited the accompanying (Standalone) financial statements of Kilpest India Limited ('the company') which comprise the Balance Sheet as at March 31, 2016, and the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act.

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 controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these (Standalone) financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under section 143(11) of the Act.

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, and its Profit/Loss and its Cash Flow 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'), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" 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 the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.
 - d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For R.C. BAHETI & CO.
Chartered Accountants
Firm's registration No:403034C



Ranjan Baheti
PARTNER
Membership No:400993

Place: Bhopal.
Date: 28.05.2016

“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2016:

- 1) In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets on the basis of available information.
 - (b) The Fixed Assets have been physically verified by the management at reasonable intervals. In our opinion the frequency of verification is reasonable having regard to the size of the company and nature of the assets. To the best of our knowledge, no material discrepancies have been noticed on such verification.
 - (c) The title deeds of immovable properties are held in the name of the company.
- 2)
 - (a) The inventory of finished goods and raw and packing materials and store and spare parts has been physically verified during the year by the management. In our opinion, the frequency of such verification is reasonable.
 - (b) In our opinion and according to the information and explanations given to us, the procedure for the physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - (c) In our opinion and according to the information and explanation given to us, the Company is maintaining proper records of inventory. The discrepancies noticed on verification, between the physical stocks and the books records were not material and same have been properly dealt within the books of accounts.
- 3) In respect of the loans, secured or unsecured, granted by the Company to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the companies Act,2013. Company has given interest free unsecured advance payable on demand to one company and also has given advance to its subsidiary company.
 - a) In our opinion and according to the information given to us, the terms and conditions of the loans given by the company are prima facie, not prejudicial to the interest of the company.
 - b) The schedule of repayment of principal and payment of interest has been stipulated and repayments of principal amounts and/or receipts of interest have been regular as per stipulations.
 - c) There are no overdue amounts as at the year-end in respect of both principal and interest.
- 4) The Company has given Corporate Guarantee in favor of bankers for loans provided to its subsidiary.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) In our opinion and according to the information and explanations given to us, the central Government has not prescribed the maintenance of cost records under section 148(1) of the Companies Act,2013.
- 7)
 - (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities applicable to it.
 - b) Appeal pending for A.Y. 2005-06 and 2007-08 have been decided by the Honorable Commissioner of Income Tax (Appeal) in favor of the company during the year.

- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks, financial Institutions and Government.
- 9) In our opinion and according to the information and explanations given to us by the management, the company has not raised moneys by way of initial public offer or further public offer. Monies raised by debt instruments and term Loans during the year have been applied by the Company for the purpose for which they were raised.
- 10) In our opinion and according to the information and explanation given to us, that no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- 11) In our opinion and according to the information and explanation given to us, the Company has paid /provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act 2013.
- 12) The Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of the Order of Paragraph 3 of the order is not applicable to the Company.
- 13) In our opinion and according to the explanation given to us all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details of related party transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) During the year the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of Paragraph 3 of the Order is not applicable to the Company.
- 15) In our opinion and according to the information and explanation given to us, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order is not applicable to the Company.
- 16) In our opinion and according to the information and explanation provided to us Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order is not applicable to the Company.

For R.C. BAHETI & CO.

Chartered Accountants

Firm's registration No: 403034C



Ranjan Baheti

PARTNER

Membership No: 400993

Place: Bhopal

Date: 28.05.2016

**“Annexure B” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of
Kilpest India Limited**
**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies
Act, 2013 (“theAct”)**

We have audited the internal financial controls over financial reporting of Kilpest India Limited (“the Company”) as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the Guidance note) issued by the Institute of Chartered Accountants of India”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

45

In our opinion and best of the information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

For R.C. BAHETI & CO.

Chartered Accountants

Firm's registration No: 403034C



Ranjan Baheti

PARTNER

Membership No: 400993

Place: Bhopal

Date: 28.05.2016

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016

Balance Sheet as at 31st March, 2016

Particulars	Schedule	As at 31st March 2016	As at 31st March 2015
EQUITY AND LIABILITIES			
SHAREHOLDERS FUNDS			
a. Share Capital	A	6,38,10,500	6,38,10,500
b. Reserves and Surplus	B	4,66,02,608	4,47,33,812
		<u>11,04,13,108</u>	<u>10,85,44,312</u>
Non-current liabilities			
a. Long term borrowings			
b. Deferred tax liabilities	C	2,39,16,439	2,15,17,140
c. Other long term Liabilities		67,40,784	66,06,784
d. Long-term provisions		--	--
		<u>3,06,57,223</u>	<u>2,81,23,924</u>
Current liabilities			
a. Short term borrowings	D	4,86,38,942	4,88,02,771
b. Trade payables	E	4,35,65,866	5,56,93,192
c. Other current liabilities	F	55,19,567	45,44,899
d. Short term provisions	G	5,00,000	5,50,000
		<u>9,82,24,375</u>	<u>10,95,90,862</u>
TOTAL		<u>23,92,94,706</u>	<u>24,62,59,098</u>
ASSETS			
Non-current assets			
(a) Fixed assets			
(i) Tangible assets	H	2,74,60,604	2,77,07,533
(ii) Intangible assets		--	--
(iii) Capital work -in-progress		--	--
(b) Non-current investments	I	17,10,100	17,10,100
(c) Long term loans & advances	J	1,41,34,262	1,40,04,034
		<u>4,33,04,966</u>	<u>4,34,21,667</u>
Current assets			
(a) Current investments		--	--
(b) Inventories		--	--
(c) Trade receivables	K	2,76,72,200	3,50,81,612
(d) Cash & cash equivalents	L	13,04,80,112	13,29,55,430
(e) Short-term loans & advances	M	41,77,589	34,85,360
(f) other current assets	N	3,36,59,839	3,13,15,029
		<u>19,59,89,740</u>	<u>20,28,37,431</u>
TOTAL		<u>23,92,94,706</u>	<u>24,62,59,098</u>

Summary of Significant Accounting Policies "S"
The accompanying notes are integral parts of the financial Statement.
For and behalf of the Board Directors

(R.K.DUBEY)
Chairman & Mg. Director

(D.K.DUBEY)
Whole Time Director

(N.K.DUBEY)
Whole Time Director

Place :-Bhopal
Dated : 28th May, 2016

As Per our annexed report of even date

For R.C. Baheti & Co.
Chartered Accountants

(RANJAN BAHETI)
Partner

Firm Registration No.: 403034C
Membership No.: 400993


KILPEST INDIA LIMITED

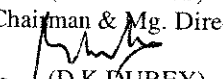
FORTY FOURTH ANNUAL REPORT 2015-2016

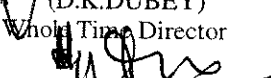
Profit & Loss Statement for the year ended 31st March 2016

Particulars	Schedule	For the year ended 31 st March 2016	For the year ended 31 st March 2015
CONTINUING OPERATIONS			
Revenue			
Revenue From Operations (Gross)		17,21,08,307	19,58,20,246
Less:-Excise Duty		(1,51,12,043)	(1,66,78,988)
Revenue From Operation (Net)		15,69,96,264	17,91,41,258
Other Income		9,72,839	8,00,538
TOTAL REVENUE		15,79,69,103	17,99,41,796
EXPENSES:			
Cost of material and components consumed	O	9,25,40,505	11,61,63,483
Changes in inventories of Finished Goods	P	34,04,588	(15,41,221)
Employee benefit expenses	Q	1,79,48,944	1,71,58,542
Finance cost		61,31,985	78,00,624
Depreciation		26,36,315	27,64,135
Other Expenses	R	3,27,84,220	3,47,54,480
TOTAL EXPENSES		15,54,46,557	17,71,00,043
Profit Before Exceptional & Extraordinary items & Tax		25,22,546	28,41,753
Exceptional items		--	--
Profit Before Extraordinary items & Tax		25,22,546	28,41,753
Extraordinary items		--	--
Profit Before Tax		25,22,546	28,41,753
Less:- Provisional For Income Tax			
Current tax		(5,19,750)	(5,65,129)
Deferred tax charge		(1,34,000)	(49,000)
Profit for the Period		18,68,796	22,27,624
Add:-Balance Of Profit Brought forward From Previous Year		3,72,93,402	3,50,65,778
BALANCE CARRIED TO BALANCE SHEET		3,91,62,198	3,72,93,402

Summary of Significant Accounting Policies "S"
The accompanying notes are integral parts of the financial Statement.
For and behalf of the Board Directors


(R.K.DUBEY)
Chairman & Mg. Director


(D.K.DUBEY)
Whole Time Director


(N.K.DUBEY)
Whole Time Director

As Per our annexed report of even date

For R.C. Baheti & Co.
Chartered Accountants


(RANJAN BAHETI)
Partner

Place :-Bhopal
Dated : 28th May, 2016

Firm Registration No.: 403034C
Membership No.: 400993

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016

Cash flow statement for the financial year 2015-16

Particulars	2015-2016	2014-2015
(A). Cash flow from operating activities:-		
Net profit before tax & extra ordinary items.	25,22,546	28,41,753
Adjustment for:		
Depreciation	26,36,315	27,64,135
Interest paid	61,31,985	78,00,624
Operating profit before working capital changes	1,12,90,846	1,34,06,512
Adjustment for:		
Inventories	74,09,412	16,99,738
Trade & other receivables	24,75,318	(97,04,018)
Trade payables & other liabilities	(1,21,27,326)	(27,58,952)
Cash generated from operations	(22,42,596)	(1,07,63,232)
Income tax paid	(5,19,750)	(5,65,129)
Net Cash Used/ Available From Operating Activities(a)	(27,62,346)	(1,13,28,361)
(B). Cash Flow From Investing Activities:-		
Purchase/ Sale of Fixed assets	(23,89,386)	(2,28,120)
Acquisition of investment	-	(2,00,000)
Increase in long term loans & advances	1,30,228	1,72,633
Net Cash Used in Investing Activities-(b)	(22,59,158)	(2,55,487)
(C). Cash flow from financing activities:-		
Increase in share capital	-	-
Share premium account	-	-
Share application money	-	-
Increase in bank borrowings	(1,63,829)	24,89,583
Proceeds from other borrowings	7,18,701	34,99,012
Interest paid	(61,31,985)	(78,00,624)
Equity Dividend & Corporate Dividend Tax Paid	-	-
Credit Linked Subsidy Received	-	-
Net Cash From Financing Activities-(c)	(55,77,113)	(18,12,029)
Net increase/decrease in cash & cash equivalent a+b+c	6,92,229	10,635
Cash & cash equivalents as at 1st April 2015 opening balance	34,85,360	34,74,725
Cash & Cash Equivalents as at 31st March 2016 Closing Balance	41,77,589	34,85,360

Note: - (i) Figures in brackets are outflows.
(ii) Previous year figures have been regrouped wherever necessary.

(R.K.DUBEY)
Chairman & Mg. Director

(D.K.DUBEY)
Whole Time Director

(N.K.DUBEY)
Whole Time Director

As Per our annexed report of even date

For R.C. Baheti & Co.
Chartered Accountants

(RANJAN BAHETI)
Partner

Place :-Bhopal
Dated : 28th May, 2016

Firm Registration No.403034 C
Membership No.: 400993

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016

Schedules annexed to and forming part of the Balance sheet as on 31st March 2016

Particulars	As at 31 st March 2016	As at 31 st March 2015
Schedule "A"		
<u>CAPITAL</u>		
<u>AUTHORIZED SHARE CAPITAL</u>		
1,50,00,000 Equity share (1,50,00,000 Equity share of Rs.10 each)	15,00,00,000	15,00,00,000
Issued Subscribed & Paid-up 64,08,100 Equity shares of Rs.10/-each	6,40,81,000	6,40,81,000
Less:-Calls in Arrears Out of above , 7,50,000 bonus share of Rs.10/- each were allotted during the year 1994-95 by capitalization of Revaluation Reserve and general reserve.	2,70,500	2,70,500
TOTAL	6,38,10,500	6,38,10,500
<u>SCHEDULE "B"</u>		
<u>RESERVES AND SURPLUS</u>		
Share Premium Account Balance as per last year	58,52,556	58,52,556
Add:-during the year	—	—
CAPITAL RESERVE		
Credit linked capital subsidy Balance as per year	9,37,000	9,37,000
Add:- Received during the year	9,37,000	9,37,000
GENERAL RESERVE		
Balance as per last year	6,50,854	6,50,854
<u>PROFIT & LOSS ACCOUNT</u>		
Balance of Profit & Loss Account	3,91,62,198	3,72,93,402
TOTAL	4,66,02,608	4,47,33,812
SCHEDULE 'C'		
<u>LONG TERM BORROWINGS</u>		
(a) Term Liability		
(i) Vehicle Loan from SBI	9,63,250	—
(ii) Loan Under RMA Scheme from NSIC	34,36,230	—
(b) Deposit (un-secured)		
(i) From Directors	1,95,16,959	2,04,32,421
(ii) From Other	2,39,16,439	10,84,719
TOTAL	2,39,16,439	2,15,17,140

Particulars	As at 31st March 2016	As at 31st March 2015
<u>SCHEDULE 'D'</u>		
<u>SHORT TERM BORROWINGS</u>		
(A) Loans Repayable on Demand		
(i) From bank		
Cash Credit from State Bank of India secured by hypothecation of inventories & book debts and further secured by first charge on land & building both present and future and hypothecation of machineries	4,41,39,026	4,43,02,771
(B) Stand by line of Credit from SBI secured against Plant & Machinery & Book Debts	44,99,916	45,00,000
TOTAL	4,86,38,942	4,88,02,771
<u>SCHEDULE 'E'</u>		
<u>TRADE PAYABLE</u>		
(I) Sundry creditors for goods supplied/services	4,35,65,866	5,56,93,192
TOTAL	4,35,65,866	5,56,93,192
<u>SCHEDULE 'F'</u>		
<u>OTHER CURRENT LIABILITIES</u>		
Unpaid/Unclaimed Dividend	3,150	3,150
Taxes payable/Sales Tax Payable	13,19,821	13,75,334
Trade deposit	15,36,636	12,86,636
Income tax deducted at source	2,38,418	1,37,487
Other outstanding liabilities	24,21,542	17,42,292
TOTAL	55,19,567	45,44,899
<u>SCHEDULE 'G'</u>		
<u>SHORT TERM PROVISIONS</u>		
(I) Provision for income tax	5,00,000	5,50,000
(ii) Proposed Dividend	—	—
(iii) Tax on Proposed Dividend	—	—
TOTAL	5,00,000	5,50,000
<u>SCHEDULE 'I'</u>		
<u>NON-CURRENT INVESTMENTS</u>		
(I) SUBSIDIARY- UNQUOTED		
1,71,000 Equity Share (Previous Year 1,51,000 EquityShare) of Rs.10/- Each -fully Paid-up in 3B BLACKBIO BIOTECH INDIA LIMITED,BHOPAL	17,10,000	17,10,000
(II) OTHER –UNQUOTED		
One Equity Share (Previous Year One Equity Share) of Rs.10/- Each -fully Paid-up in GOVINDPURA AUDYOGIK KSHETRA PRADUSHAN NIVARAN KENDRA, BHOPAL	100	100
TOTAL	17,10,100	17,10,100

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016
SCHEDULED 'H'

FIXED ASSETS- TANGIBLE

Schedules annexed to and forming part of the balance Sheet as on 31st March 2016

S. No.	Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		Gross. Block As on 01-4-2015	Addition during the year	Sale/ Transfers During the Year	Total Assets As on 31-3-2016	Total Depreciation Upto 31-3-2015	Provided For the Year	Total Depreciation Upto 31-3-2016	As on 31-3-2016	As on 31-3-2015	
1	2	3	4	5	6	7	8	9	10	11	
1.	Leasehold Land	15,40,000	-	-	15,40,000	-	-	-	15,40,000	15,40,000	
2.	Free hold Land	30,90,650	-	-	30,90,650	-	-	-	30,90,650	30,90,650	
3.	Factory Building	35,54,811	-	-	35,54,811	25,36,224	1,12,688	26,48,912	9,05,899	10,18,587	
4.	Office Building	5,93,290	-	-	5,93,290	2,12,465	9,374	2,21,839	3,71,451	3,80,825	
5.	R & D Building	1,04,15,331	-	-	1,04,15,331	20,56,929	1,64,562	22,21,491	81,93,840	83,58,402	
6.	R & D Equipment	1,07,93,633	-	-	1,07,93,633	28,41,929	6,83,237	35,25,166	72,68,467	79,51,704	
7.	Plant & Machinery	83,74,886	12,255	-	83,87,141	58,87,864	5,30,906	64,18,770	19,68,371	24,87,022	
8.	Pollution Control Equipment	7,40,405	-	-	7,40,405	2,91,995	46,868	3,38,863	4,01,542	4,48,410	
9.	Electric Installation	5,06,370	-	-	5,06,370	3,91,981	48,105	4,40,086	66,284	1,14,389	
10.	Laboratory Equipments	32,41,809	-	-	32,41,809	29,96,315	2,05,206	32,01,521	40,288	2,45,494	
11.	Air-conditioners & Refrigerators	5,46,375	-	-	5,46,375	3,27,459	34,585	3,62,044	1,84,331	2,18,916	
12.	Generator	5,88,960	-	-	5,88,960	5,26,585	37,281	5,63,866	25,094	62,375	
13.	Vehicles	49,18,067	12,56,863	2,20,000	59,54,930	40,81,971	4,92,345	45,74,316	13,80,614	8,36,096	
14.	Office Equipments & Machinery	6,04,888	-	-	6,04,888	5,09,161	65,477	5,74,638	30,250	95,727	
15.	Computers	12,31,716	8,500	-	12,40,216	11,71,274	48,760	12,20,034	20,182	60,442	
16.	Furniture & Fixtures	8,96,786	66,668	-	9,63,454	8,09,522	43,588	8,53,110	1,10,344	87,264	
17.	R & D Furniture & Fixtures	9,00,467	39,500	-	9,39,967	3,42,106	89,297	4,31,403	5,08,564	5,58,361	
18.	Tubewell	1,35,136	-	-	1,35,136	45,377	4,284	49,661	85,475	89,759	
19.	R & D Computer	51,800	-	-	51,800	33,199	16,405	49,604	2,196	18,601	
20.	CCTV	52,880	-	-	52,880	8,371	3,347	11,718	41,162	44,509	
21.	Capital WP	0	12,25,600	-	12,25,600	0	0	0	12,25,600	0	
	TOTAL	5,27,78,260	26,09,386	2,20,000	5,51,67,646	2,50,70,727	26,36,315	2,77,07,042	2,74,60,604	2,77,07,533	
	Figure for the Previous year	5,25,50,140	2,28,120	-	5,27,78,260	2,23,06,558	27,64,136	2,50,70,724	2,77,07,533	3,02,43,552	

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016

Particulars	As at 31st March 2016	As at 31st March 2015
<u>SCHEDULE 'J'</u>		
<u>LONG TERM LOANS AND ADVANCES</u>		
(I) Deposits unsecured, considered goods	1,41,34,262	1,40,04,034
TOTAL	1,41,34,262	1,40,04,034
<u>SCHEDULE 'K'</u>		
<u>INVENTORIES</u>		
(At cost except otherwise stated-as valued, verified and certified by the Management)		
(i) Raw Materials	81,79,986	1,22,81,879
(ii) Packing Materials	59,00,204	57,37,974
(iii) Miscellaneous Stock	4,42,155	5,07,316
(iv) Finished Goods	1,31,49,855	1,65,54,443
(At cost or market price whichever is lower)		
TOTAL	2,76,72,200	3,50,81,612
<u>SCHEDULE 'L'</u>		
<u>TRADE RECEIVABLES</u>		
(A) Trade receivables outstanding for a period less than six months from the date they are due for Payment		
(i) Secured, considered goods	8,39,80,120	8,47,30,120
(ii) Unsecured, considered goods	-	-
(iii) Doubtful	-	-
Less:- Allowance for bad and Doubtful Debts	8,39,80,120	8,47,30,120
(B) Trade receivables outstanding for a period exceeding six months from the date they are due for Payment		
(i) Secured, considered goods	-	-
(ii) Unsecured, considered goods	4,64,99,992	4,82,25,310
(iii) Doubtful	-	-
Less:- Allowance for bad and Doubtful Debts	4,64,99,992	4,82,25,310
TOTAL	13,04,80,112	13,29,55,430
<u>SCHEDULE 'M'</u>		
<u>CASH AND CASH EQUIVALENTS</u>		
(A) Balance with banks:		
(I) Earmarked Bank Balances		
Unpaid dividend	10,720	10,720
(I) Bank Balances held as margin money or as security against		
(i) Letter of Credits	4,98,146	6,55,665
(ii) Other Commitments		
(III) Other Bank Balances		
(i) Other including balances in current account	9,84,286	12,16,129
(III) FDR	11,64,105	10,00,000
(B) Cash on hand	15,20,332	6,02,846
TOTAL	41,77,589	34,85,360

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016

Particulars	As at 31st March 2016	As at 31st March 2015
<u>SCHEDULE 'N'</u>		
<u>SHORT TERM LOANS & ADVANCES</u>		
(A) Unsecured, considered good		
(I) Advance Income tax	3,86,727	5,00,799
(ii) Balances with Excise & sales tax Authorities	1,27,033	8,73,060
(iii) Others	3,31,46,079	2,99,41,170
(Advances for goods purchase, prepaid expenses & other trade advances)		
TOTAL	3,36,59,839	3,13,15,029
<u>SCHEDULE 'O'</u>		
<u>COST OF MATERIALS CONSUMED</u>		
(A) Chemicals & other raw materials	7,75,86,275	9,90,02,283
(B) Soapstone & other raw materials	27,89,055	21,52,599
(A) Packing material consumed	1,21,65,175	1,50,08,601
TOTAL	9,25,40,505	11,61,63,483
<u>SCHEDULE 'P'</u>		
<u>CHANGES IN INVENTORIES OF FINISHED GOODS</u>		
(Increase)/ decrease in inventories:		
Inventories at the end of the year		
Finished goods	1,31,49,855	1,65,54,443
Inventories at the beginning of the year		
Finished goods	1,65,54,443	1,50,13,222
TOTAL	34,04,588	(15,41,221)
<u>SCHEDULE 'Q'</u>		
<u>EMPLOYEE BENEFITS EXPENSES</u>		
Salary and wages	1,65,72,090	1,58,36,995
Contribution to Provident & other funds	13,76,854	13,21,547
TOTAL	1,79,48,944	1,71,58,542

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016

Particulars	As at 31st March 2016	As at 31st March 2015
<u>SCHEDULE 'R'</u>		
<u>OTHER EXPENSES</u>		
Power , fuel & water	16,46,257	19,23,287
Repairs to :		
Buildings	1,63,630	95,363
Plant & Machinery	1,58,752	83,903
Others	5,39,835	3,13,003
Insurance	1,49,010	1,22,375
Rent	9,000	1,51,116
Rates, Taxes & Duties	5,87,699	8,92,765
Auditors, remuneration	40,000	40,000
Carriage outward	40,46,068	46,18,604
R&D Expenses		
Salary & other allowances	22,63,323	21,04,917
Consumption of stores	18,307	25,201
Other expenses	20,849	56,469
Legal & Professional Fess	6,04,228	5,41,382
Selling, Distribution & Sales Promotion Expenses	44,92,201	73,41,006
Miscellaneous expenses	1,80,45,061	1,64,45,089
TOTAL	3,27,84,220	3,47,54,480

KILPEST INDIA LIMITED, BHOPAL

Schedule 'S'

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

A. SIGNIFICANT ACCOUNTING POLICIES :

1. General

1. Basis of Accounting :

The financial statements are prepared on a going concern basis under the historical cost convention on the accrual basis of accounting, in accordance with the Indian Generally Accepted Accounting Principles (GAAP) and comply with the Accounting Standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 to the extent applicable, as adopted consistently by the company.

2. Revenue Recognition :

Sales comprise sale of goods inclusive of Excise Duty and VAT/Central Sales Tax and are net of allowances for discounts, rate differences and leakages.

3. Fixed Assets :

In order to relate them more closely to current replacement values, all the fixed assets acquire up to 31st March, 1993 were revalued as on that date and are accordingly carried at revalued figures. Fixed assets acquired after 31st March, 1993 are stated at cost inclusive of freight, taxes and incidental expenses related thereto.

4. Depreciation :

- I) Depreciation has been calculated on straight line method at the rates provided in Schedule II to the Companies Act, 2013.
- ii) Depreciation on additions during the year has been provided for full year.

5. Inventories :-

- I) Finished products produced by the Company are carried at lower cost or market value.
- ii) Raw materials, Packing Materials and Stores and Spare Parts are carried at cost.
- iii) Cost is arrived at mainly on a 'First in first out' basis and is inclusive of freight and expenses incurred.

6. Investments :-

Investments classified as Long Term Investments are stated at cost.

7. Contingent Liabilities :-

Contingent liabilities are not provided for and are disclosed by way of notes.

8. Employees' Retirement Benefits.

- I) Company's contributions to Provident Fund are charged to Profit & Loss Account.
- ii) Gratuity is accounted for as and when the same is paid.

9. Deferred Tax is accounted for by computing the tax effect of timing difference which arise during the year and reverse subsequent periods.

B. NOTES TO ACCOUNTS :

1. Previous year figures have been recast and regrouped wherever necessary.

2. In the opinion of the Board, the Current Assets, Loans and Advances are approximately of the value stated if realised in the ordinary course of business. The provisions of all known liabilities is adequate and not in excess of the amount reasonably necessary.

3. The provision for Income Tax has been made as per the provisions of the Income Tax Act, 1961.
4. Amount held in margin accounts with State Bank of India, T.T. Nagar Branch, Bhopal is Rs. 12,22,051 (Previous year Rs. 12,98,665)
5. Contingent Liabilities :
- | | 2015-2016 | 2014-2015 |
|---|-----------|-----------|
| I) Guarantees given on behalf of the Company by Company's bankers | 72,37,235 | 64,30,445 |
| ii) Letters of Credit for purchase of raw materials | 16,59,115 | 21,85,550 |
6. Amount payable to SSI Units exceeding Rs. One Lakh beyond a period of 30 days could not be mentioned as necessary information from all the parties are yet to be received.
7. Expenditure on Scientific Research :-
- | | |
|------------------------|---|
| a) Capital Expenditure | Rs. 39,500 (Previous Year Rs. 40,000) |
| b) Revenue Expenditure | Rs. 23,02,479 (Previous Year Rs. 21,86,587) |

8. DIRECTORS' REMUNERATION	2015-2016	2014-2015
Remuneration	22,20,000	22,20,000
Other benefits	4,12,876	1,67,616
Sitting fees	1,26,000	1,12,000
	27,58,876	24,99,616

9 (A) Break-up of Major Raw Materials Consumed :

Particulars	2015-2016	2014-2015
Raw Materials		
Chemical & Other raw materials	7,75,86,275	9,90,02,283
Soap stone & other raw materials	27,89,055	21,52,599
Components, packing material etc.	1,21,65,175	1,50,08,601
TOTAL	9,25,40,505	11,61,63,483

(B) Break-up of Sales

Particulars	2015-2016	2014-2015
(a) Pesticides & Micro Fertilizer / Bio Fertilizer	15,69,96,264	17,91,41,258
TOTAL	15,69,96,264	17,91,41,258

(C) Break-up of closing & Opening value of inventories

Particulars	Closing Inventory		Opening Inventory	
	2015-2016	2014-2015	2015-2016	2014-2015
(a) Pesticides & Micro-Fertilizer/ Bio- Fertilizer	1,31,49,855	1,65,54,443	1,65,54,443	1,50,13,222
TOTAL	1,31,49,855	1,65,54,443	1,65,54,443	1,50,13,222

(D) Earnings in Foreign Exchange :

Particulars	2015-2016	2014-2015
On account of Export Sale I		
a) at FOB Basis	1,82,14,115	1,91,07,750
b) at CIF Basis	--	--

(E) Expenditure in Foreign Currency:

Particulars	2015-2016	2014-2015
1. Traveling Expenses	--	--
2. Other Expenses	--	--
3. CIF Value of Imports of raw materials, components and finished goods	--	--
4. Imports of Capital Goods	--	--

(F) Value of Raw materials, Stores, Spare Parts and Components consumed:-

1. Raw Materials:-

Particulars	2015-2016		2014-2015	
	Amount	%	Amount	%
i) Imported	--	--	--	--
ii) Indigenous	8,03,75,330	100	10,11,54,882	100
Total	8,03,75,330	100	10,11,54,882	100

2. Stores, Spare Parts and Components

Particulars	2015-2016		2013-2014	
	Amount	%	Amount	%
i) Imported	--	--	--	--
ii) Indigenous	1,21,65,175	100	1,50,08,601	100
Total	1,21,65,175	100	1,50,08,601	100

10. The AS-17 issued by The Institute of Chartered Accountants of India, regarding Segment Reporting is not applicable as the Company is formulating only agro-chemical based products.
11. Related Party Disclosures as per AS-18, issued by The Institute of Chartered Accountants of India, for the year ended on 31st March, 2015 :-

(A) Relationships:

(i) Key Management Personnel & Relatives:-

- Shri Ram Kuber Dubey, C & MD
- Shri Dharendra Dubey, Whole-time Director
- Shri Nikhil Dubey, Whole-time Director
- Smt. Mithala Dubey
- Smt. Anamika Dubey
- Smt. Madhulika Dubey
- Smt. Navneet Kaur

ii) Enterprises over which key management personnel and/ or their relatives have significant influence :

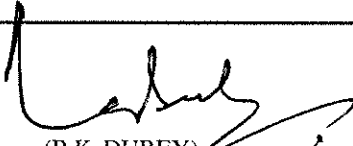
(a) M/s Ram Kumar Dharendra Kumar HUF.

(B) Transactions during the year with related parties in normal course of business and balances at the end of the financial year	In relation to Item No.			
	A (i) above			
	2015-2016	2014-2015	2015-16	2014-2015
(I) Interest Paid	2,45,260	7,66,156	-	-
(ii) Salary & other benefits	25,31,346	25,26,660	-	-
(iii) Outstanding payable as on 31st March, 2016	1,95,16,959	1,92,82,956	-	-

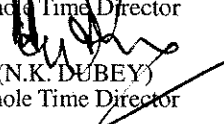
12. Statement showing calculation of Earnings Per Share as per AS-20 issued by The Institute of Chartered Accountants of India :-

Particulars	2015-2016	2014-2015
Profit after Tax	18,68,796	22,27,624
Weighted average number of Equity Shares of Rs.10/- each	63,81,050	63,81,050
Earnings Per Share (Re)	0.29	0.35

As per our annexed report of even date


(R.K. DUBEY)
Chairman & Mg. Director


(D.K. DUBEY)
Whole Time Director


(N.K. DUBEY)
Whole Time Director

Place : Bhopal

Dated : 28th May, 2016

For R.C. Baheti & Co.
Chartered Accountants


(RANJAN BAHETI)
Partner

Firm Registration No. : 403034C
Membership No. : 400943

KILPEST INDIA LIMITED

CIN: L24211MP1972PLC001131

Registered Office : 7-C, Industrial Area, Govindpura, Bhopal-462 023
Phone: 91-755-2586536/2586537, Fax:91-755-2580438 Website: www.kilpest.com
Email: kilpest@bsnl.in / kilpestbpl@yahoo.co.in / dkdkilpest@yahoo.co.in

44th Annual General Meeting

ATTENDANCE SLIP

1. Name(s) of Member(s) Including joint holders, if any	:	
2. Registered address of the Sole/ First named member	:	
3. No. of Shares held	:	
4. DP ID No.& Client ID No./ Registered Folio No.	:	

1. I hereby record my presence at the 44th ANNUAL GENERAL MEETING of the Company held on Friday 30th September, 2016.
2. Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.

Signature of the Shareholder/Proxy present.....

Note : Please cut here and bring the above attendance slip to the meeting.

ELECTRONIC VOTING

Your e-voting user ID and password are provided below:

E-voting Event Number (EVEN)	User ID	Password

Note : The voting period starts from 9.00 A.M. Tuesday 27th September 2016 and will end at 5.00 P.M. on Thursday 29th September 2016.

Thereafter, the voting module shall be disabled by CDSL.
Kindly refer to the e-voting instructions on the reverse of this page.

KILPEST INDIA LIMITED

CIN: L24211MP1972PLC001131
Registered Office : 7-C, Industrial Area, Govindpura, Bhopal-462 023
Phone: 91-755-2586536/2586537, Fax:91-755-2580438 Website: www.kilpest.com
Email: kilpest@bsnl.in / kilpestbpl@yahoo.co.in / dkdkilpest@yahoo.co.in

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. / DP ID and Client ID: _____	

I/We, being the Member(s) _____ of shares of the above named Company, hereby appoint

1. Name: _____ E-mail ID: _____
Address: _____ or, failing him/her
Signature:
2. Name: _____ E-mail ID: _____
Address: _____
Signature:

as my/our Proxy to attend and vote for me/us and on my/our behalf at the 44th Annual General Meeting of the Company to be held on Friday, 30th September, 2016 at 11.00 a.m. at the Registered Office of the Company and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:.

Resolution No.	Description	For*	Against*
1	Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2016.		
2	Re-election of the following persons as Director : • Mr. N. K. Dubey		
3	Appointment of M/s. R. C. Baheti & Co., as Statutory Auditors of the Company and to fix their remuneration for the financial year ending 31st March, 2017.		

Signed this _____ day of _____ 2016.

Affix
Signature _____ Revenue _____
Stamp

Notes :

1. Please put a 'X' in the Box in the appropriate column against the respective resolutions. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
2. A Proxy need not be a Member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty Members and holding in aggregate not more than ten percent of the total Share Capital of the Company.
3. This form of Proxy, to be effective, should be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the Meeting.

INDEPENDENT AUDITOR'S REPORT

To,

The Members of Kilpest India Limited

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Kilpest India Limited holding company and its subsidiary collectively referred to as group ('the company') which comprise the Consolidated Balance Sheet as at March 31, 2016, and the Consolidated Statement of Profit and Loss, Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information herein after referred to as the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated financial statements that give a true and fair view of the Consolidated financial position, Consolidated financial performance and Consolidated cash flows of the group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act.

The respective board of directors of the companies included in the group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the group and for preventing and detecting frauds and other irregularities selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent, and the design, Implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the board of directors of the holding company as aforesaid.

Auditor's Responsibility

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the group as at March 31, 2016, and its consolidated Profit and its consolidated Cash Flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1) As required by section 143 (3) of the Act, we report to the extent applicable that:
- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements.
 - b. In our opinion proper books of account as required by law have been kept by the Company relating to preparation of consolidated financial statements so far as it appears from our examination of those books;
 - c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparations of the consolidated financial statements.
 - d. In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards prescribed under section 133 of the Act.
 - e. On the basis of written representations received of group companies from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors of group companies is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Group and operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditor's report of the holding company and the subsidiary company incorporated in India.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The group does not have any pending litigations which would impact its consolidated financial position.
 - ii. The group does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding company and subsidiary company.

For R.C. BAHETI & CO.

Chartered Accountants

Firm's registration No: 403034C



Ranjan Baheti

PARTNER

Membership No: 400993

Place: Bhopal

Date: 28.05.2016

“Annexure A” to the Independent Auditor’s Report of even date on the Consolidated Financial Statements of Kilpest India Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Kilpest India Limited holding company and its subsidiary collectively referred to as group (“the Company”) as of March 31, 2016 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on March 31, 2016. We have audited the internal financial controls over financial reporting of Kilpest India Limited herein referred to as holding company and its subsidiary incorporated in India as of that date.

Management’s Responsibility for Internal Financial Controls

The respective Board of Director’s of the Holding Company and its Subsidiary are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by these entities considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the Guidance note) issued by the Institute of Chartered Accountants of India”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and explanation given to us the Group has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

For R.C. BAHETI & CO.

Chartered Accountants

Firm's registration No: 403034C



Ranjan Baheti

PARTNER

Membership No: 400993

Place: Bhopal

Date: 28.05.2016

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016

Consolidated Balance Sheet as at 31st March, 2016

Particulars	Schedule	As at 31st March, 2016	As at 31st March, 2015
EQUITY AND LIABILITIES			
SHAREHOLDERS FUNDS			
a. Share Capital	A	6,38,10,500	6,38,10,500
b. Reserves and Surplus	B	4,03,97,118	3,72,63,034
		<u>10,42,07,618</u>	<u>10,10,73,534</u>
Share Application money Pending Allotment			
Minority interest		(7,62,313)	(9,76,974)
Non-current liabilities			
a. Long term borrowing	C	2,66,57,524	2,38,81,258
b. Deferred tax liabilities		67,46,461	66,12,460
c. Other long term liabilities		--	--
d. Long-term provision		--	--
		<u>3,34,03,985</u>	<u>3,04,93,718</u>
Current liabilities			
a. Short term borrowings	D	5,06,53,839	5,11,33,542
b. Trade payables	E	4,67,34,545	5,95,94,386
c. Other current liabilities	F	57,79,679	47,49,091
d. Short term provisions	G	8,51,850	5,75,806
		<u>10,40,19,913</u>	<u>11,60,52,825</u>
TOTAL		24,08,69,203	24,66,43,103
ASSETS			
Non-current assets			
(a) Fixed assets			
(i) Tangible assets	H-1	2,84,42,899	2,82,42,089
(ii) Intangible assets	H-2	62,90,053	75,48,063
(iii) Capital work -in-progress		--	--
(b) Non-current investments	I	100	100
(c) long term loans & advances	J	6,77,920	4,90,800
		<u>3,54,10,972</u>	<u>3,62,81,052</u>
Current assets			
(a) Current investments		--	--
(b) Inventories	K	3,28,08,115	3,94,62,144
(c) Trade receivables	L	13,43,94,473	13,57,41,813
(d) Cash & cash equivalents	M	42,72,210	35,45,577
(e) Short-term loans & advances	N	3,39,83,433	3,16,12,517
(f) Other current assets		--	--
		<u>20,54,58,231</u>	<u>21,03,62,051</u>
TOTAL		24,08,69,203	24,66,43,103

Summary of Significant Accounting Policies "S"

The accompanying notes are integral parts of the financial Statement.
For and behalf of the Board/Directors

(R.K.DUBEY)
Chairman & Mg. Director

(D.K.DUBEY)
Whole Time Director

(N.K.DUBEY)
Whole Time Director

Place: Bhopal
Dated : 28th May, 2016

As Per our annexed report of even date

For R.C. BAHETI & CO.

Chartered Accountants

(RANJAN BAHETI)

PARTNER

Firm Registration No.: 403034C

Membership No.: 400993

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016

Consolidated Profit & Loss Statement for the year ended 31st march 2016

Particulars	Schedule	For The Year ended 31st March 2016	For The Year ended 31st March 2015
I. INCOME			
Revenue From Operations (Gross)		18,83,84,203	20,58,46,104
Less:-Excise Duty		(1,51,12,043)	(1,66,78,988)
Revenue From Operation (Net)		17,32,72,160	18,91,67,116
Other Income		11,52,839	8,48,106
TOTAL		17,44,24,999	19,00,15,222
EXPENSES:			
Cost of material and components consumed	O	9,94,07,258	12,02,52,060
Changes in inventories of Finished Goods	P	34,04,588	(15,41,221)
Employee benefit expenses	Q	1,96,46,574	1,93,75,278
Finance cost		77,96,296	83,97,895
Depreciation		40,66,357	29,25,491
Other Expenses	R	3,57,34,880	3,76,25,803
TOTAL EXPENSES		17,00,55,953	18,70,35,306
Profit Before Exceptional & Extraordinary items & Tax		43,69,046	29,68,884
Exceptional items		--	--
Profit Before Extraordinary items & Tax		43,69,046	29,68,884
Extraordinary items		--	--
Profit Before Tax		43,69,046	29,79,916
Tax expenses		(8,86,301)	(5,90,935)
Current tax		(8,86,301)	(5,90,935)
Deferred tax charge		(1,34,000)	(54,677)
Profit for the Period		33,48,745	23,34,304
Add:-Balance Of Profit Brought forward From Previous Year		2,85,55,650	2,62,21,346
BALANCE CARRIED TO BALANCE SHEET		3,19,04,395	2,85,55,650

Summary of Significant Accounting Policies "S"

The accompanying notes are integral parts of the financial Statement.

For and behalf of the Board Directors

(N.K.DUBEY)
Chairman & Mg. Director

(D.K.DUBEY)
Whole Time Director

(N.K.DUBEY)
Whole Time Director

Place: Bhopal

Dated : 28th May, 2016

As Per our annexed report of even date

For R.C. Baheti & Co.
Chartered Accountants

(RANJAN BAHETI)
Partner

Firm Registration No.: 403034C

Membership No.: 400993

KILPEST INDIA LIMITED

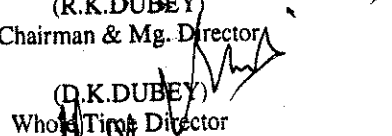
FORTY FOURTH ANNUAL REPORT 2015-2016


Consolidated cash flow statement for the financial year 2016

Particulars	2015-2016	2014-2015
(A).Cash flow from operating activities:		
Net profit before tax & extra ordinary items.	43,69,046	29,68,884
Adjustment for:		
Depreciation	40,66,357	29,25,491
Interest paid	77,96,296	83,97,895
Profit on Sales of Fixed Assets	-	(7,138)
Operating profit before working capital changes	<u>1,62,31,699</u>	<u>14,28,51,132</u>
Adjustment for:		
Inventories	66,54,029	19,45,354
Trade & other receivable	(10,23,576)	(93,55,715)
Trade payable & other liabilities	<u>(1,15,53,209)</u>	<u>(37,59,510)</u>
Cash generated from operations	<u>(59,22,756)</u>	<u>(1,11,69,871)</u>
Income tax paid	<u>(8,86,301)</u>	<u>(7,00,564)</u>
Net cash used/available from	<u>(68,09,057)</u>	<u>(1,18,70,435)</u>
(B).Cash Flow From Investing Activities:-		
Purchase of Fixed assets	(30,09,157)	(2,05,690)
Increase in long term loans & advances	27,76,266	(39,668)
net cash used in investing activities-b	<u>(2,32,891)</u>	<u>(2,45,558)</u>
(C).cash flow from financing activities:-		
Increase in share capital	-	-
Share premium account	-	-
Share application money allotment	-	-
Increase in bank borrowing	(4,79,703)	37,10,085
Proceeds from other borrowings	(1,87,119)	24,23,790
Interest paid	(77,96,296)	(83,97,895)
Equity Dividend & Corporate Dividend tax Paid	-	-
Credit Linked Subsidy Received	-	-
Net cash from financing activities-(c)	<u>(84,63,118)</u>	<u>(22,64,020)</u>
Net increase/decrease in cash & cash equivalent a+b+c	7,26,633	(94,681)
Cash & cash equivalents as at 1st April 2013 opening balance	35,45,577	36,40,258
Cash & Cash equivalents as at 31st march 2015 closing balance	<u>42,72,210</u>	<u>35,45,577</u>


Note:- (i) Figures in brackets are outflows.
(ii) Previous year figures have been regrouped wherever necessary.


(R.K.DUBEY)
Chairman & Mg. Director


(D.K.DUBEY)
Whole Time Director


(N.K.DUBEY)
Whole Time Director

As Per our annexed report of even date

For R.C. BAHETI & CO.
Chartered Accountants

(RANJAN BAHETI)
PARTNER

Place: Bhopal
Dated : 28th May, 2016

Firm Registration No.: 403034C
Membership No.: 400993

KILPEST INDIA LIMITED FORTY FOURTH ANNUAL REPORT 2015-2016

Schedules annexed to and forming part of the consolidated Balance Sheet as on 31st March, 2016

Particulars	As at 31st March 2016	As at 31st March 2015
Schedule 'A'		
CAPITAL		
Authorized Share Capital		
1,50,00,000 Equity share (1,50,00,000 Equity share of Rs.10 each)	15,00,00,000	15,00,00,000
Issued Subscribed & Paid-up		
64,08,100 Equity shares (previous year 64,08,100 equity shares) of Rs.10/-each	6,40,81,000	6,40,81,000
Less:-Calls in Arrears Out of above , 7,50,000 bonus share of Rs.10/- each were allotted during the year 1994-95 by capitalization of Revaluation Reserve and general reserve.	2,70,500	2,70,500
TOTAL	6,38,10,500	6,38,10,500
SCHEDULE "B"		
RESERVE AND SURPLUS		
share premium Account Balance as per last year Add :- during the year	58,52,556 — —	58,52,556 — —
CAPITAL RESERVE		
Balance as per last year Received during the year	9,37,000 —	9,37,000 —
GENERAL RESERVE		
Balance as per last year	6,50,854	6,50,854
PROFIT & LOSS ACCOUNT		
Balance of profit & loss account Add :- Minority interest in net loss of subsidiary 3B BlackBio Biotech India limited	3,19,04,395 10,52,313	2,85,55,650 12,66,974
TOTAL	4,03,97,118	3,72,63,034
SCHEDULE 'C'		
LONG TERM BORROWINGS		
(a) Term Liability		
(i) Vehicle Loan from SBI	9,63,250	
(ii) Loan Under RMA Scheme from NSIC	34,36,230	
(iii) Deposits (Others)	13,76,200	
(b) Deposit (un-secured)		
(i) From Directors	2,08,81,844	2,15,69,392
(ii) From Other	2,66,57,524	23,11,861
TOTAL	2,66,57,524	2,38,81,258

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016

Particulars	As at 31st March 2016	As at 31st March 2015
<u>SCHEDULE 'D'</u>		
<u>SHORT TERM BORROWING</u>		
(A) Loan repayable on demand		
(i) From Bank	4,41,39,026	4,43,02,771
(a) Cash Credit from State Bank of India secured by hypothecation of inventories & book debts and further secured by first charge on land building both present and future and hypothecation of machineries		
(b) Cash Credit from State Bank of India secured by hypothecation of inventories and book debts	20,14,897	23,30,771
(B) Stand by line of Credit from SBI secured against Plant & Machinery & Book Debts	44,99,916	45,00,000
TOTAL	5,06,53,839	5,11,33,542
<u>SCHEDULE 'E'</u>		
<u>TRADE PAYABLES</u>		
(I) Sundry creditors for goods supplied/service	4,67,34,545	5,95,94,386
TOTAL	4,67,34,545	5,95,94,386
<u>SCHEDULE 'F'</u>		
<u>OTHER CURRENT LIABILITIES</u>		
Unpaid/ Unclaimed Dividend	3,150	3,150
Taxes payable	14,11,830	14,88,547
Trade deposit	15,36,636	12,86,636
Income tax deducted at source	3,85,786	1,37,487
other outstanding liabilities	24,42,277	18,33,271
TOTAL	57,79,679	47,49,091
<u>SCHEDULE 'G'</u>		
<u>SHORT TERM PROVISIONS</u>		
(I) Provision for income tax	8,51,850	5,75,806
(ii) Proposed Dividend	--	--
(iii) Tax on Proposed Dividend	--	--
TOTAL	8,51,850	5,75,806
<u>SCHEDULE 'I'</u>		
<u>NON-CURRENT INVESTMENTS</u>		
(I) OTHER -UNQUOTED	100	100
One Equity Share (Previous Year One Equity Share) of Rs.10/- Each -fully Paid-up in GOVINDPURA AUDYOGIK KSHETRA PRADUSHAN NIVARAN KENDRA BHOPAL		
TOTAL	100	100

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016

**SCHEDULE 'H-1'
FIXED ASSETS- TANGIBLE**

Schedules annexed to and forming part of the consolidated balance sheet 31st March 2016

S. No.	Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK		
		Gross. Block As on 01-4-2015	Addition during the year	Sale/ Transfers During the Year	Total Assets As on 31-03-2016	Total Depreciation Upto 31-03-2015	Provided For the Year	Total Depreciation Upto 31-03-2016	As on 31-03-2016	AS ON 31-03-2015		
1	2	3	4	5	6	7	8	9	10	11		
1	Leasehold Land	1540000			1540000	0	0	0	1540000	1540000		
2	Freehold Land	3090650			3090650	0	0	0	3090650	3090650		
3	Factory Building	3554811			3554811	2536224	112688	2648912	905899	1018587		
4	Office Building	593290			593290	212465	9374	221839	371451	380825		
5	R & D Building	10415331			10415331	2056929	164562	2221491	8193840	8358802		
6	R & D Equipment	10793633			10793633	2841929	683237	3525166	7268467	7951704		
7	Plant & Machinery	8374886	12255		8387141	5887864	530906	6418770	1968371	2487022		
8	Pollution Control Equipment	740405			740405	291995	46868	338863	401542	448410		
9	Electric Installation	506370			506370	391981	48105	440086	66284	114389		
10	Laboratory Equipments	3241809			3241809	2996315	205206	3201521	40288	245494		
11	Air-Conditioners & Refrigerators	546375			546375	327459	34585	362044	184331	218916		
12	Generator	588960			588960	526585	37281	563866	25094	62375		
13	Vehicles	4918067	1256863	220000	5954930	4081917	492345	4574316	1380614	836096		
14	Office Equipments & Machinery	604888	8500		604888	509161	65477	574638	30250	95727		
15	Computers	1231716	8500		1240216	1171274	48760	1220034	20182	60442		
16	Furniture & Fixture	896786	66668		963454	809522	43588	853110	110344	87264		
17	R & D Furniture & Fixture	900467	39500		939967	342106	89297	431403	508564	558361		
18	Tubewell	135136			135136	45377	4284	49661	85475	89759		
19	R & D Computer	51800			51800	33199	16405	49604	2196	18601		
20	CCTV	52880			52880	8371	3347	11718	41162	44509		
21	Capital WIP	0	1225600		1225600	0	0	0	1225600	0		
22	Electric Installations	46060	12771		58831	8692	4982	13674	45157	37367		
23	Equipments	437811	0		437811	166368	83184	249552	188259	271443		
24	Furniture & Fixtures	182210	0		182210	34620	17310	51930	130280	147590		
25	Computers	213150	0	33000	180150	134995	36155	171150	9000	78155		
26	Lab Equipments	0	640000		640000	0	30400	30400	609600	0		
	TOTAL	53657491	3262157	253000	56666648	25415402	2808346	28223748	28442899	28242089		
	Figure for the Previous year	52550140	228120	0	52778260	22306558	2764136.00	25070724	27707533	30243552		

**SCHEDULE 'H-2'
FIXED ASSETS- INTANGIBLE**

Schedules annexed to and forming part of the consolidated balance sheet as on 31st March 2016

S. No.	Particulars	As on 31-03-2016	As on 31-03-2015
1	Technology Fees	7548063	6290053
	TOTAL	7548063	6290053
	Figure for the Previous year	7548063	7548063

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016

Particulars	As at 31st March 2016	As at 31st March 2015
<u>SCHEDULE 'J'</u>		
<u>LONG TERM LOAN AND ADVANCES</u>		
(I) Deposit-unsecured, considered goods	6,77,920	4,90,800
TOTAL	6,77,920	4,90,800
<u>SCHEDULE 'K'</u>		
<u>INVENTORIES</u>		
(At cost except otherwise stated-as valued, verified and certified by the Management)		
(i) Raw Materials	81,79,986	1,22,81,879
(ii) Packing Materials	59,00,204	57,37,974
(iii) Miscellaneous Stock	4,42,155	5,07,316
(iv) Finished Goods (At cost or market price whichever is lower)	1,82,85,770	2,09,34,975
TOTAL	3,28,08,115	3,94,62,144
<u>SCHEDULE 'L'</u>		
<u>TRADE RECEIVABLES</u>		
(A) Trade receivables outstanding for a period less than six months from the date they are due for payment		
(i) Secured, considered goods	-	-
(ii) Unsecured, considered goods	8,78,55,286	8,74,34,960
(ii) Doubtful	-	-
Less:- Allowance for bad and Doubtful Debts	8,78,55,286	8,74,34,960
(B) Trade receivables outstanding for a period exceeding six months from the date they are due for Payment		
(i) Secured, considered goods	-	-
(ii) Unsecured, considered goods	4,65,39,187	4,83,06,853
(ii) Doubtful	-	-
Less:- Allowance for bad and Doubtful Debts	4,65,39,187	4,83,06,853
TOTAL	13,43,94,473	13,57,41,813
<u>SCHEDULE 'M'</u>		
<u>CASH AND CASH EQUIVALENTS</u>		
(A) Balance with banks:		
(I) Earmarked Bank Balances		
Unpaid dividend bank account	10,720	10,720
(II) Bank Balances held as margin money or as security against		
(i) Letter of Credit	4,98,146	6,55,665
(ii) Other Commitments		
(III) Other Bank Balances		
(i) Other including balances in current account	9,84,286	12,16,129
(IV) FDR	1,64,105	10,00,000
(B) Cash on hand	16,14,953	6,63,063
TOTAL	42,72,210	35,45,577

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016

Schedules annexed to and forming part of the consolidated Balance Sheet as on 31st March, 2016

Particulars	As at 31st March 2016	As at 31st March 2015
<u>SCHEDULE 'N'</u>		
<u>SHORT - TERM LOAN AND ADVANCES</u>		
Unsecured , considered goods		
- Advances Income Tax	3,86,727	5,00,799
- Balances with Excise and Sales Tax Authorities	1,27,033	8,73,060
- Other : (Advance for goods purchase prepaid expenses & other trade advances)	3,34,69,673	3,02,38,658
TOTAL	3,39,83,433	3,16,12,517
<u>SCHEDULE 'O'</u>		
<u>COST OF MATERIALS CONSUMED</u>		
Chemicals & other raw materials	7,75,86,275	9,90,02,283
Soapstone & other raw materials	27,89,055	21,52,599
Stores & other materials	1,90,31,928	1,90,97,178
TOTAL	9,94,07,258	12,02,52,060
<u>SCHEDULE 'P'</u>		
<u>CHANGES IN INVENTORIES OF FINISHED GOODS</u>		
(Increase) / decrease in inventories:		
Inventories at the end of the year		
Finished goods	1,31,49,855	1,65,54,443
Inventories at the beginning of the year		
Finished goods	1,65,54,443	1,50,13,222
TOTAL	34,04,588	15,41,221
<u>SCHEDULE 'O'</u>		
<u>EMPLOYEE BENEFITS EXPENSES</u>		
Salary and wages	1,82,69,720	1,80,53,731
Contribution to Provident & other funds	13,76,854	13,21,547
TOTAL	1,96,46,574	1,93,75,278

KILPEST INDIA LIMITED

FORTY FOURTH ANNUAL REPORT 2015-2016

Particulars	As at 31st March 2016	As at 31st March 2015
SCHEDULE 'R'		
OTHER EXPENSES		
Power, fuel & water	16,46,257	19,23,287
Repairs to :		
Buildings	1,63,630	95,363
Plant & Machinery	2,03,564	2,02,585
Others	5,48,749	3,23,816
Insurance	1,59,983	1,33,361
Rent	1,29,000	2,11,116
Rates, Taxes & Duties	9,28,877	11,60,426
Director Remuneration & sitting fees		
Auditors, remuneration	57,175	56,854
Carriage outward	42,89,672	48,74,499
R&D Expenses		
Salary & other allowances	22,63,323	21,04,917
Consumption of stores	18,307	25,201
Other expenses	64,785	94,113
Legal & Professional Fess	6,89,396	5,70,196
Selling, Distribution & Sales Promotion Expenses	51,20,189	79,59,671
Miscellaneous expenses	1,94,51,973	1,79,01,430
TOTAL	3,57,34,880	3,76,36,835

KILPEST INDIA LIMITED, BHOPAL
SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS ON
THE CONSOLIDATED ACCOUNTS
Schedule 'S'

Notes on Consolidated Accounts

A. BASIS OF CONSOLIDATION

The consolidated financial statement relate to Kilpest India Limited and its subsidiary company 3B BlackBi o Biotech India Limited in which the parent company holds 85.5% voting right.

a) Basis of Accounting

- i) The financial statement of subsidiary company used in consolidation are drawn upto same reporting date as of the company, i.e. for the year ended 31st March 2016
- ii) The financial statements of the group have been prepared in accordance with the applicable accounting standards in India and generally accepted accounting policies.

b) Principles of Consolidation

The consolidated financial statements have been prepared on the following basis:

- i) The financial statement of the company and its subsidiary have been consolidated on line-by line basis adding together the book value of like items of assets, liabilities after eliminating intra group balances and intra group transactions and unrealized profit if any as per Accounting Standard (AS-21) Consolidated Financial Statements.
- ii) The consolidated financial statements are presented, in the same format as that adopted by the company for its separate financial statements.
- iii) Minority interest in the net assets of subsidiary consists of the amount of equity after deducting the amount of net loss attributable to minority.

B. SIGNIFICANT ACCOUNTING POLICIES:

1. General

Accounting Convention

The financial statements are prepared under the historical cost convention on accrual basis and comply with Accounting Standards referred to in Section 133 of the Companies Act, 2013 read with rule 7 of companies Act (Accounts) Rules 2014 to the extent applicable, as adopted consistently by the company.

2. Use of Estimates

The presentation of financial statements are in conformity with the generally accepted accounting principles which requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, expenses and disclosure of contingent liabilities. Such estimates and assumptions are based on the management's evaluation of relevant facts and circumstances as on date of financial statements. The actual outcome may diverge from these estimates.

3. Revenue Recognition

Sales comprise sale of goods inclusive of Excise Duty and VAT/Central Sales Tax and are net of allowances for discounts, rate differences and leakages.

4. Foreign Currency Transactions

Foreign currency transactions are recorded at the exchange rate prevailing on that date of transaction.

5. Fixed Assets:

In order to relate them more closely to current replacement values, all the fixed assets acquired up to 31st March, 1993 were revalued as on that date and are accordingly carried at revalued figures. Fixed assets tangible / intangible acquired after 31st March, 1993 are stated at cost inclusive of freight, taxes and incidental expenses related thereto.

6. Depreciation / Amortization:

- i) Depreciation has been calculated on straight line method at the rates provided in Schedule II to the Companies Act, 2013.
- ii) Depreciation on additions during the year has been provided for full year.
- iii) No depreciation / Amortisation have been provided on Intangible assets related to subsidiary.

7. Inventories :-

- i) Finished products produced by the Company are carried at lower of cost or market value.
- ii) Raw materials, Packing Materials and Stores and Spare Parts are carried at cost.
- iii) Cost is arrived at mainly on a 'First in first out' basis and is inclusive of freight and expenses incurred.

8. Investments :-

Investments classified as Long Term Investments are stated at cost.

C. NOTES TO ACCOUNTS:

1. Previous year figures have been recast and regrouped wherever necessary.
2. In the opinion of the Board, the Current Assets, Loans and Advances are approximately of the value stated if realised in the ordinary course of business. The provision of all known liabilities is adequate and not in excess of the amount reasonably necessary.
3. The provision for Income Tax has been made as per the provisions of the Income Tax Act, 1961.
4. Amount held in margin accounts with State Bank of India, T. T. Nagar Branch, Bhopal is Rs. 12,22,051 (previous year Rs. 12,98,665).

5. Contingent Liabilities:	2015-16	2014-15
i) Guarantees given on behalf of the Company by Company's bankers	72,37,235	64,30,445
ii) Letter of credit for Purchase of Raw Material	16,59,115	21,85,500

6. Amount payable to SSI Units exceeding Rs. One Lakh beyond a period of 30 days could not be mentioned as necessary information from all the parties are yet to be received.

7. Expenditure on Scientific Research :-

- a) Capital Expenditure Rs. 39,500 (Previous Year Rs. 40,000)
- b) Revenue Expenditure Rs. 23,02,479 (Previous Year Rs. 21,86,587)

8. DIRECTORS'REMUNERATION	2015-16	2014-15
Remuneration	22,20,000	22,20,000
Other benefits	4,12,876	1,67,616
Sitting fees	1,26,000	1,12,000

9. The AS-17 issued by The Institute of Chartered Accountants of India, regarding Segment Reporting is not applicable as the Company is formulating only agro-chemical based products

10. Related Party Disclosures as per AS-18, issued by The Institute of Chartered Accountants of India, for the year ended on 31 st March, 2016

(A) Relationships:

- (i) Key Management Personnel & Relatives:-
 (a) Shri Ram Kuber Dubey, C & MD.
 (b) Shri Dhirendra Dubey, Whole-time Director
 (c) Shri Nikhil Dubey, Whole-time Director
 (d) Smt. Mithala Dubey
 (e) Smt. Anamika Dubey
 (f) Smt. Madhulika Dubey
 (g) Smt. Navneet Kaur, Co. Secretary

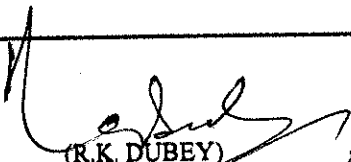
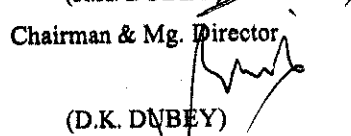
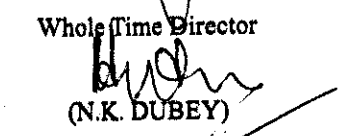
(ii) Enterprises over which key management personnel and/or their relatives have significant influence:

- (a) M/s Ram Kumar Dhirendra Kumar HUF.

(B) Transactions during the year with related parties in normal course of business and balances at the end of the financial year	In relation to Item No.			
	A (i) above		A (ii) above	
	2015-16	2014-15	2015-16	2014-15
(i) Interest Paid	5,72,378	10,76,446		
(ii) Salary & other benefits	25,31,346	25,26,660	0	7776
(iii) Outstanding payable as on 31st March, 2016	2,22,58,044	2,04,19,932		

11. Statement showing calculation of Earnings Per Share as per AS-20 issued by The Institute of Chartered Accountants of India :-

Particulars	2015-2016	2014-2015
Profit after Tax	33,48,745	23,23,272
Weighted average number of Equity Shares of Rs.10/- each	63,81,050	63,81,050
Earnings Per Share (Re)	0.52	0.35


 (R.K. DUBEY)
 Chairman & Mg. Director

 (D.K. DUBEY)
 Whole Time Director

 (N.K. DUBEY)
 Whole Time Director

As per our annexed report of even date

For R.C. BAHETI & CO.
 Chartered Accountants

 (RANJAN BAHETI)
 PARTNER

Firm Registration No.: 403034C
 Membership No.: 400993


Place: Bhopal
 Dated : 28th May, 2016

**Statement pursuant to Section 129 of the Companies Act, 2013,
relating to Subsidiary Companies**

1. Name of the Subsidiary : 3B BlackBio Biotech India Ltd.
2. Financial year of the subsidiary company ended on : 31.03.2016
3. Date from which it became Subsidiary : 12.11.2010
4. (a) Number of shares held by Kilpest India Ltd. (Holding Company) the financial year of the Subsidiary : 1,71,000 equity shares of Rs. 10/-
(b) Extent of share holding interest of Holding Company at the end of financial year of the subsidiary : 85.5%
5. The Net aggregate amount of the Subsidiary's Profit/ (Losses) so far as it concerns the members of the Holding Company not dealt with the Holding Company's accounts.
(i) For the financial year ended 31st March 2016 : (62,05,017)
(ii) For the previous year : (74,70,372)
6. The Net aggregate amount of the Profit of the Subsidiary which has been dealt with in the accounts of the Holding Company.
(i) For the financial year ended 31 March 2015 : NIL
(ii) For the previous year : NIL
7. Material changes between the end of the Financial Year of the Subsidiary and the Holding Company's financial year. : N.A.


(R.K. DUBEY)
Managing Director


(D.K. DUBEY)
Director


(N.K. DUBEY)
Director

For R.C. Baheti & Co.
Chartered Accountants



(RANJAN BAHETI)
PARTNER

Firm Registration No : 403034C
Membership No.: 400993

Place: Bhopal
Dated : 28th May, 2016

