



**NATH BIO-GENES (INDIA) LIMITED**

**20<sup>th</sup> ANNUAL REPORT**

**2013-2014**



## **NATH BIO-GENES (INDIA) LIMITED**

### **DIRECTORS**

Nandkishor Kagliwal  
Satish Kagliwal  
Hitesh Purohit  
Kashinath Iyer

### **CHIEF FINANCIAL OFFICER**

Devinder Khurana

### **STATUTORY AUDITORS**

Gautam N Associates  
Chartered Accountants  
Shangrilla Complex, 2<sup>nd</sup> Floor  
C.B.S. Road, Aurangabad – 431005

### **REGISTERED OFFICE**

Nath House  
Nath Road  
Aurangabad 431005

### **ADMINISTRATIVE OFFICE**

1, Chateau Windsor  
86, Veer Nariman Road  
Churchgate  
Mumbai – 400 020

### **REGISTRAR & TRANSFER AGENTS**

Big Share Services Private Limited,  
E2/3, Ansa Industrial Estate,  
Saki Vihar Road, Saki Naka,  
Andheri (East), Mumbai-72  
Tel +91-22-2847 0652, +91-22-4043 0200



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## NOTICE

Notice is hereby given that the 20<sup>th</sup> ANNUAL GENERAL MEETING of NATH BIO-GENES (INDIA) LIMITED will be held at the Registered Office of the company at Nath House, Nath Road, Aurangabad-431005 on Saturday, July 5<sup>th</sup>, 2014 at 11 a.m., to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt Audited Balance Sheet of the Company as at March 31, 2014 and Statement of Profit & Loss for the year ended as on that date together with the Reports of Directors and Auditors thereon.
2. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution;

“RESOLVED THAT pursuant to the provisions of section 139 of the Companies Act, 2013, M/s Gautam N Associates, Chartered Accountants, Aurangabad (Firm Registration No 103117W) the retiring Auditors, be and are hereby appointed as Statutory Auditors of the Company for a period of three years commencing from the conclusion of this Annual General Meeting to the conclusion of the fourth Annual General Meeting, on such remuneration as may be determined by the Board of Directors of the Company.”

3. To appoint Mr. Kashinath Iyer as Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS

4. TO CONSIDER & IF THOUGHT FIT TO PASS WITH OR WITHOUT MODIFICATION THE FOLLOWING RESOLUTION AS SPECIAL RESOLUTION

“RESOLVED THAT pursuant to the provisions of Section 180 (1) (c) and other applicable provisions of the Companies Act 2013 (including any amendment thereto or re-enactment thereof), consent of the Company be and is hereby accorded to Board of Directors (hereinafter called ‘the Board’ which term shall be deemed to include any Committee thereof, which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution and with the power to delegate such authority to any person or persons) to:

Borrow money for the ordinary course of business of the company, together with the moneys already borrowed by the company (apart from temporary loans obtained from the company’s bankers in the ordinary course of business) will exceed the aggregate of paid up capital and free reserves (not set apart for any specific purpose), provided that, the total amount upto which moneys may be borrowed by the Board of Directors shall not exceed Rs 2,50,00,00,000/-(Rs Two Hundred & Fifty Crores only).”

By order of the Board of Directors

Date: 30.05.2014

Registered Office: Nath House

Nath Road,  
Aurangabad-431005

Satish Kagliwal  
Managing Director  
Din: 00119601

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NOTES: 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

2. The Proxy Forms duly completed must reach the Registered Office of the company not less than forty Eight Hours before the commencement of the meeting.

3. Pursuant to Section 91 of the Companies Act, 2013, (corresponding to Section 154 of the Companies Act, 1956), The Register of Members and Share Transfer Books of the Company will be closed from 1<sup>st</sup> July 2014 to 5<sup>th</sup> July 2014 both days inclusive.

4. The relative Explanatory Statements pursuant to Section 102 of the Companies Act, 2013, (corresponding to Section 173 of the Companies Act, 1956), in respect of the business under Item Nos. 3 & 4 as set out above are annexed hereto.

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NOTES

The following Explanatory Statements, as required by Section 102 of the Companies Act, 2013, (corresponding to Section 173 of the Companies Act, 1956), set out all material facts relating to the business under Item Nos. 3 & 4 mentioned in the accompanying Notice dated 30<sup>th</sup> May 2014.

ITEM NO 3

DETAILS OF DIRECTORS RETIRING BY ROTATION AND SEEKING RE-APPOINTMENT

NAME OF DIRECTOR	Mr. Kashinath Iyer
Date of Birth	13.09.1952
Date of Appointment	10.10.2012
Qualification	Graduate
Chairman/ Director of other companies	1. Wexford Trading Company Pvt Ltd 2. Raasi Synthetics And Chemicals Limited 3. Jeevan Farms Pvt Ltd 4. Tapovan Paper And Board Mills Limited 5. Wellspring Enterprises Private Limited 6. Agri-Tech (India) Limited 7. Tapovan International Trading Private Limited
Chairman/ Member of Committees of other Companies	NIL
No of shares held in the Company	NIL

#### ITEM NO 4

Under Section 180 (1)(c) of the Companies Act, 2013 (“Act”), the Board of Directors of a company cannot, except with the consent of the company in general meeting, borrow monies, apart from temporary loans obtained from the company’s bankers in the ordinary course of business, in excess of the aggregate of the paid up capital and free reserves of the company, that is to say, reserves not set apart for any specific purpose without the consent of the shareholders in the general meeting.

The company proposes to increase the borrowing limits for carrying out the operations of the business & to fund the expansion activities, hence consent of the Shareholders is sought in accordance with the provisions of Section 180 (1)(c) of the Act to enable the Directors to borrow monies, provided that the total amount so borrowed by the Board shall not at any time exceed Rs 2,50,00,00,000/- (Rs Two Hundred & Fifty Crores only) or the aggregate of the paid up capital and free reserves of the Company, that is to say, reserves not set apart for any specific purpose at the relevant time, whichever is higher.

None of the directors are in any way interested in this resolution.

The Board of Directors commends the above resolutions for your approval.

#### **EVOTING INSTRUCTIONS**

The instructions for members for voting electronically are as under:-

#### **IN CASE OF MEMBERS RECEIVING E-MAIL:**

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (ii) Click on “Shareholders” tab to cast your votes.
- (iii) Now, select “COMPANY NAME” from the drop down menu and click on “SUBMIT”
- (iv) If you are holding shares in Demat form and have already voted earlier on [www.evotingindia.com](http://www.evotingindia.com) for a voting of any Company, then your existing login id and password are to be used. If you are a first time user follow the steps given below.
- (v) Now, fill up the following details in the appropriate boxes:

	<b>For Members holding shares in Demat Form</b>	<b>For Members holding shares in Physical Form</b>
User ID	For NSDL: 8 Character DP ID followed by 8 Digits Client ID For CDSL: 16 digits beneficiary ID	Folio Number registered with the Company
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department when prompted by the system while e-voting (applicable for both demat shareholders as well as physical shareholders)	
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.	
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.	

\*Members who have not updated their PAN with the Company/Depository Participant are requested to use the default number: <NATHB1234G> in the PAN field.

# Please enter any one of the details in order to login. In case either of the details are not recorded with the depository please enter the value <01/01/2014> in the DOB column or the <12345678> in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Members holding shares in physical form will then reach directly the EVSN 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.
- (viii) Click on the <Company Name> on which you choose to vote.
- (ix) On the voting page, you will see Resolution Description and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “Resolutions File Link” if you wish to view the entire Resolutions.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

**IN CASE OF MEMBERS RECEIVING THE PHYSICAL COPY OF NOTICE OF AGM [FOR MEMBERS WHOSE E-MAIL IDS ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORY PARTICIPANT(S) OR REQUESTING PHYSICAL COPY]:**

- (xiii) Please follow all steps from sl. no. (ii) to sl. no. (xii) above, to cast vote.
- (xiv) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves, link their account which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution and POA in favour of the Custodian who they have authorised to vote on their behalf, if any, in PDF format in the system for the scrutinizer to verify the vote.

The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
From Midnight at 0001h of June 28, 2014	Up to midnight at 2359 h of June 30, 2014

During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 30.05.2014 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

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](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

By order of the Board of Directors

Date: 30th May 2014  
Registered Office: Nath House  
Nath Road,  
Aurangabad-431005

Satish Kagliwal  
Managing Director  
Din: 00119601



## DIRECTORS' REPORT

Your Directors are pleased to present the 20<sup>th</sup> Annual Report together with the Audited Accounts of your Company for the financial year ended 31<sup>st</sup> March 2014.

### FINANCIAL RESULTS

(Rs in Lacs)

Sr. No	PARTICULARS	YEAR ENDED	
		31.03.2014	31.03.2013
1.	Sales	18941.94	13770.29
2.	Profit before Interest & Depreciation	3394.72	2036.65
3.	Interest	376.09	356.05
4.	Depreciation	466.14	450.98
5.	Profit Before Tax & Extra-ordinary items	2552.49	1229.61
6.	Tax Provision (Net of Deferred Tax)	120.88	(55.04)
7.	Profit After Tax	2431.60	1174.56
8.	Extra-Ordinary Items	1.20	0
9.	Profit available for Appropriation	2430.40	1174.56
10	Balance carried to Balance Sheet	2430.40	1174.56

### FINANCIAL HIGHLIGHTS AND OPERATIONS

Income from operations during the financial year ended 31<sup>st</sup> March 2014 was at Rs 18941.94 Lacs as against Rs 13770.29 Lacs representing an increase of approximately 38% over the previous year. Profit after Tax for the year under review amounted to Rs 2430.40 Lacs as against Rs 1174.56 Lacs in the previous year representing an increase of 107%. The increase in profits during the year under review was on account of enhanced sales, improved product mix and operational efficiencies.

### RESEARCH & DEVELOPMENT & NEW PRODUCTS

Intensive research and technology upgradation are the cornerstones of the growth strategy of your company. It is no longer good enough to offer high yielding hybrids to the Indian farmer. The modern Indian farmer demands that these hybrids carry additional built-in value through seed embedded technologies.

Our research focus is based on conventional breeding, genetic engineering technologies as well as molecular added selection systems to enable us to develop seeds endowed with multiple traits.

Your company has undertaken specific initiative to reach out even to the rain-fed and largely unreached farmers. This is in harmony with our national priorities and also a reflection of your company's philosophy.

During the year, your company has made significant progress in strengthening R&D programs in field as well as vegetable crops. Our major emphasis in field crops pertains to rice, cotton, maize, bajra as also mustard and wheat. During the current year, our field testing and breeding stations have increased to more than 16 across the country.

In order to provide choice of technology to cotton growing farmers, we have intensified breeding programs for generation of novel BG-II Bt-cotton hybrids with simultaneous incorporation of multiple high value traits, such as genetic male sterility, enhanced tolerance to drought, high level resistance to major sucking pests and enhanced yield potential. Already, the new hybrids NBC-10, NBC-11, NBC-101 and NBC-102 have out-performed best checks in trials conducted in State agricultural universities of Andhra Pradesh, Maharashtra, Gujarat and Karnataka, during 2013-14.

Similarly, new Maize hybrids such as NMH-1600, NMH-1605, NMH-1008 and NMH-1591 have shown highly encouraging performance, whether in the Full-Season maturity segment (NMH-1008, NMH-1600, NMH-1605) or in the medium-maturity and early maturity categories.

After the gallant success of our Big-B (NBH-1188) in Bajra, two new hybrids in the tall and medium-tall segments, especially NBH-20 and NBH-21 are poised to be among the top Bajra hybrids in their respective markets. NBH-5151 has further consolidated its position as a leading product in the semi-dwarf Bajra segment, especially in parts of Western UP, Madhya Pradesh, Maharashtra, etc.

Introduction of new rice hybrid Tahelka has met with outstanding success. Acceptance of this hybrid has extended to Bihar, MP, Gujarat and parts of Eastern UP. Several new Rice Hybrids are being tested during Boro season (2014) in Eastern India, as promising new products for that season.

Besides, several new pipeline products of Mustard and Wheat are being tested at our especially chosen location at Alwar in Rajasthan, for these important Rabi crops in North India. We are on course for introduction of new Wheat and Mustard varieties (and even a hybrid in Mustard), during Rabi 2014 and 2015.

#### **INTERNATIONAL COLLABORATIONS:**

Nath Bio-Genes, jointly with its sister concern Global Transgenes Ltd.; have signed agreement for R & D collaboration and commercialization thereof, of Fusion-Bt. Cotton technology in Philippines. Due processes of trans-boundary regulations, in accordance to the provisions of the Cartagena Protocol, have been followed strictly for transfer of Fusion-Bt. Embedded cotton seeds.

Based on the impressive results of trial, the Bio-safety Authority of the Philippines has granted permission for large scale trials to be conducted in the current year. Your company hopes to receive permission for commercial sales of its BT Fusion cotton hybrids during the current year.

## **MANAGEMENT DISCUSSION & ANALYSIS**

A detailed report on the management discussion and analysis is provided as a separate section in this Annual Report.

## **CORPORATE GOVERNANCE**

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements set out by SEBI. The Company has also implemented several best corporate governance practices as prevalent globally.

The Report on Corporate Governance as stipulated under Clause 49 of Listing Agreement forms part of the Annual Report. The Requisite Certificate from the Auditors of the Company, Gautam N Associates, Chartered Accountants, Aurangabad confirming compliance with the conditions of Corporate Governance as stipulated under the aforesaid Clause 49 is attached to this report.

## **DIVIDEND**

Given the growth requirements of the business and the inadequacy of profits in the Company, the Directors have not recommended any dividend for the financial year 2013-14.

## **DEPOSITS**

Your company has not accepted any fixed deposits during the year under review.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION FOREIGN EXCHANGE EARNING & OUTGO:**

In terms of rule 2 of The Companies (Disclosure of particulars in the report of Board of Directors Rules, 1988) the relevant particulars are given as under.

Conservation of Energy:

The Company has taken necessary measure to achieve economy in consumption of energy.

Technology Absorption & Research and Development:

The company has employed state-of-the-art technology, wherever applicable.

Expenditure on R & D	106322746
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Foreign Exchange Earning and Outgo:

Earnings	57020494
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Outgo	6951152
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## **DIRECTORS**

Mr. Kashinath Iyer, Independent Director retires by rotation and being eligible offers himself for re-appointment. Pursuant to Clause 49 of the Listing Agreement, Details of Directors retiring by rotation is provided as part of the Notice of the ensuing Annual General Meeting.

## **COMPANY SECRETARY**

Pursuant to the provisions of the Companies Act, 1956, your company has appointed Ms. Laveena Chanchlani as a full time Company Secretary of the Company for ensuring the compliance of all necessary statutory requirements and procedures.

## **AUDITORS**

M/s Gautam N Associates, Chartered Accountants, Aurangabad retire at the ensuing Annual General Meeting and being eligible, have expressed their willingness to continue, if so appointed. As required under the provisions of section 139(1) of 2013 Act & the Companies (Audit & Auditors) Rules 2014, your Company has obtained a written certificate from the Auditors proposed to be re-appointed to the effect that, if the appointment is made it shall be in accordance with the conditions as may be prescribed. The Board hereby requests the members to reappoint M/s Gautam N Associates, Chartered Accountants, Aurangabad as the Auditors for period of three years from the conclusion of this Annual General Meeting till the Annual General Meeting to be held in 2017.

## **AUDITORS REPORT**

The Auditors in their Report have commented regarding the trade discount not having been netted off from the sales. It is explained that the company has been following this accounting practice for many years and it does not affect the profitability of the Company. The other comments are self-explanatory, and therefore, in the opinion of the Directors, do not call for any further explanation.

## **PARTICULARS OF EMPLOYEES**

As required by Section 217 (2 A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, as amended, the information be treated as NIL, as no employee is drawing salary equals to or above the limits mentioned in the said Section and Rules.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the provisions of Section 217 (2AA) of Companies Act, 1956, the Board of Directors hereby confirms that,

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures.
- ii. It has in the selection of the accounting policies, consulted the Statutory Auditors and has 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 as at 31<sup>st</sup> March, 2014 and of the profits of the company for that period.
- iii. It has taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities, to the best of its knowledge and

ability. There are however, inherent limitations, which should be recognized while relying on any system of internal control and records.

- iv. It has prepared the annual accounts on a going concern basis.
- v. The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operation efficiently.
- vi. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **INSURANCE**

All the insurable interest of the company, including Inventories, Buildings, Machinery etc, is adequately insured.

#### **ACKNOWLEDGEMENT**

The employees of NATH BIOGENES (INDIA) LIMITED continue to work with great dedication and commitment. The Board desires to place on record its appreciation to all the employees of the company during the year under review.

The Board also acknowledges the support given by Banks, Financial Institutions and Government Authorities.

For and on behalf of the Board of Directors

30<sup>th</sup> May 2014

Registered Office:

Nath House,

Nath Road,

Aurangabad-431005

Chairman

Nandkishor Kagliwal

DIN: 01691691

Managing Director

Satish Kagliwal

DIN: 00119601

## MANAGEMENT DISCUSSION AND ANALYSIS

### AGRICULTURE AS AN ENGINE OF GROWTH:

1. India's future for sustainable and inclusive growth lies in her farms. Agriculture has the potential to accelerate economic growth and social development in India. We can never overemphasize the importance of agriculture as provider of food, as a provider of jobs, as a provider of raw material for industry and also as a provider of purchasing power in the hands of millions of people. The benefits are so obvious, extensive and immediate.
2. Agriculture is capable of generating maximum wealth with modest investments. India has 329 million hectares of land area. Nearly half of it is arable. We can increase production fivefold if our current yields are raised to international levels.
3. The resurgence of agriculture would require large scale investments in developing basic infrastructure, mainly irrigation, rural roads and post harvest technology. The increase in productivity would depend on our ability to embrace newer technologies and more particularly the seed embedded technologies.
4. Despite low seed replacement ratio, the shift to hybrid seeds has resulted in increase in productivity of food grains by nearly 100% from 1023 kgs per hectare in 1980-81 to 1933 kgs per hectare currently. The use of good quality seed of improved varieties and hybrids and enhanced seed replacement rate can bring in immediate advances in production.
5. The Indian farmer adapts to innovations rapidly. Success of the green revolution in the past and rapid adaptation of Bt-cotton technology by the Indian farmer has demonstrated this conclusively. Agriculture is one of the few sectors in which India can develop international competitiveness.
6. Our country has the potential to emerge as a major provider of quality seeds in the world. We have abundance of lands, hands, water, sun shine as also agricultural knowhow to produce quality seeds.

### YOUR COMPANY'S STRATEGY FOR GROWTH & RISK MITIGATION:

1. Besides cotton, your company's product portfolio includes food crops of national importance namely, paddy, wheat, corn, bajra and jowar. Amongst oil crops, we have substantial presence in Mustard seeds.
2. Since past few years, your company has increased its focus on vegetable seeds and plant nutrition supplements. Amongst vegetable crops, our concentration is mainly on okra, tomatoes, chillies, brinjals and all types of gourds.
3. With increased income levels, the country has to transition from food security to nutrition security. We believe that there shall be exponential growth in demand for vegetables and fruits.

4. It has been your company's strategy to have a balanced portfolio of products comprising cotton, food crops, vegetable crops as also plant nutrition supplements so that company is not overtly dependent on a single crop. The diversified product portfolio helps in offering a range of products to our channel partners round the year and also helps us in effective utilization of marketing team.
5. Your company's research program is essentially farmer-centric. The products are launched only after thorough evaluation in multi-location trials in different regions and different seasons. Your company has thus developed a robust pipeline of research products.
6. The company's strategy is to work intensively in 200 identified territories. The company has planned to double the number of focus territories in next three years.

# CORPORATE GOVERNANCE REPORT

The detailed report on Corporate Governance as per the format prescribed by SEBI and incorporated in clause 49 of the Listing Agreement is listed below:

## MANDATORY REQUIREMENTS

### 1. Company's Corporate Governance Philosophy

Your Company is committed to adopt the best Corporate Governance practices and endeavors continuously to implement the code of Corporate Governance in its true spirit. The philosophy of your Company in relation to Corporate Governance is to ensure transparency in all its operations, make disclosures and enhance shareholders' value without compromising in any way in complying with the laws and regulations.

The Company is committed to good Corporate Governance practices that serve and protect the short and long term interests of the stakeholders. The following report on the implementation of the Corporate Governance requirements under Clause 49 of the Listing Agreement illustrates the efforts of the Company in having followed the Corporate Governance Principles.

### 2. The Board of Directors

#### Composition and Status of Directors

The composition of the Board of Directors and also the number of other Board of Directors or Board Committees of which he is a Member/Chairman are as under: -

Name of the Director	Category	No of Public Directorships	Committee Membership	Committee Chairmanship
Mr. Satish Kagliwal	Promoter Executive	6	2	-
Mr. Nandkishor Kagliwal	Promoter Chairman Executive	6	--	-
Mr. Kashinath Iyer	Independent Non-Executive	4	4	4
Mr. Hitesh Purohit	Independent Non-Executive	3	2	-
Mr. Pondicherry Ravendernath	Independent Non-Executive	4	-	-

The present strength of the Board of Directors is 5.



### **Attendance of each Director at the Board Meeting**

During the year ended 31<sup>st</sup> March 2014, Seven Board of Directors Meetings were held on 25<sup>th</sup> April 2013, 29<sup>th</sup> May 2013, 29<sup>th</sup> July 2013, 28<sup>th</sup> October 2013, 1<sup>st</sup> January 2014, 27<sup>th</sup> January 2014 & 27<sup>th</sup> February 2014. The interval between two meetings did not exceed four months. The attendance of each Director at Board of Directors Meetings is as under.

<b>Name of Director</b>	<b>No. of Board Meetings attended</b>
Mr. Satish Kagliwal	7
Mr. Nandkishor Kagliwal	7
Mr. Kashinath Iyer	7
Mr. Hitesh Purohit	7
Mr. Pondicherry	1

All the directors except Mr. Pondicherry Ravendranath were present at the last AGM

All significant information had been place before the Board.

### **3. Code of Conduct**

The Company has formulated and adopted a code of business conduct and ethics to guide our transactions with our colleagues, communities, customers, governments, investors, regulators and society. Requisite annual affirmations of compliance with the respective code have been made by the directors and the management of the company; including a declaration signed by the Managing Director of the company regarding Compliance of the Code of Business Conduct.

### **4. Committees of the Board**

#### **A. AUDIT COMMITTEE**

##### **(i) Broad Terms of Reference**

The terms of reference of the Audit Committee include:

- To review the Company's financial reporting process and its financial statements.
- To review the accounting and financial policies and practices.
- To review the efficacy of the internal control mechanism and monitor risk management policies adopted by the Company and ensure compliance with regulatory guidelines.
- To review reports furnished by the internal and statutory auditors and ensure that suitable follow-up action is taken.
- To examine accountancy, taxation and disclosure aspects of all significant transactions.

The terms of reference of this Committee are wide enough covering the matters specified under the Listing Agreement.

##### **(ii) Composition**

The Audit Committee comprises of three directors namely Mr. Kashinath Iyer, Chairman, Mr. Hitesh Purohit, Committee Member & Mr. Satish Kagliwal, Committee Member. During the year ended 31<sup>st</sup> March 2014, five audit committee meetings were held on 25<sup>th</sup> April 2013, 29<sup>th</sup> May, 29<sup>th</sup> July 2013, 28<sup>th</sup> October 2013, & 27<sup>th</sup> January 2014. The constitution of the Audit Committee and attendance of the members of the meetings was as under:

Name of Director	Status	No. of Meetings attended
Mr. Kashinath Iyer	Chairman, Independent, Non-Executive	5
Mr. Satish Kagliwal	Member, Promoter, Executive	5
Mr. Hitesh Purohit	Member, Independent, Non-Executive	5

## **B. SHARE TRANSFER APPROVAL COMMITTEE & SHAREHOLDERS INVESTOR GRIEVANCES COMMITTEE.**

### **(i) Broad Terms of Reference**

The Shareholders Investor Grievances & Share Transfer Approval Committee comprising of three directors has been constituted with the necessary powers to carry out Share transfers, dematerialization/re-materialization of shares as well as handling shareholders/investor grievances. In short, the terms of reference of the Committee include, redressal of shareholders and investors complaints regarding transfer and transmission of shares, dematerialization of shares and issue of duplicate share certificates, non-receipt of Balance Sheet etc. The Committee oversees the performance of the Registrar and Transfer Agents of the Company and recommends measures for the overall improvement in the quality of investor services.

### **(ii) Composition**

The Shareholders Investor Grievances comprises of three directors namely Mr. Kashinath Iyer, Chairman, Mr. Hitesh Purohit, Committee Member & Mr. Satish Kagliwal, Committee Member. During the year ended 31<sup>st</sup> March 2014, four shareholders investor grievances meetings were held on 25<sup>th</sup> April 2013, 29<sup>th</sup> July 2013, 28<sup>th</sup> October 2013, & 27<sup>th</sup> January 2014.

Name of Director	Status	No. of Meetings attended
Mr. Kashinath Iyer	Chairman, Independent, Non-Executive	4
Mr. Satish Kagliwal	Member, Promoter, Executive	4
Mr. Hitesh Purohit	Member, Independent, Non-Executive	4

### **(iii) Details of Shareholders' complaints**

The Company during the year received no complaints. There were NIL complaints pending disposal as on 31<sup>st</sup> March 2014.

### **(iv) Compliance Officer**

Ms. Laveena Chanchlani has been appointed as the Company Secretary of the company & is the Compliance officer for complying with the requirements of SEBI Regulations and Listing Agreements with Stock Exchanges in India.

## C. REMUNERATION COMMITTEE

### (i) Composition

There is no specific remuneration committee constituted in the company. Following are details of remuneration paid / payable to the Directors for the year ended 31<sup>st</sup> March 2014.

### (ii) Managerial Remuneration

(Rs in Lacs)

Name of the Director	Designation	Salary	Perquisites and allowances	Total
Mr. Satish Kagliwal	Managing Director	9	9	18
Mr. Nandkishor Kagliwal	Chairman	Nil	Nil	Nil

### (iii) Sitting Fees for Board Meetings

(Amount in Rs)

Name of Director	Designation	Sitting Fee	Total Rs.
Mr. Satish Kagliwal	Managing Director	0	0
Mr. Nandkishor Kagliwal	Chairman	1750	1750
Mr. Hitesh Purohit	Director	1750	1750
Mr. Kashinath Iyer	Director	1750	1750

The Company does not have a Stock Option or Performance Linked incentives for its Directors.

### (i) Disclosure of material transactions to the Board

No transactions of material nature has been entered into by the company with the promoters, directors or the management, their subsidiaries or relatives etc. that may have a potential conflict with interest of the company

## 5. Details of General Body Meetings

The location and time where last three Annual General Meetings of the Company were held as under:-

Financial Year	Place	Date	Time
2012-2013	Nath House, Nath Road, Aurangabad (MAH) 431005	17 <sup>th</sup> August 2013	11.00 AM
2011-2012	Nath House, Nath Road, Aurangabad (MAH) 431005	1st September 2012	11.00 AM
2010-2011	Nath House, Nath Road, Aurangabad (MAH) 43100	30 <sup>th</sup> September 2011	11.00 AM

The following special resolutions were passed in the Annual General Meeting held on 17<sup>th</sup> August 2013.

- Insertion of clause III C 1. in the existing other object clause of the Memorandum of Association of the Company.
- Commencement of Business as mentioned in III C 1.

- Appointment of Mr. Satish Kagliwal as the Managing Director of the Company.

No votes are proposed to be conducted through postal ballot this year.

## 6. Means of communication

(a) Quarterly Results: The Board of Directors of the Company approved and took on record the unaudited financial results.

(b) News Releases, Presentations: Official news, Releases are displayed on the Company's website [www.nathbiogenes.com](http://www.nathbiogenes.com).

(c) Annual Report: The Annual Report containing, inter alia, Audited Annual Accounts, Directors' Report, Auditors' Report and other important information is circulated to members and others entitled thereto.

(d) Designated E-mail-id: The Company has designated the following Email-id exclusively for investors.

[Investor@nathbiogenes.com](mailto:Investor@nathbiogenes.com)

## 7. Disclosures

a. Except the details of transactions given in Note No. 39 of the Notes to Accounts, the Company had no material transaction with its promoters, directors or the management, their relatives or its subsidiaries etc. that may have had a potential conflict of interest with the Company.

b. Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchange or SEBI or any other statutory authority on any matter related to capital markets, during the last three years- Nil

c. The Company has not established any mechanism as referred under Whistle Blower policy.

d. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause-No non-mandatory requirements were adopted.

## 8. Shareholders information

### a. Registered Office

Nath Bio-Genes (India) Limited  
Nath House  
Nath Road, Aurangabad  
Maharashtra, 431005

### b. Annual General Meeting

<b>Venue</b>	<b>Nath Bio-Genes (India) Limited Nath House, Nath Road, Aurangabad</b>
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<b>Date &amp; Time</b>	Saturday 5 <sup>th</sup> July 2014, 11.00 AM
------------------------	--

**c. Book Closure**

The register of share holders of the Company will remain closed on 1<sup>st</sup> July 2014 to 5<sup>th</sup> July 2014 both days inclusive.

**d. Financial Calendar**

- Financial Reporting for the Quarter Ending 30<sup>th</sup> June 2014 by July 2014.
- Financial Reporting for the Quarter Ending 30<sup>th</sup> September 2014 by October 2014.
- Financial Reporting for the Quarter Ending 31<sup>st</sup> December 2014 by January 2015.
- Financial Reporting for the Quarter Ending 31<sup>st</sup> March 2015 by April 2015.
- Annual General Meeting for the Year ending 31<sup>st</sup> March 2015 by September 2015.

**e. Listing on Stock Exchanges and ISIN No.**

The Company's shares are listed at the Stock Exchange, Mumbai, National Stock Exchange of India Limited, Mumbai and the Stock Exchange Ahmadabad, under ISIN INE448G01010, by National Securities Depository Limited and Central Depository Services (India) Limited. The shares of the company fall under the category of compulsory delivery in de materialized mode by all category of investors.

**f. Stock Market Data**

The Company's shares got listed on the Stock Exchange, Mumbai, National Stock Exchange of India Limited, Mumbai wef 28<sup>th</sup> January 2014. The Stock Market data for the period January 2014 till 31<sup>st</sup> March 2014 is as follows;

Month	BSE		NSE	
	High	Low	High	Low
Jan-14	50.00	40.85	24.30	20.00
Feb-14	92.95	38.90	60.75	25.50
Mar-14	107.10	75.20	98.95	63.75

**g. Listing Fee Status**

Bombay Stock Exchange	Paid for the year 2014-2015
National Stock Exchange	Paid for the year 2014-2015
Ahmadabad Stock Exchange	Paid for the year 2014-2015

**h. Stock Code**

Stock Exchange	Trade Symbol
Bombay Stock Exchange	NATHBIOGEN
National Stock Exchange	NATHBIOGEN
Ahmedabad Stock Exchange	NATHBIOGEN

**i. Registry and Transfer activity**

As per the SEBI guidelines, the Registry and Share transfer activity is being handled by M/s Big Share Services Private Limited. The Share Transfer requests received in physical form are normally registered within 30 days from the date of receipt.

**j. Distribution of Share Holding as on 31<sup>st</sup> March 2014**

Shareholding Range		Number of Shareholders	Percentage of total number of shareholders	Number of shares	Percentage of Total holding
1	5000	29123	95.9477	2089458	13.0558
5001	10000	643	2.1184	452419	2.8269
10001	20000	306	1.0081	416092	2.5999
20001	30000	112	0.3690	268445	1.6774
30001	40000	39	0.1285	137116	0.8568
40001	50000	26	0.0857	117856	0.7364
50001	100000	52	0.1713	360547	2.2529
100001	9999999	52	0.1713	12162067	75.9939

**k. Share Holding Pattern as on 31<sup>st</sup> March 2014**

Category	No. of Shares	% of Capital
<b>PROMOTER HOLDING</b>		
Indian Promoters	7715231	48.21
Persons acting in Concert	0	0
<b>Sub Total</b>	<b>7715231</b>	<b>48.21</b>
<b>NON PROMOTER HOLDING</b>		
Mutual Funds	2200	0.01
Banks/Financial Institutions	40392	0.25
Foreign Institutional Investors	550	0.01
Bodies Corporate	4328263	27.04
Indian Public	3810684	23.81
NRI/OCB/Clearing member	106680	0.67
<b>Sub Total</b>	<b>8288769</b>	<b>51.79</b>
<b>Total</b>	<b>16004000</b>	<b>100.00</b>

**l. Plant Locations**

1. Nath Bio-Genes (India) Limited,  
Nath House, Nath Road,  
Aurangabad – 431 005  
Phone No.: (0240) 2376314-17 Fax No. : (0240) 2376188

2. Nath Bio-Genes (India) Limited,  
Rice Mills,  
Munipally,  
Tal: Armoor, Dist: Nizamabad
  
3. Nath Bio-Genes (India) Limited,  
c/o Zaheer Agro,  
Seed Processing plant,  
Sarangapur,  
Tal & Dist: Nizamabad

**m. Investor Correspondence**

For any assistance regarding dematerialization of shares, share transfers, transmissions, change of address and any other query relating to the shares of the Company, please write to;

Big Share Services Pvt. Ltd,  
E2/3, Ansa Industrial Estate  
Sak Vihar Road, Saki Naka,  
Andheri (East), Mumbai – 72  
E-mail: investor@bigshareonline.com

For any query on Annual Report please write to;

Ms. Laveena Chanchlani  
Compliance Officer  
Nath Bio-Genes (India) Limited,  
Nath House, Nath Road,  
Aurangabad-431005  
Email: investor@nathbiogenes.com

For an on behalf of the Board of Directors

Place: Aurangabad  
Dated: 30.05.2014

Chairman  
Nandkishor Kagliwal  
DIN: 00119601

Managing Director  
Satish Kagliwal  
DIN: 01691691

**AUDITOR'S CERTIFICATE ON COMPLIANCE OF CONDITIONS OF  
CORPORATE GOVERNANCE**

To,  
The Members  
NATH BIO-GENES (INDIA) LIMITED  
Aurangabad

We have examined the compliance of conditions of corporate governance by Nath Bio-Genes (India) Limited for the year ended on 31<sup>st</sup> March 2014, as stipulated in Clause 49 of the Listing Agreements of the said Company with stock exchanges in India.

The Compliance of conditions of the Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of 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 explanation given to us, we certify that the company has generally complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

On the basis of the representation received from Registrar and Share Transfer agent and as per the records maintained by the Company which are presented to the Share Transfer Approval Committee, we state that no investor grievances are pending for a period exceeding one month as on 31<sup>st</sup> March 2014.

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 Gautam N. Associates  
FRN 103117W  
Chartered Accountants

Gautam Nandawat  
Partner  
M No 32742

Place: Aurangabad  
Dated: 30.05.2014



**CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO)  
CERTIFICATION**

To the Board of Directors of Nath Bio-Genes (India) Limited

Dear Sirs,

**SUB: CEO/CFO Certificate**

(Issued in accordance with the provisions of Clause 49 of the Listing Agreement)

We Satish Kagliwal, Managing Director and Devinder Khurana, Vice President Finance of Nath Bio-Genes (India) Limited, to the best of our knowledge and belief, certify that:

We have reviewed the financial statements, read with cash flow statement of Nath Bio-Genes (India) Limited for the year ended March 31, 2014 and that to the best of our knowledge and belief, we state that:

- (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (ii) These statements present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the company's code of conduct.

We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the company if any, and the steps taken or proposed to be taken for rectifying these deficiencies.

We have indicated to the auditors and the Audit committee;

- (i) That there are no significant changes in internal control over the financial reporting during the year;
- (ii) significant changes in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and
- (iii) That there are no frauds of which we have become aware and the involvement therein, if any of the management or an employee.

For an on behalf of the Board of Directors

Aurangabad  
Dated: 30.05.2014

Managing Director	Vice President (Finance)
Satish Kagliwal	Devinder Khurana
DIN: 01691691	

## DECLARATION UNDER CLAUSE 49 OF THE LISTING AGREEMENT

In accordance with Sub Clause I (D) of Clause 49 of the Listing Agreement with the Stock Exchanges, I Satish Kagliwal, Managing Director of the Company hereby confirm that the Board members and the senior management personnel of the Company have affirmed compliance with the Company's Code of Conduct for the financial Year ended 31<sup>st</sup> March, 2014.

For an on behalf of the Board of Directors

Aurangabad  
Dated: 30.05.2014

Managing Director  
Satish Kagliwal  
DIN: 01691691

## INDEPENDENT AUDITOR'S REPORT

To  
The Members of  
Nath Bio-Genes (India) Limited

### Report on the Financial Statements

We have audited the accompanying financial statements of **Nath Bio-Genes (India) Limited** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

Management is responsible for the preparation of these 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 standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error.

#### *Auditor's Responsibility*

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 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 control relevant to the Company's preparation and fair presentation of the financial statements 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 management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion

#### *Basis for Qualified Opinion*

- a) *In terms of Note No 27D, Trade discount amounting to Rs. 17,30,40,324 (Previous year Rs. 11,38,48,232) has been shown debited in the Statement of Profit and Loss which should have been netted off from the Sales. Had this treatment been made, the sales for the year would have been Rs. 1,72,11,29,751 (Previous year Rs. 1,26,31,81,592) instead of Rs. 1,89,41,70,075 (Previous year Rs. 1,37,70,29,824).*

### ***Qualified Opinion***

*In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion paragraph, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:*

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2014;
- (b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

### ***Emphasis of Matter***

We draw attention to:-

- a) Note No 32 to the financial statements which describes that certain Creditors, Unsecured Loans, current account balances with banks, Deposits, Loans and Advances are subject to confirmation and reconciliation.

Our opinion is not qualified in respect of these matters.

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

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

2. As required under provisions of section 227(3) of the Companies Act, 1956, we report that:

- a. we have 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 appears from our examination of those books and proper returns adequate for the purposes of our audit have been received from branches not visited by us;
- c. the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account and with the returns received from branches not visited by us;
- d. *except for the matter described in the Basis for Qualified Opinion paragraph, in our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the accounting standards referred to in sub-section (3C) of section 211 of the Act;*
- e. on the basis of written representations received from the directors as on 31<sup>st</sup> March, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.
- f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For Gautam N Associates  
Chartered Accountants  
FR Number – 103117W

(Gautam Nandawat)  
Partner  
Membership No 032742

Place: Aurangabad  
Date: 30<sup>th</sup> May 2014

**Annexure referred to in Para 1 under the head “Report on other legal and regulatory requirements” of our report of even date to the Members of Nath Bio-Genes (India) Ltd for the year ended on 31<sup>st</sup> March 2014**

- i) a) The Company has maintained fixed assets records showing full particulars including quantitative details and situation of its fixed assets including in respect of intangible assets.
- b) As explained to us, some of the fixed assets have been physically verified by the management during the year according to the phased program of verification, which in our opinion, should be such so as to cover more items of fixed assets with more frequency having regard to the size of the Company and nature of its fixed assets. As explained, discrepancies as may be noticed on reconciliation with the fixed assets records as and when updated will be appropriately adjusted and accounted for.
- c) The Company has not disposed off substantial part of its fixed assets during the year.
- ii) a) The Inventory has been physically verified during the year by the management. In our opinion, the frequency of verifications is reasonable.
- b) The procedures of 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) The Company is maintaining records of inventory. The discrepancies noticed on verification between the physical stock and book records have been properly dealt with in the books of the account.
- iii) a) The Company has taken loans from three companies covered in the register maintained under section 301 of the Act. The maximum amount involved during the year was Rs. 1,25,97,364 and the year end balance of loans taken from such parties was Rs. 1,12,19,395. There are five Companies covered in the register maintained under section 301 of Act, to which the Company has granted loans. The maximum amount involved during the year was Rs. 19,96,19,271 and the year end balance of loans granted to such parties was Rs. 14,01,08,170.
- b) In our opinion, the terms and conditions including non charging of interest on which the loans/ advances have been taken from / granted to companies, firms or other parties listed in the register maintained under

section 301 of the Act, are, prima facie not considered to be prejudicial to the interest of the Company for the reasons stated in the Note No 19 to the Financial Statements.

- c) The company is regular in repaying the principal amounts as stipulated and has been regular in the payment of interest, wherever applicable.
- d) There are no overdue amounts of loans taken from or granted to companies, firms or other parties listed in the register maintained under section 301 of the Act.
- iv) In our opinion and according to the information and explanations given to us, internal control procedures are commensurate with the size of the Company and nature of its business with regard to purchase of inventory, production of seeds, fixed assets and for the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control.
- v) a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under Section 301 of the Act, have been so entered.  
b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Act and exceeding the value of rupees five lacs in respect of each party during the year could not be compared being specialized in nature.
- vi) The Company has not accepted deposit within the meaning under section 58A and 58AA of the Act and Rules framed there under accepted during the year.
- vii) In our opinion, the Company's internal audit systems are commensurate with the size of the company and natures of its business.
- viii) The Central Government has not prescribed for maintenance of cost records under Section 209(1)(d) of the Act, for the products of the Company.
- ix) a) According to the records of the Company, the Company is regular in depositing with appropriate authorities undisputed statutory dues including Investor Education and Protection Fund, Provident Fund Employee State Insurance and other statutory dues applicable to it.  
b) According to the information and explanations given to us, there are no dues of Wealth Tax, Sales Tax, Custom Duty, cess, etc. as at 31st March 2014, which have not been deposited on account of any dispute. except the disputed demand of Income Tax Rs. 3,28,27,050 and Provident Fund Rs. 25,45,425, which have been contested in the appeal and not provided for in the books of account.
- x) The Company does not have accumulated losses as at 31<sup>st</sup> March 2014. The Company has not incurred cash losses during the financial year ended on that date as well as in the immediately preceding financial year.
- xi) The Company has not defaulted in repayment of dues to Banker and Financial Institutions.
- xii) In our opinion, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii) In our opinion, the Company is not a chit fund or a nidhi / mutual benefit fund/society.

- xiv) In our opinion, the Company is not dealing or trading in shares, securities, debenture and other investments.
- xv) As per the information and explanations given to us, the Company has given any guarantee for loans granted to the grower by banks or financial institutions for undertaking activities on the leasehold land provided by the company.
- xvi) In our opinion, the term loans have been applied for the purpose for which they were raised.
- xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that generally no funds raised on short-term basis have been used for long-term investment and vice versa.
- xviii) According to the information and explanations given to us, the Company has not made preferential allotment of shares during the year to companies covered in the register maintained under section 301 of the Act.
- xix) According to the information and explanations given to us, during the year covered by our audit report, the Company has not issued any debentures.
- xx) The Company has not raised any money by public issue during the year.
- xxi) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the period, nor have we been informed of any such case by the management.

For Gautam N Associates  
Firm Registration No 103117W  
Chartered Accountants

(Gautam Nandawat)  
Partner  
M No 32742

Place: Aurangabad  
Dated: 30<sup>th</sup> May 2014

**NATH BIO-GENES (INDIA) LIMITED**  
**BALANCE SHEET AS AT 31 MAR 2014**

	NOTE NO	As at 31st March 2014 (Rs.)	As at 31st March 2013 (Rs.)
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' Funds</b>			
a) Share Capital	3	16,00,40,000	16,00,40,000
b) Reserves & Surplus	4	65,77,41,147	41,47,01,081
c) Money Received against share warrant		-	-
		<b>81,77,81,147</b>	<b>57,47,41,081</b>
<b>(2) Share Application money pending allotment</b>			
		-	-
<b>(3) Non current Liabilities</b>			
a) Long Term Borrowings	5	1,41,79,692	1,22,41,767
b) Deferred Tax Liabilities		-	-
c) Other Long Term Liabilities		-	-
d) Long Term Provisions	6	1,64,56,000	1,46,87,000
		<b>3,06,35,692</b>	<b>2,69,28,767</b>
<b>(4) Current Liabilities</b>			
a) Short Term Borrowings	7	19,61,17,834	16,42,40,652
b) Trade Payables	8	39,26,38,405	27,35,78,917
c) Other Current Liabilities	9	45,99,68,991	38,69,25,607
d) Short Term Provisions	10	21,41,110	29,19,711
		<b>1,05,08,66,340</b>	<b>82,76,64,887</b>
<b>TOTAL</b>		<b>1,89,92,83,179</b>	<b>1,42,93,34,735</b>
<b>II. ASSETS</b>			
<b>(1) Non Current Assets</b>			
<b>a) Fixed Assets</b>			
i) Tangible Assets	11	8,24,10,949	6,74,30,886
ii) Intangible Assets	11	8,29,40,683	11,64,65,030
iii) Capital Work In Progress		-	-
iv) Intangible assets under development		-	-
		<b>16,53,51,632</b>	<b>18,38,95,916</b>
b) Non Current Investments	13	20,875	4,99,58,475
c) Deferred Tax Assets (Net)	12	93,50,301	90,30,101
d) Long Term Loans and Advances	14	13,20,47,940	-
e) Other Non Current Assets		-	-
		<b>14,14,19,116</b>	<b>5,89,88,576</b>
<b>(2) Current Assets</b>			
a) Current Investments	15	4,99,40,000	-
b) Inventories	16	88,56,83,750	77,17,45,334
c) Trade Receivables	17	35,16,94,986	20,98,61,693
d) Cash and Cash Equivalents	18	2,21,35,185	2,47,75,918
e) Short Term Loans and Advances	19	26,11,15,821	16,53,88,122
f) Other Current Assets	20	2,19,42,687	1,46,79,176
		<b>1,59,25,12,430</b>	<b>1,18,64,50,243</b>
<b>TOTAL</b>		<b>1,89,92,83,179</b>	<b>1,42,93,34,735</b>
<b>Cash Flow Statement</b>	1		
<b>NOTES FORMING PART OF THE FINANCIAL STATEMENTS</b>			
AS PER OUR ATTACHED REPORT OF EVEN DATE			
<b>For Gautam N Associates</b>		<b>For and on behalf of the Board of Directors</b>	
FRN: 103117W			
<b>Chartered Accountants</b>			
<b>Gautam Nandawat</b>	<b>Nandkishor Kagliwal</b>	<b>Satish Kagliwal</b>	<b>Laveena Chanchalani</b>
<b>Partner</b>	<b>Chairman</b>	<b>Managing Director</b>	<b>Company Secretary</b>
<b>M No 32742</b>	<b>DIN: 01691691</b>	<b>DIN: 00119601</b>	
Place : Aurangabad			
Dated: 30th May 2014			



**NATH BIO-GENES (INDIA) LIMITED**  
**STATEMENT OF PROFIT AND LOSS**  
**FOR THE YEAR ENDED 31ST MARCH, 2014**

PARTICULARS	NOTE NO.	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
<b>REVENUE</b>			
Revenue from operations	21	1,89,41,93,715	1,37,70,29,824
Other Income	22	59,58,074	58,02,467
		<b>1,90,01,51,789</b>	<b>1,38,28,32,290</b>
<b>EXPENDITURE</b>			
Purchase of stock in trade		9,36,57,536	8,95,67,347
Production Expenses	23	46,70,71,960	44,13,32,403
Change in Inventories	24	(8,93,69,563)	(10,85,88,616)
Employees Benefits Expenses	25	12,96,06,923	10,22,19,353
Finance Costs	26	3,76,09,077	3,56,05,270
Depreciation and Amortisation	11	4,66,13,599	4,50,98,797
Other Expenses	27	95,97,13,388	65,46,36,393
		<b>1,64,49,02,919</b>	<b>1,25,98,70,947</b>
<b>PROFIT FOR THE YEAR BEFORE PRIOR PERIOD EXPENSES</b>		25,52,48,870	12,29,61,343
Prior period expenses	28	1,20,311	-
<b>PROFIT /(LOSS) BEFORE TAX</b>		25,51,28,559	12,29,61,343
<b>Tax Expenses</b>			
Provision for Income Tax		-	10,35,064
Provision / (Reversal of Provision) for Income Tax of earlier years		(1,18,521)	47,75,809
Interest on Income Tax		1,23,89,963	-
Provision for Wealth Tax		1,37,251	99,171
Provision for Deferred Tax (Assets)		(3,20,200)	(4,05,640)
<b>Profit for the year</b>		<b>24,30,40,066</b>	<b>11,74,56,939</b>
Earning Per Shares - Basic		15.19	0.73
- Diluted		15.19	0.73
Cash Flow Statement	1		
NOTES FORMING PART OF THE FINANCIAL STATEMENTS			
AS PER OUR ATTACHED REPORT OF EVEN DATE			
For Gautam N Associates		For and on behalf of the Board of Directors	
FRN: 103117W			
Chartered Accountants			
Gautam Nandawat Partner M No 32742	Nandkishor Kagliwal Chairman DIN: 01691691	Satish Kagliwal Managing Director DIN: 00119601	Laveena Chanchalani Company Secretary
Place : Aurangabad			
Dated: 30th May 2014			

**Note No 2-**

**SIGNIFICANT ACCOUNTING POLICIES:**

**A GENERAL**

- i) The financial statements are prepared on historical cost basis in accordance with applicable Accounting Standards and on accounting principles of a going concern. These financial statements have been prepared to comply with all material aspects with the accounting standards notified under Section 211(3C) [Companies (Accounting Standards) Rules, 2006, as amended] and the other relevant provisions of the Companies Act, 1956 (the "Act").
- ii) Interest on overdue debtors is accounted for as and when received, as the collection cannot be ascertained with reasonable certainty.
- iii) Sales return are accounted for / provided for in the year in which they pertain to, as ascertained till finalization of the books of account.
- iv) Compensation on account of crop quality discounts and claims for non-fulfillment of supply commitments etc are accounted for as and when settled.

**B FIXED ASSETS:**

- 1) Fixed Assets are stated at cost including freight, duties, taxes and all incidental expenses related thereto.
- 2) New product development expenditure is capitalized to Seed Development Know-how. The same is written off in ten equal yearly installments commencing from the year of acquisition / incurring such expenditure.

**C CAPITAL WORK-IN-PROGRESS**

Expenditure related to and incurred during the implementation of the projects including advances is included under Capital Work-in-Progress and the same are capitalized under the appropriate heads on completion of the projects.

**D DEPRECIATION / AMORTIZATION**

- i) Depreciation on Fixed Assets, except for Intangible Assets, Development and Research Assets (Seed Development Know-How & Gene Development Know-How), is provided for on written down value method at the rates specified in Schedule XIV to the Act.
- ii) Intangible assets such as Brands, Trade Marks, Marketing Rights, Seed Development Know-How are amortized in ten equal yearly installments commencing from the year in which the tangible benefits start accruing to the Company from such assets.

**E RESEARCH AND DEVELOPMENT EXPENDITURE:**

- i) The research expenditure incurred has been charged off to the Statement of Profit & Loss.
- ii) Certain expenses to the extent of 20% are transferred to Research and Development expenses as considered expedient by the management. Refer Note No 42

**F INVENTORIES:**

- i) The inventories including sales returns are valued at lower of cost and net realizable value except as stated here below. Cost is assigned on weighted average basis. Obsolete, defective and unserviceable stocks are provided for.
- ii) Cost of finished products comprises the cost of processing and other cost incurred in bringing the inventories to their present location & condition.
- iii) Breeder seeds and seed parental lines are valued by the management on an estimated basis considering their production potentiality and relied upon by the auditors being a technical matter.

**G FOREIGN CURRENCY TRANSACTIONS:**

- i) Transactions in foreign currency are recorded at the rate prevailing on the date of the transaction.
- ii) Current Assets and Current Liabilities in foreign currency outstanding as at the year-end are stated at the rates of exchange prevailing at the close of the year. The resultant gains/losses of the year are recognized in the Statement of Profit and Loss.

**H GOVERNMENT GRANTS**

- i) Grants are accounted for where it is reasonably certain that the ultimate collection will be made.
- ii) Grants relating to Fixed Assets in the nature of Project Capital Subsidy are credited to capital reserve.
- iii) Others are credited to Statement of Profit and Loss.

**I RETIREMENT BENEFITS:**

Liability as at the year end in respect of retirement benefits is provided for and/ or funded and charged to Statement of Profit and Loss as follows:

**i) Provident Fund / Family Pensions:**

At a percentage of salary/wages for eligible employees.

**ii) Gratuity**

The liability in respect of future payment of gratuity is changed and the same is provided based on the actuarial valuation.

**iii) Leave Encashment**

The liability in respect of accumulated leave of the employees is provided based on the actuarial valuation.

**J BORROWING COST**

Borrowing cost directly attributable to acquisition, construction, production of qualifying assets are capitalized as a part of the cost of such assets up to the date of completion. Other borrowing costs are charged to Statement of Profit and Loss.

**K TAXATION**

i) Provision for Current Tax is made and retained in the accounts on the basis of estimated tax liability as per applicable provisions of Income Tax Act 1961.

ii) Deferred tax for timing difference between tax profit and book profit is accounted for using the tax rates and laws as have been enacted or substantively enacted as of the balance sheet date. Deferred tax assets are recognized to the extent there is reasonable certainty that these assets can be realized in future and are reviewed for the appropriateness of their respective carrying values at each Balance Sheet date.

**L AGRICULTURAL ACTIVITIES**

i) Income from the agricultural activities is accounted for up to the stage of dispatch of goods.

ii) Expenses which are directly related to the agricultural activities have been accounted for in the books of account under the respective activities. Expenses which are not related to the specific activities are allocated on the basis of turnover (net of return and Schemes & Discounts) of Agricultural activities and Trading activities.

iii) Certain unallocable expenses like extra-ordinary items / prior period expenses are not allocated.

NATH BIO-GENES (INDIA) LIMITED

NOTE -- 3

SHARE CAPITAL

Amount in Rs.

PARTICULARS	AS AT 31st MARCH 2014		AS AT 31st MARCH 2013	
	Number	Amount in Rs	Number	Amount in Rs
<b>Authorized</b>				
Equity Shares of Rs.10 each	#####	165000000	1,65,00,000	165000000
16% Cumulative Redeemable Preference Shares of Rs.100 ea	50,000	5000000	25,000	2500000
	#####	170000000	1,65,25,000	167500000
<b>Issued, Subscribed &amp; Paid up</b>				
Equity Shares of Rs.10 each	16004000	160040000	16004000	160040000
<b>TOTAL</b>	16004000	160040000	16004000	160040000

The Reconciliation of the numbers of Shares outstanding stated below:-

PARTICULARS	AS AT 31st MARCH 2014		AS AT 31st MARCH 2013	
	Number	Amount in Rs	Number	Amount in Rs
<b>Equity Shares</b>				
Shares outstanding at the beginning of the year	16004000	160040000	16004000	160040000
Shares Issued during the year	0	0	0	0
Shares Bought-back during the year	0	0	0	0
<b>Shares outstanding at the end of the year</b>	<b>16004000</b>	<b>160040000</b>	<b>16004000</b>	<b>160040000</b>

Details of Shareholders holding more than 5% Shares in the company

Name of the shareholder	AS AT 31st MARCH 2014		AS AT 31st MARCH 2013	
	No. of Shares	% of Holding	No. of Shares	% of Holding
a) Akash Farms Pvt Ltd	18,65,930	11.66	18,65,930	11.66
b) Ashu Farms Pvt Ltd	18,50,000	11.56	18,50,000	11.56
c) Nath Royal Ltd	10,81,543	6.76	10,81,543	6.76
d) ARC Trust Fund	38,41,753	24.00	38,41,753	24.00
e) Agri-Tech India Ltd	9,58,247	5.99	9,58,247	5.99
	<b>95,97,473</b>	<b>59.97</b>	<b>95,97,473.00</b>	<b>59.97</b>

NOTE -- 4

RESERVES & SURPLUS

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
<b>Capital Reserve :</b>		
	12,64,00,203	12,64,00,203
<b>General Reserve</b>	2,97,00,000	2,97,00,000
<b>Statement of Profit &amp; Loss</b>		
Opening Balance	25,86,00,878	14,11,43,939
Add: Profit for the year	24,30,40,066	11,74,56,939
Closing Balance	<b>50,16,40,944</b>	<b>25,86,00,878</b>
	<b>65,77,41,147</b>	<b>41,47,01,081</b>

NOTE -- 5

LONG TERM BORROWINGS

PARTICULARS	For year ended on 31st March 2014	For year ended on 31st March 2013 (Rs.)
<b>SECURED LOANS</b>		
Term Loan against Vehicles Secured by hypothecation of vehicles purchased in the name of company/ directors of the company.	1,35,78,952	1,04,80,323
<b>UNSECURED LOANS</b>		
Deferred Sales Tax Loan	6,00,740	17,61,444
	<b>1,41,79,692</b>	<b>1,22,41,767</b>

NATH BIO-GENES (INDIA) LIMITED

NOTE -- 6

LONG TERM PROVISIONS

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
<b>Provisions for Employee Benefits</b>		
Gratuity	1,10,50,000	97,32,000
Leave encashment	54,06,000	49,55,000
	<b>1,64,56,000</b>	<b>1,46,87,000</b>

NOTE -- 7

SHORT TERM BORROWINGS

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
<b>SECURED</b>		
a) From bank (Secured by way of hypothecation of stock of seeds and trade receivables; collaterally secured by way of mortgage of land and building situated at Gut No 64 (1) (part) Itkeda, Aurangabad. Also personally guaranteed by two promoters and directors of the Company)	15,14,94,494	13,69,84,195
<b>UNSECURED</b>		
a) Deposits from Dealers	3,10,89,445	2,42,81,957
b) From Others	23,14,500	29,74,500
b) From related parties	1,12,19,395	-
	<b>19,61,17,834</b>	<b>16,42,40,652</b>

NOTE -- 8

TRADE PAYABLES

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
Sundry Creditors for Seeds/Supplies	33,31,95,919	23,67,35,868
Sundry Creditors - SME Sector	65,93,612	29,40,174
Sundry Creditors for staff balances	3,19,69,812	2,31,83,467
Others Creditors	2,08,79,061	1,07,19,407
	<b>39,26,38,405</b>	<b>27,35,78,917</b>

NOTE -- 9

OTHER CURRENT LIABILITIES

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
<b>Current maturities of long term debts</b>		
Vehicle Loan	1,84,43,536	85,06,272
Deferred Sales Tax Loan	14,40,286	5,62,646
<b>Other Payables</b>		
Credit Balance in Debtors	5,82,75,654	5,17,56,224
Statutory Liabilities	1,44,77,763	1,07,35,594
Advance against Sales	36,73,31,752	31,53,64,871
	<b>45,99,68,991</b>	<b>38,69,25,607</b>

NOTE -- 10

SHORT TERM PROVISIONS

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
Provision for Income Tax	75,110	10,22,711
<b>Provisions for Employee Benefits</b>		
Gratuity	14,37,000	12,82,000
Leave encashment	6,29,000	6,15,000
	<b>21,41,110</b>	<b>29,19,711</b>

NATH BIO-GENES (INDIA) LIMITED, AURANGABAD												Amount in Rupees		SCHEDULE -11
SCHEDULE OF FIXED ASSETS AND DEPRECIATION FOR THE PERIOD OF 01.04.13 TO 31.03.2014														
SR. NO.	PARTICULARS	RATE OF DEPN %	GROSS BLOCK		DEDUCTION DURING THE YEAR	AS AT 31.03.2014	DEPRECIATION / AMORTISATION					NET BLOCK		
			AS AT 01.04.2013	ADDITION DURING			UP TO 31.03.2013	FOR THE PERIOD	DEDUCTION	DEDUCTION	UP TO 31.03.2014	AS AT 31.03.2014	AS AT 31.03.2013	
<b>(A)</b>	<b>TANGIBLE ASSETS</b>													
1	Freehold Land	0.00	207595	0	0	207595	0	0	0		0	207595	207595	
2	Factory Building	10.00	24145650	486130	0	24631780	15503647	879253	0	0	16382900	8248880	8642003	
3	Farm Shed	100.00	200172	0	0	200172	200172	0	0		200172	0	0	
4	Live Stock	0.00	61200	0	0	61200					0	61200	61200	
5	Plant & Machineries	13.91	72552219	3879645	0	76431864	47711462	3692040	0		51403502	25028361	24840757	
6	Laboratory Equipment	13.91	14852370	137700	596758	14393312	12073914	339675	404264	0	12009325	2383987	2778456	
7	Agricultural Equipments	13.91	675680	62800	0	738480	153758	80022	0	0	233780	504700	521922	
8	Office Equipments	13.91	2779481	238150	0	3017631	1331789	223764	0	0	1555553	1462078	1447692	
9	EDP Equipments	40.00	23060939	685941	0	23746880	20019188	1257280	0		21276468	2470412	3041751	
10	Furniture & Fixture	18.10	6322896	79584	0	6402480	5813171	94543	0	0	5907714	494766	509725	
11	Motor Car & Light Vehicle	25.89	50053552	23380229	2818513	70615268	24673767	6522674	2132077	0	29064364	41550904	25379785	
	<b>TOTAL (A)</b>		<b>194911754</b>	<b>28950179</b>	<b>3415271</b>	<b>220446662</b>	<b>127480868</b>	<b>13089252</b>	<b>2536341</b>	<b>0</b>	<b>138033779</b>	<b>82412883</b>	<b>67430886</b>	
<b>(B)</b>	<b>INTANGIBLE ASSETS</b>													
12	Brands, Trademarks and Marketing Rights		206125000	0	0	206125000	141450000	16112500	0	0	157562500	48562500	64675000	
13	Seed Development Know How		174118468	0	0	174118468	122328438	17411847	0	0	139740285	34378183	51790030	
	<b>TOTAL (B)</b>		<b>380243468</b>	<b>0</b>	<b>0</b>	<b>380243468</b>	<b>263778438</b>	<b>33524347</b>	<b>0</b>	<b>0</b>	<b>297302785</b>	<b>82940683</b>	<b>116465030</b>	
	<b>GRAND TOTAL (A) + (B)</b>		<b>575155222</b>	<b>28950179</b>	<b>3415271</b>	<b>600690130</b>	<b>391259306</b>	<b>46613599</b>	<b>2536341</b>	<b>0</b>	<b>435336564</b>	<b>165353566</b>	<b>183895916</b>	
	PREVIOUS YEAR		558115768	21155017	4115563	575155222	349445490	45100797	3286982	0	391259305	183895917		
	Notes:													
	1. Intangible assets such as brands, trade marks & marketing rights are amortized in ten equal yearly instalments commencing from the year of acquisition by Nath Seeds Ltd (Demerged Company). Refer Note No 2 (D) (ii).													

**NOTE NO – 12 :**

**DEFERRED TAX ASSETS**

Calculation of Deferred Tax Asset as on 31.03.2014 is given as under: -	Deferred Assets (Rs.)	Tax Amount (Rs)
WDV of Fixed Asset	42,55,086	13,14,822
Gratuity	1,24,87,000	38,58,483
Leave Encashment	60,35,000	18,64,815
Expenses disallowed u/s 43B of Income Tax Act	74,82,786	23,12,181
Total Deferred Tax assets at the year end		93,50,301
Less: Opening deferred tax assets		90,30,101
Deferred Tax Assets recognised during the year		3,20,200

**NOTE -- 13**

**NON CURRENT INVESTMENTS**

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
<b>UNQUOTED; AT COST; NON-TRADE</b>		
Nath Cooperative Society	10,800	8,400
National Saving Certificate	10,075	10,075
<b>UNQUOTED; AT COST; TRADE</b>		
<b>Investment in subsidiary holding 99.88% shares</b>		
Equity shares in Paithan Mega Food Parks Pvt Ltd ( 49,94,000 Equity Shares of Rs. 10 each)	-	4,99,40,000
The company in its board meeting decided to sell / disposed off the investments held in subsidiary company in the near future, therefore, the said investment have been shifted to short term investments.		
	<b>20,875</b>	<b>4,99,58,475</b>

**NOTE -- 14**

**LONG TERM LOANS AND ADVANCES**

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
(Unsecured, Considered good)		
Capital Advances		
- Vehicle purchase	15,99,494	-
- Building Construction	4,96,000	-
- Land purchase from a related party	12,99,52,446	-
	<b>13,20,47,940</b>	<b>-</b>

**NATH BIO-GENES (INDIA) LIMITED**

**NOTE -- 15**

**CURRENT INVESTMENTS**

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
<b>UNQUOTED; AT COST; TRADE</b>		
<b>Investment in subsidiary holding 99.88% shares (Previous year 99.88% shares)</b>		
Equity shares in Paithan Mega Food Parks Pvt Ltd 4994000 Equity shares of Rs. 10 each	4,99,40,000	-
	<b>4,99,40,000</b>	<b>-</b>

**NOTE -- 16**

**INVENTORIES**

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
(As taken, valued and certified by the management)		
Stores and Packing Materials	6,79,75,263	4,34,06,410
Processed Seeds	71,81,15,898	67,71,40,670
Unprocessed Seeds	6,12,63,589	2,31,37,254
Seed (Traded Stock)	78,43,000	29,66,000
Plant Nutritional Supplement	3,04,86,000	2,50,95,000
	<b>88,56,83,750</b>	<b>77,17,45,334</b>
The inventories including sales returns are valued at lower of cost and net realizable value		

**NOTE -- 17**

**TRADE RECEIVABLE**

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
i) Secured: Considered Good		
Due for a period of less than six months	7,69,18,331	6,03,92,516
Due for a period of more than six months	2,42,82,330	80,31,048
ii) Unsecured: Considered Good		
Due for a period of less than six months	19,55,00,398	11,35,23,857
Due for a period of more than six months	5,49,93,927	2,79,15,272
ii) Unsecured: Considered doubtful:		
Due for a period of more than six months	1,34,51,247	1,47,75,027
Less: Provision for doubtful debtors	(1,34,51,247)	(1,47,76,027)
	<b>35,16,94,986</b>	<b>20,98,61,693</b>

## NOTE -- 18

## CASH AND CASH EQUIVALANTS

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
Cash on hand	5,04,774	7,41,303
Balances with Banks:		
i) In Current Accounts	2,16,29,411	2,34,21,012
ii) In Fixed Deposit Accounts having original maturity beyond 12 months	1,000	6,13,603
	<b>2,21,35,185</b>	<b>2,47,75,918</b>

## NOTE -- 19

## SHORT TERM LOANS AND ADVANCES

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
(Unsecured, Considered good)		
Advances to a related party	1,01,55,724	4,24,52,968
Advances against seed production	21,24,42,165	8,21,33,878
Advances against purchase	47,17,606	32,03,143
Advances to Staff	44,64,867	69,57,689
Income Tax deducted at source/Tax paid	2,93,35,460	3,06,40,445
	<b>26,11,15,821</b>	<b>16,53,88,122</b>

## NOTE -- 20

## OTHER CURRENT ASSETS

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
VAT Receivable	72,07,489	54,41,304
Sundry Deposits	99,87,910	77,53,276
Deposit with Income tax for stay of demand	25,00,000	-
Insurance claim receivable	-	15,823
Prepaid Expenses	22,47,287	14,68,772
	<b>2,19,42,687</b>	<b>1,46,79,176</b>

## NOTE -- 21

## REVENUE FROM OPERATIONS

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
<b>Sale of Agricultural Products</b>		
Commercial seeds and Remnant	1,66,79,21,655	1,20,85,91,759
Foundation seeds	60,26,060	60,99,065
	<b>1,67,39,47,715</b>	<b>1,21,46,90,824</b>
<b>Trading of agricultural products</b>	22,02,46,000	16,23,39,000
	<b>1,89,41,93,715</b>	<b>1,37,70,29,824</b>

## NOTE -- 22

## OTHER INCOME

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
Interest Received	60,033	1,18,106
Profit on Sale of Fixed Assets	1,17,471	58,593
Insurance claim received	3,97,950	11,89,729
Excess Provision W/back	8,00,227	1,63,929
Excess Provision for Bad debts W/back	11,59,974	-
Other Income	34,22,419	42,72,109
	<b>59,58,074</b>	<b>58,02,467</b>

## NOTE -- 23

## PRODUCTION EXPENSES

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
Land Preparation Expenses	7,22,16,209	9,71,52,884
Fertilizer & Pesticides	10,65,06,673	6,60,42,004
Labour Wages	14,97,58,001	12,33,07,262
Lease Rent for agricultural land	7,90,55,181	8,31,24,515
Other Farm Expenses	5,06,77,059	6,72,34,048
Incentive to Growers	88,58,837	44,71,690
{Also refer note no 37(ii)}	<b>46,70,71,960</b>	<b>44,13,32,403</b>



## NOTE -- 24

## CHANGE IN INVENTORIES

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
<b>SEEDS:</b>		
<b>Closing Stock</b>		
Processed Seeds	71,81,15,898	67,71,40,670
Unprocessed Seeds	6,12,63,589	2,31,37,254
Seed (Traded)	78,43,000	29,66,000
Plant Nutritional Supplement	3,04,86,000	2,50,95,000
	<b>81,77,08,487</b>	<b>72,83,38,924</b>
<b>Opening Stock</b>		
Processed Seeds	67,71,40,670	59,89,79,419
Unprocessed Seeds	2,31,37,254	1,05,35,112
Seed (Traded)	29,66,000	24,78,000
Plant Nutritional Supplement	2,50,95,000	77,57,777
	<b>72,83,38,924</b>	<b>61,97,50,308</b>
	<b>8,93,69,563</b>	<b>10,85,88,616</b>

## NOTE -- 25

## EMPLOYEES BENEFITS EXPENSES

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
Salaries, Wages and Bonus	10,18,06,216	8,47,83,735
Contribution to Provident and Other Funds	43,11,921	36,05,767
Staff Welfare Expenses	33,24,635	29,00,943
Staff Incentive	2,01,64,151	1,09,28,908
	<b>12,96,06,923</b>	<b>10,22,19,353</b>

## NOTE -- 26

## FINANCE COSTS

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
Interest Expenses	3,71,87,146	3,36,30,440
Finance Charges	4,21,931	19,74,830
	<b>3,76,09,077</b>	<b>3,56,05,270</b>

**NOTE -- 27**  
**OTHER EXPENSES**

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
<b>A. Seed Conditioning Expenses</b>		
Freight Inward, Hamali & Cartage	1,84,13,637	1,72,15,660
Stores and Processing Materials consumed	7,71,86,090	6,21,77,631
Power and Fuel	59,11,368	42,93,225
Repairs and Maintenance (Machinery)	26,44,382	14,46,637
Repairs and Maintenance (Factory Building)	12,29,050	13,91,304
Hamali & Cartage - Processing Plant	1,03,37,565	69,56,770
Processing Expenses	67,87,421	80,70,469
Other Seed Conditioning Expenses	78,52,501	82,22,033
	<b>13,03,62,014</b>	<b>10,97,73,728</b>
<b>B. Administrative Expenses</b>		
Rent	1,00,98,623	91,90,671
Rates and Taxes	12,24,699	13,95,310
Insurance	22,85,987	19,80,363
Legal & Professional Expenses	79,38,426	44,05,442
Repairs and Maintenance - Office Building	32,77,760	8,68,725
Running and maintenance - Vehicle	2,48,59,329	1,73,17,319
Repairs and Maintenance - Others	24,46,188	18,54,699
Communication	57,41,825	53,44,390
Printing & Stationery	30,57,825	38,16,013
Auditors' Remuneration:		
Statutory Audit Fee	4,21,350	3,65,170
Tax Audit Fee	84,270	84,270
Reimbursement of Expenses	10,000	10,000
Directors' remuneration	12,04,996	15,56,001
Miscellaneous Expenses	45,56,269	61,36,855
Bank Charges	31,69,051	11,24,493
Security Charges	25,71,889	16,06,483
Loss on Sale of Assets	-	55,175
	<b>7,29,48,487</b>	<b>5,71,11,378</b>
<b>C. Selling Expenses</b>		
Travelling and Conveyance	2,12,55,034	1,77,16,885
Advertisement and Sales Promotion	2,56,65,195	3,15,52,443
Freight Outward	5,40,99,470	4,51,00,180
Commission	26,500	36,667
Other selling expenses	1,24,61,731	56,72,687
Bad Debts Provisions	-	30,01,189
Bad Debts	-	35,47,556
Sundry debit balances written off	2	97,704
	<b>11,35,07,931</b>	<b>10,67,25,310</b>
<b>D. Discount, Schemes and Incentives</b>		
Trade Discounts	17,30,40,324	11,38,48,232
Cash Discounts	1,99,21,726	68,95,253
Quantity Discounts	13,50,46,590	5,43,46,470
Additional Discount	20,85,63,570	11,52,42,144
	<b>53,65,72,210</b>	<b>29,03,32,100</b>
<b>E. Research and Development Expenses</b>		
R & D Farmer Advisory Expenses	3,49,14,744	3,34,91,998
Research and Development Expenses	4,47,87,819	3,83,32,494
R & D Field Visits & Campaigns	98,84,796	92,53,144
R & D Field Day Expenses	1,04,77,050	63,09,698
Farming Expenses	14,54,650	12,53,289
Large Scale Trial Expenses	35,17,022	92,350
Workshop & Meeting Exps. - Other than Fees	11,08,280	17,78,985
Fees for Workshops & Meetings	1,58,948	1,66,946
Crop Seminar Expenses	19,438	14,975
	<b>10,63,22,746</b>	<b>9,06,93,877</b>
<b>Total (A+B+C+D+E)</b>	<b>95,97,13,388</b>	<b>65,46,36,393</b>

**NOTE -- 28**  
**PRIOR PERIOD EXPENSES**

PARTICULARS	For year ended on 31st March 2014 (Rs.)	For year ended on 31st March 2013 (Rs.)
<b>EXPENSES</b>		
Prior Period Expenses	1,20,311	-
	<b>1,20,311</b>	-

**NATH BIO-GENES (INDIA) LIMITED**

<b>NOTE NO – 29</b> <b>Contingent liabilities not provided for in respect of:-</b>		Current Year Rs.	Previous Year Rs.
a)	Claims against the Company not acknowledged as debts in respect of consumer legal cases.	4064600	864500
b)	The liability on account of damages u/s 14B of the Employees Provident Fund and Misc Provisions Act, 1952, which is being contested by the Company in appeal.	2545425	2545425
c)	Corporate Guarantee given in favour of ICICI Bank towards crop loan taken by the seed growers of the company	300000000	200000000
d)	Income tax demand for the Assessment year 2010-11, which is being contested by the Company	32827050	NIL
<b>NOTE NO – 30</b> Capital Commitment for land purchase and construction of building		80291554	NIL

**NOTE NO – 31**  
In the opinion of the Board, Current and Non-current Assets, Loans and Advances are approximately of the value stated, if realized in the ordinary course of the business.

**NOTE NO – 32**  
Certain accounts of Sundry Debtors, Creditors, Unsecured Loans, Employees Account, certain current account balances with banks, Loans and Advances (including advances given to growers and inter party transfer & balances) are subject to confirmations and reconciliation's, if any. The difference as may be noticed on reconciliation will be duly accounted for on completion thereof. In the opinion of the management, the ultimate difference will not be material.

<b>NOTE NO – 33</b> Managerial Remuneration:		Current Year (Rs.)	Previous year (Rs.)
Managing Director :-			
Salary & Allowances		1204996	1204996
Contribution to Provident Fund		0	0
		<b>1204996</b>	<b>1204996</b>

**NOTE NO – 34**  
The Company has dispatched letters to certain vendors to ascertain their status under the Micro, Small and Medium Enterprises Development Act, 2006. Based upon the confirmation received from the following parties, the principal dues and interest worked out @36% p.a. thereon is as under:-

Sr No	Name of parties	Amount payable Rs.	Interest due Rs.
1	Balu Industries	310925	47369
2	Gubba Agro Fresh Pvt Ltd	32184	11049
3	Gubba Cold Storage Ltd	40157	1770
4	Gubba Green Cold Pvt Ltd	0	1300
5	Integrated Coating & Seed Technology Pvt Ltd	4603914	309696
6	Jagruti Offset	526431	131592
7	Marks Packaging Industries	400000	143605
8	Print well International Pvt Ltd	680001	35100
9	Zaware Creative Enterprises Pvt Ltd	0	44376
	<b>Total (Net)</b>	<b>6593612</b>	<b>725858</b>

**NOTE NO – 35**  
The Information related to Segmental Reporting as required to be disclosed in accordance with the accounting standard: 'AS 17-Segment Reporting' are as under:-

Broadly the activity of the company falls within Two segments

Criteria	Segments
Product Base	1. Agricultural Activities (Seed Production) 2. Trading Activities

The financial data of both segments are as follows

Sr No	Particulars	Amount in Rs.		
		Agriculture Activities	Trading Activity	Total
A	Segment Revenue (Net of trade discount)			
i	External Sales/income	1,20,82,53,505	14,93,68,000	1,35,76,21,505
		(96,25,06,724)	(12,41,91,000)	(1,08,66,97,724)
ii	Inter-segment Sale	-	-	-
iii	Other Income	-	59,58,074	59,58,074
			(58,02,467)	(58,02,467)
	Change in inventory	7,91,01,563	1,02,68,000	8,93,69,563
		(97,63,393)	(1,78,25,223)	(10,85,88,616)
iv	Total Revenue	1,28,73,55,068	16,55,94,074	1,45,29,49,142
		(1,05,32,70,117)	(14,78,18,690)	(1,20,10,88,807)
B	Total Revenue of each segment as a percentage of total revenue of all segment	89	11	
		(88)	(12)	
	Less: Production Expenses /Purchases	54,41,70,050	9,37,45,536	63,79,15,586
		(50,34,22,035)	(8,96,55,347)	(59,30,77,382)
	Less: Other Expenses	49,81,96,152	6,15,88,535	55,97,84,687
		(42,96,17,137)	(5,54,32,945)	(48,50,50,082)
C	Segment Result [Profit/(loss)]	24,49,88,866	1,02,60,004	25,52,48,870
		(12,02,30,945)	(27,30,398)	(12,29,61,343)
D	Segment Result as a percentage of segmental result to the Profit	95.98	4.02	

	(97.98)	(2.22)	
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**NOTE NO – 36**

In the opinion of the Board, fixed assets have been stated at cost, which is at least equal to or less than the realizable value if sold in the ordinary course of business. Consequently, the management is of the opinion that there is no impairment of assets.

**NOTE NO – 37**

- i The company is engaged in agricultural activities of production of seeds on lease hold land situated at various part of India.
- ii The company has entered into agreements with various growers for cultivation and production of agricultural produce in view of the fact that the company itself is unable to carry on such activities which are spread over various parts of India. The company has reimbursed the cultivation expenses based upon the agreement entered into with the growers.

**NOTE NO – 38 :****Employee Benefits**

The company has classified the various benefits provided to employees as under

**Defined Contribution Plans :**

During the year, the Company has recognized the following amounts in the Profit & Loss Account

					Current Year	Previous Year
-		Employers Contribution to Provident Fund			37,17,843	35,63,662
-		Employers Contribution to ESI			13,250	32,025
-		Employers Contribution to Labour Welfare Fund			10,656	10,080

**Defined Benefit Plans**

The company has neither created fund nor contributed to Scheme framed by the Insurance Company for the defined benefit plans for the qualifying employees. The present value of the defined benefit obligation and the related current service cost were measured using the Projected Unit credit method with actuarial valuations being carried out at each balance sheet date.

In accordance with accounting Standard 15, actuarial valuation was done in respect of the aforesaid defined benefit plan of gratuity based on the following assumptions: -

Particulars	Current Year	Previous Year
Discount Rate	8%	8%
Salary escalation rate	6%	6%
Expected rate of return on Plan Assets	-	-
Expected average remaining service of employee in the	-	-

Disclosures for defined benefit plans based on Actuarial Reports as at 31st March 2014

**a) Change in Present Value of Defined Benefit Obligation**

Particulars	Current Year	Previous Year
Present value of obligations at the beginning of the year	1,10,14,000	95,09,000
Current Service Cost	14,36,526	11,74,488
Interest Cost	8,37,475	7,30,638
Actuarial (Gain) / Loss	2,90,120	3,51,934
Benefit paid	-10,91,121	-7,52,060
<b>Present value of obligations at the end of the year</b>	<b>1,24,87,000</b>	<b>1,10,14,000</b>

**b) Change in Fair value of plan assets**

Particular	Current Year	Previous Year
Fair Value of plan assets at the beginning of the year	-	-
Expected return on plan assets	-	-
Employer's contributions	10,91,121	7,52,060
Actuarial gain / (loss) on plan assets	-	-
Benefit paid	-10,91,121	-7,52,060
<b>Fair value of plan assets at the end of the year</b>	<b>-</b>	<b>-</b>

**c) Percentage of each category of plan assets to total fair value of plan assets as at 31st March 2014**

Particulars	Current Year	Previous Year
Obligation on the part of the Company	100%	100%

**d) Reconciliation of the present value of defined benefit obligations and the fair value of plan assets**

Particulars	Current Year	Previous Year
Present value of funded obligations as at the end of the year	0	0
Fair value of plan assets as at the end of the year	0	0
Funded (Assets)/liability recognized in the Balance Sheet as at	0	0
Present value of unfunded (assets) / obligations as at the end	1,24,87,000	1,10,14,000
Unrecognized past service cost	0	0
Unrecognized actuarial (gain)/loss	0	0
<b>Unfunded net (Assets)/liability recognized in the Balance</b>	<b>1,24,87,000</b>	<b>1,10,14,000</b>

e) Net employee benefit expense (Recognized in employment cost) for the year ended on 31st March 2014

Particulars	Current Year	Previous Year
Current Service Cost	14,36,526	11,74,488
Interest Cost	8,37,475	7,30,638
Expected return on plan assets	-	-
Net Actuarial (Gain) / Loss recognized in the year	2,90,120	3,51,934
Past Service cost	0	0
<b>Net Gratuity (income) / expense</b>	<b>25,64,121</b>	<b>22,57,060</b>

f) Detail of Present value of obligation, Plan Assets and Experience Adjustments

Particulars	Current Year	Previous Year
Present value of obligation	1,24,87,000	1,10,14,000
Fair value of plan assets	-	-
(Surplus) / Deficit	1,24,87,000	1,10,14,000
Experience Adjustment	-	-
(Gain)/ Loss on plan liabilities	-	-
(Gain)/ Loss on plan assets	-	-

g) Expected contributions to Gratuity Fund next year Rs. NIL (Previous Year Rs. NIL)

h) The liability for leave encashment and compensated absences as at year end is Rs. 60,35,000 (Previous year liability Rs. 55,70,000)

**NOTE NO – 39:**

Related parties disclosure as per Accounting Standard - 18:

List of related parties

a) **Associates:-**

- i) Global Transgenes Ltd.
- ii) Agri Tech (India) Ltd.
- iii) Nath Biotechnologies Ltd.
- iv) Nath Royal Seed Ltd

b) **Relatives**

Ms. Soniya Kagliwal

c) **Key Management Personnel:-**

Mr. Satish Kagliwal (Managing Director)

d) **Subsidiary Company**

Paithan Mega Food Park Pvt Ltd

e) Transactions carried out with related parties as referred to in (a) to (c) above, in the ordinary course of the business:

Sr no	Name of party	Nature of transactions	Amount in Rupees	
			Current year	Previous year
1	Global Transgenetics Ltd.	Amount Paid	12429414	10321705
		Amount Received	223512	36880671
		Transfer (debit to account)	689772	10321705
		Transfer (credit to account)	72811	10425
2	Agri Tech (India) Ltd.	Transfer (debit to account)	72467729	76163733
		Transfer (credit to account)	181461	1500000
		Amount Paid	22331398	28224228
		Amount Received	72319955	43200000
3	Nath Biotechnologies Ltd.	Transfer (debit to account)	2792470	2436185
		Transfer (credit to account)	0	8177236
		Unsecured loan taken	0	5262606
		Repayment of Unsecured Loan	0	13881275
		Amount Received	8088736	0
4	Nath Royal Seed Ltd	Amount Paid	7975642	458169
		Purchases	91157536	160205460
5	Soniya Kagliwal	Reimbursement of expenses paid	25638365	0
		Production Incentive	542232	0
		Consultancy charges paid	428134	216000
		Transfer (credit to account)	0	668250
		Conveyance Reimb paid	0	108000

		as on 31.03.2014	as on 31.03.2013
		Rs.	Rs
e)	Out standing balances at the year end		
	1 Global Transgenes Ltd.	4581993 Dr	8240870 Cr
	2 Agri Tech (India) Ltd.	129952446 Dr	39558613 Dr
	3 Nath Biotechnologies Ltd.	5573730 Dr	2894354 Dr
	4 Nath Royal Seed Ltd	39756 Cr	0
	5 Ms Soniya Kagliwal	87571 Cr	0
Notes:			
1 Related party relationship is as identified by the Company and relied upon by the Auditors.			
2 No amounts in respect of related parties have been written off/back during the year, nor have been provided for as doubtful debts.			

NOTE NO – 40 :						Current Year	Previous Year
						Rs.	Rs.
CIF value of Imports: –							
Purchase of Win Chi Win & Vegetable Seeds						5817209	30814055
Expenditure in Foreign Currency: - Travelling & Others						1133943	676765
Earning in Foreign Currency:- F O B value of Exports						57020494	49125921
NOTE NO – 41 :							
Difference in Foreign Exchange Gain (Loss) included in other income						-490258	920531
NOTE NO – 42:							
Research & Development Expenditure comprises 20% of the following expenses under the various head allocated as deemed to be expedient by the management.							
						Current Year	Previous Year
						Rs	Rs
a	Payment to and provisions for employee						
	Salaries, wages and bonus					20749078	17448292
	Contribution to provident and other funds					1077980	802552
	Staff Welfare Expenses					507090	301020
b	Other Seed Conditioning Expenses					10257534	9516537
c	Administration and Selling Expenses						
	Miscellaneous Expenses					2654396	3236602
	Travelling and Conveyance					5180606	4308286
	Rates & Taxes					167431	161051
	Rent					2524656	2297668
Total						<b>43118771</b>	<b>38072008</b>
NOTE NO – 43 :							
The net profit (loss) for the purpose of measurement of basic and diluted earnings per share in terms of Accounting Standard - 20 on Earnings Per Share issued by the Institute of Chartered Accountants of India has been calculated as under:							
						Current Year Rs	Previous Year Rs.
Net Profit (loss) as per Profit & Loss Account						243040066	117456939
Less :- Dividend on Preference Shares						0	0
Numerator: Profit Available for equity share holders						243040066	117456939
Denominator: Number of Equity shares outstanding (nos)						16004000	16004000
Denominator for Diluted equity share holder						16004000	16004000
Basic Earnings per share is arrived at by dividing Numerator by Denominator						15.19	7.34
Diluted Earnings per share is arrived at by dividing Numerator for diluted equity share holder by Denominator						15.19	7.34
The nominal value per equity shares is Rupees						10	10
NOTE NO – 44 :							
Previous year's figures have been regrouped / rearranged wherever necessary to conform to the current year's presentation.							

Nandkishor Kagliwal  
Chairman  
DIN:01691691

Satish Kagliwal  
Managing Director  
DIN: 00119601

Laveena Chanchlani  
Company Secretary

Place : Aurangabad  
Date : 30th May 2014

**FORM B**

1.	Name of the Company	NATH BIO-GENES INDIA LIMITED
2.	Annual financial statements for the year ended	31 <sup>ST</sup> March 2014
3.	Type of Audit qualification	Qualified
4.	Frequency of qualification	Annual
5.	Draw attention to relevant notes in the annual financial statements and management response to the qualification in the directors report:	Note No 27D and Sub Heading Auditors report in the Directors Report
6.	Additional comments from the board/audit committee chair	The company has been following this accounting practice for many years and it does not affect the profitability of the Company
7.	To be signed by:  CEO/Managing Director   CFO   Auditor of the Company      Audit Committee Chairman	Satish Kagliwal Managing Director   Devinder Khurana Vice President (Finance)   For Gautam N Associates Chartered Accountants FRN 103117W  Gautam Nandawat Partner Membership No 032742  Mr. Kashinath Iyer Chairman, Audit Committee





# NATH BIO-GENES (INDIA) LIMITED

Registered Office: Nath House, Nath Road, Aurangabad – 431 005

## ATTENDANCE SLIP

(To be handed over at the entrance of the meeting venue)  
ANNUAL GENERAL MEETING - July, 5, 2014

Reg. Folio No. /DP ID & Client ID No.: \_\_\_\_\_

No. of shares held: \_\_\_\_\_

Name of the attending member (in block letters)

\_\_\_\_\_

Name of proxy (in block letters, to be filled in by the proxy attending instead of the member)

\_\_\_\_\_

I hereby record my presence at the Annual General Meeting of the Company at Nath House, Nath Road, Aurangabad – 431 005 on Saturday, July 5, 2014 at 11.00 a.m.

\_\_\_\_\_  
Member's / Proxy's Signature

Notes:

- 1) Interested joint members may obtain attendance slips from the Registered Office of the Company.
- 2) Members/joint members/proxies are requested to bring this slip with them. Duplicate slips will not be issued at the entrance of the conference hall.
- 3) The proxy form must be deposited so as to reach the Registered Office of the Company not less than FORTY-EIGHTHOURS before the time of the Annual General Meeting.

..... TEAR HERE. ....

## PROXY FORM

Reg. Folio No. /DP ID & Client ID No.: \_\_\_\_\_

No. of shares held: \_\_\_\_\_

I/We \_\_\_\_\_ of \_\_\_\_\_ being a member/members of the above-named Company hereby appoint \_\_\_\_\_ of \_\_\_\_\_ or failing him/her \_\_\_\_\_ of \_\_\_\_\_ as my/our proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at Nath House, Nath Road, Aurangabad – 431 005 on Saturday, July 5, 2014 at 11.00 a.m.

Signature:

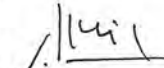

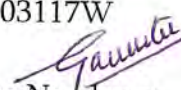
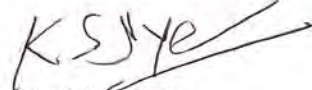
Affix RS.1/-  
Revenue  
Stamp

Date:



# Nath Bio-Genes (I) Ltd.

FORM B

1.	Name of the Company	NATH BIO-GENES INDIA LIMITED
2.	Annual financial statements for the year ended	31 <sup>ST</sup> March 2014
3.	Type of Audit qualification	Qualified
4.	Frequency of qualification	Annual
5.	Draw attention to relevant notes in the annual financial statements and management response to the qualification in the directors report:	Note No 27D and Sub Heading Auditors report in the Directors Report
6.	Additional comments from the board/audit committee chair	The company has been following this accounting practice for many years and it does not affect the profitability of the Company
7.	To be signed by:	
	CEO/Managing Director	 Satish Kagliwal Managing Director
	CFO	 Devinder Khurana Vice President (Finance)
	Auditor of the Company	For Gautam N Associates Chartered Accountants FRN 103117W  Gautam Nandawat Partner Membership No 032742
	Audit Committee Chairman	 Mr. Kashinath Iyer Chairman, Audit Committee

Corporate Office : Nath House, Nath Road, Aurangabad 431005 (MS)  
Ph.: 0240- 2376314/5/6/7, 6645555 Fax : 0240-2376188 Email : info@nathseeds.com  
www.nathbiogenes.com

Mumbai Office : 1, Chateau Windsor, 86 Veer Nariman Road, Mumbai 400 020 (MS)  
Ph.: 022- 22871001, 22875653/4/5 Fax : 022-22875652

**NATH  
GROUP**

