



CAMSON

CAMSON BIO TECHNOLOGIES LIMITED

**3rd October, 2016
Bangalore**

To
The Listing Department
BSE Limited
25th Floor, P J. Towers
Dalal Street
Mumbai - 400 001
Scrip Code: 538858

Dear Sir/Madam,

Sub: Copy of adopted Annual Report


Pursuant to the provisions of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the adopted copy of Annual Report of 22nd Annual General Meeting of the Company held on 28th September, 2016 at Sree Nandhini Palace No 4034, 100 Feet Road, HAL 2nd Stage, Indiranagar, Bangalore – 560 038 as per the Companies Act, 2013.

Please take the documents on record and kindly treat this as compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

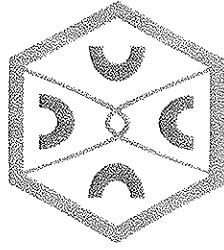
Thanking you

Yours faithfully

For Camson Bio Technologies Limited


Sunil Puri
Director
DIN: 07509682





CAMSON BIO TECHNOLOGIES LIMITED

Annual Report 2015 - 16



DISCLAIMER

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions.

This report and other statements - written and oral - that we periodically make, contain forward-looking statements that set our anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialize or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected.

Readers should bear this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.



Annual Report 2015-16

The Board of Directors

The Board of Directors

Mr. Dharendra Kumar	Managing Director (Up to 19th April, 2016)
Mr. Veerendra Kumar Singh	Managing Director (From 30th May, 2016)
Mr. Akbal Narayan Singh	Director
Mr. Sachin Gupta	Director (From 19th April, 2016 to 8th August, 2016)
Mr. Anurudh Kumar Singh	Independent Director
Mr. Sunil Puri	Independent Director (From 19th April, 2016)
Ms. Gangwani Reeta Satish	Independent Director

Board Committees**Audit Committee**

Mr. Gangwani Reeta Satish	Chairman, Independent Director
Dr. Anurudh Kumar Singh	Member, Independent Director
Mr. Veerendra Kumar Singh	Member, Executive Director

Nominations and Remuneration Committee

Dr. Anurudh Kumar Singh	Chairman, Independent Director
Mr. Sunil Puri	Member, Independent Director
Mr. Akbal Narayan Singh	Member, Non-Executive Director

Stakeholders' Relationship Committee

Mr. Gangwani Reeta Satish	Chairman, Independent Director
Mr. Sunil Puri	Member, Independent Director
Mr. Veerendra Kumar Singh	Member, Executive Director

Corporate Social Responsibility Committee

Mr. Sunil Puri	Member, Independent Director
Dr. Anurudh Kumar Singh	Chairman, Independent Director
Mr. Veerendra Kumar Singh	Member, Executive Director

Registered Office

Survey No.132, Madhure Hobli
Madagondanahalli
Doddaballapur, Bangalore-561 203
CIN: L85110KA1993PLC014944
Tel: +91 81193 00000

Corporate office

C-7, 7th Floor, Corporate Block
Golden Enclave, Old Airport Road
Bangalore-560 017
Tel: +91-80-40768900
Fax: +91-80-40768905



Website : www.camsonbiotechnologies.com

Email ID: info@camsonbiotechnologies.com

Registrar & Transfer Agents

Integrated Enterprises (India) Limited
Registrar and share transfer Agents
No.30, Ramana Residency
4th Cross, Sampige Road,
Malleshwaram, Bangalore - 560 023
Tel: +91-80-2346081/5/818

Integrated Enterprises (India) Limited
Registrar and share transfer Agents
No.30, Ramana Residency
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Message from Managing Director



Message from Managing Director

Dear Valued Shareholders,

I hope this letter finds you in good spirits.

Your Company has been working extensively to make this world a safe and healthy place to live. As you all know due to pesticides residue has contaminated water, soil, atmosphere and the life expectancy is question mark. We hear every day about the impact of residue on all living creatures on this earth. Camson has taken the lead in developing ("Zero Residue") products for the Agricultural Segment.

The last 2 years has witnessed a very disturbing trend of climatic changes all over the world and even in India we have faced extremely bad weather. The agriculture sector on the whole has been hit due to continuous drought, floods effecting one or the other state of the country. Our poor farmers had to bear the brunt of this climatic change as the agriculture is totally dependent on weather gods.

Your Company too had to face immense hardship in unsold stocks, excess production, poor upliftment of the stock and poor collection of the outstanding's. We in the management team have taken steps to streamline the operation and as a result of poor performance have to reduce the size of the total number of manpower and relook at the operations in different markets.

We are in the process of changing the methods of marketing, distribution, cutting costs wherever possible without sacrificing overall performance of the organization.

Your Company has taken proactive steps in taking back the stocks from the market and has taken a stand to change the course of business by concentrating only on cash crops. Your Company has also taken a stand to deal only with goods and respected and reputed dealers/distributors to ensure timely recovery of the outstanding.

The government too has taken steps looking at the adverse situation that the farmers of the country are facing to write off the loans of the farmers and has also advised Banks to go slow on recovery from the farmers and also from those Companies which are related to farmers or Agriculture.

The entire management team has tightened the belts to streamline the operations and turn around the Company and also removing of undesirable staffs from the Company.

Our demerged entity Camson Seeds Limited has already received in-principle approval from BSE and will soon be permitted to trade on the bourses.



I would like to thank all our shareholders, vendors, Bankers, employees, stakeholders, etc. for their unwavering support during difficult times.

We look forward to your continued support because we at Camson are extremely confident about our future, "that's due to our unique technology".

Best Wishes,

Veerendra Kumar Singh
Managing Director



NOTICE



Camson Bio Technologies Limited

Registered office: Sy. 132, Madhure Hobli, Madagondanahalli, Doddabalapur
Bangalore-561 203

CIN: L85110KA1993PLC014944

Telephone: 080 - 40768900; Fax: 080 - 40768905

Website: www.camsonbiotechnologies.com

Notice is hereby given that the 22nd Annual General Meeting of the Members of Camson Bio Technologies Limited will be held on Wednesday, 28th day of September, 2016 at 03.30 P.M. at Sree Nandhini Palace No 4034, 100 Feet Road, HAL 2nd Stage, Indiranagar, Bangalore – 560 038 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the standalone and consolidated Financial Statements of the Company for the financial year ended March 31, 2016, the Statement of Profit and Loss of the Company for the year ended as on that date together with the Auditors' Report thereon and the Board's Report including Secretarial Audit Report.
2. To appoint a Director in place of Mr. Veerendra Kumar Singh, (holding DIN: 00296486), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Messrs Deloitte Haskins & Sells LLP, Chartered Accountants as the Statutory Auditors of the Company.

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 read with (Audit and Auditors Rules), 2014, (the rules), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) Messrs Deloitte Haskins & Sells LLP, Chartered Accountants, Bangalore (Firm Registration No: 117366W/W-100018), who have offered themselves for appointment and have confirmed their eligibility to be appointed as Auditors, in terms of provisions of Section 141 of the Act, be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Meeting until the conclusion of the fifth consecutive Annual General Meeting (up to the Financial Year ending 2021) of the Company on such remuneration as may be agreed upon by the Audit Committee / Board of Directors in consultation with the Auditors, in addition to the applicable taxes and reimbursement of all out-of-pocket expenses in connection with the audit of the accounts of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”



SPECIAL BUSINESS:

4. To ratify the remuneration payable to Messrs Murthy & Co. LLP, Cost Auditors appointed for the financial year 2016-17:

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof,) the appointment of Messrs Murthy & Co. LLP, Cost Accountants, Bangalore, as Cost Auditors of the Company for conducting the Cost Audit of the accounts for the financial year ending 31st March, 2017 on a remuneration of Rs. 75,000/- (Rupees Seventy Five Thousand only) in addition to the applicable taxes and reimbursement of out-of-pocket expenses, at actuals, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

5. Appointment of Mr. Veerendra Kumar Singh as the Managing Director:

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

“RESOLVED THAT in accordance with the provisions of Sections 2(54), 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), subject to such sanctions as necessary, approval of the members be and is hereby accorded to appoint Mr. Veerendra Kumar Singh (holding DIN: 00296486) as the Managing Director of the Company for a period of three (3) years with effect from May 30, 2016, on the terms and conditions of appointment as may be determined, at a remuneration which shall not exceed Rs. 36,00,000/- (Rupees Thirty Six Lakhs only) per annum till such time as may be reviewed by the Nomination and Remuneration Committee from time to time.

The overall remuneration (inclusive of all allowances and perquisites) shall not exceed Rs. 36,00,000/- (Rupees Thirty Six Lakhs only) per annum;

The following perquisites should be included in the computation of the ceiling on remuneration:

- (a) Housing: House Rent Allowance shall be paid which should not exceed Rs. 1,00,000/- per month.
- (b) Gratuity not exceeding half a month's basic salary for each completed year of service.



- (c) Conveyance and Telephone: Provisions of car for use on Company business and telephone at residence will not be considered as perquisites. The Director will repay the Company the cost of any personal long distance calls on telephone. Personal use of car to be considered as a perquisite.
- (d) Earned/Privilege leave: One full month's basic salary as per the rules of the Company but not more than one month's leave for every eleven months of service. If required, leave accumulated will be allowed to be encashed.
- (e) Contribution to Provident fund, superannuation fund or annuity fund will not be included in the computation of the ceiling on perquisites.

However, the following shall not form part of the Managerial Remuneration:

- (a) **REIMBURSEMENT OF EXPENSES:** Reimbursement of all actual expenses on travel, entertainment, etc. legitimately incurred in the course of duties.
- (b) **TELEPHONE:** A residential telephone, mobile phone along with all the calling facilities, Laptop Computer and one Internet Services connection will be provided by the Company at its cost to facilitate the performance of duties.
- (c) **CONVEYANCE:** Chauffeur driven car provided by the Company for performance of duties. All expenses towards this facility will be borne by the Company.

He will not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof of the Company nor shall be liable to retire by rotation

Minimum Remuneration:

Notwithstanding anything to the contrary herein where in any financial year during the currency of tenure of the Managing Director, the Company has no profits or its profits are inadequate, the above remuneration payable by way of salary and perquisites shall be deemed as minimum remuneration but however subject to the approval of the Central Government and/ or limits laid down under Schedule V of the Companies Act, 2013 including any statutory modification or re-enactment thereof as may be for the time being in force.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to vary, alter or modify the terms and conditions including remuneration as may be directed by the Central Government and as may be agreed to by the Board of Directors and Mr. Veerendra Kumar Singh.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to vary the terms of appointment of Mr. Veerendra Kumar Singh within the limits prescribed under Schedule V of the Companies Act, 2013 without seeking further approval from the Shareholders.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as they



may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company.”

6. Appointment of Mr. Sunil Puri as a Director:

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Sunil Puri (holding DIN: 07509682), who was appointed as an Additional Director with effect from 19th April, 2016 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

7. Appointment of Mr. Sunil Puri as the Independent Director of the Company:

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and qualifications of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) and Listing Regulations, Mr. Sunil Puri (holding DIN: 07509682) who was appointed as Independent Director at the Board Meeting held on 19th April 2016 approval of members be and is hereby accorded for his appointment as an Independent Director of the Company to hold office for 5 (five) years from 19th April, 2016 to 18th April, 2021.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

8. Appointment of Mr. Sachin Gupta as the Director of the Company:

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Sachin Gupta, who was



appointed as an Additional Director with effect from 19th April, 2016 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company.”

9. Appointment of Mr. Sachin Gupta as the Managing Director and ratification of his terms of appointment:

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

“RESOLVED THAT in accordance with the provisions of Sections 2(54), 196, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of members be and is hereby accorded to appoint Mr. Sachin Gupta (holding DIN: 00145550) as the Managing Director of the Company, on the terms and conditions of appointment as may be determined, at a remuneration of Re. 1/- (Rupee One only) per month as indicated by the appointee till such time as the Nomination and Remuneration Committee may review from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all necessary actions for giving effect to the above resolution, including filing requisite returns with the Ministry of Corporate Affairs.

Minimum Remuneration:

Notwithstanding anything to the contrary herein where in any financial year during the currency of tenure of the Managing Director, the Company has no profits or its profits are inadequate, the above remuneration payable by way of salary and perquisites shall be deemed as minimum remuneration but however subject to the approval of the Central Government and/ or limits laid down under Schedule V of the Companies Act, 2013 including any statutory modification or re-enactment thereof as may be for the time being in force.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to vary, alter or modify the terms and conditions including remuneration as may be directed by the Central Government and as may be agreed to by the Board of Directors and Mr. Sachin Gupta.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company.”



10. Shifting of Registered Office of the Company:

To consider and, if thought fit, to pass, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to Section 12(5) and other applicable provisions of the Companies Act, 2013 and rules, regulations and amendments, if any, the Registered Office of the Company be shifted from Sy. 133, 132, 125, 130,84, Madhure Hobli, Madagondanahalli, Dodabalapur-561 203 to C7, 7th Floor, Corporate Block, Golden Enclave, Old Airport Road, Bangalore-560 017 falling under the jurisdiction of HAL Police Station which is outside the local limits of the town where it is presently situated but within the same state..

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all necessary actions for giving effect to the above resolution, including filing requisite returns with the Ministry of Corporate Affairs”.

11. Appointment of Mr. Peter Joseph Kennedy as the Director of the Company:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Peter Joseph Kennedy (holding DIN: 06377043), who was appointed as an Additional Director with effect from 2nd September, 2016 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

12. Appointment of Mr. Yong Teck Seong Daniel as the Director of the Company:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Yong Teck Seong Daniel (holding DIN: 07578621), who was appointed as an Additional Director with effect from 2nd September, 2016 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013, proposing his



candidature for the office of a Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

For and on behalf of Board of Directors

Bangalore

Date: 2nd September, 2016

Veerendra Kumar Singh
Managing Director
DIN: 00296486



NOTES

1. A Member Entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote instead of Himself/ Herself and such proxy need not be a member of the Company. Proxies in order to be effective must be received at the Registered Office of the Company at least 48 hours before the Meeting. A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. Explanatory Statement as per Section 102 of the Companies Act, 2013 is attached hereto.
3. The Register of Members and the Share Transfer books of the Company will remain closed from 22nd September, 2016 to 28th September, 2016 (both days inclusive).
4. All correspondences relating to change of Address, Transfer and Demat of Shares may be addressed to our Registrar and Share Transfer Agent, Integrated Enterprises (India) Limited, No. 30, Ramana Residency, 4th Cross, Sampige Road, Malleswaram, Bangalore - 560 003, Phone : 080-23460815 to 818, Fax: 080-23460819, E-mail: irg@integratedindia.in
5. Members are requested to quote the Folio Numbers or Demat Account Numbers and Depository Participant ID (DPID) in all correspondence to the Registrar and Share Transfer Agents of the Company.
6. Members holding Shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical Shares and for ease of portfolio management. Members can contact the Company or Integrated Enterprises (India) Limited for assistance in this regard.
7. Members holding Shares in physical form in identical orders of names in more than one folio are requested to send to the Company, or Integrated Enterprises (India) Limited, the details of such folio together with the Shares Certificates for consolidating their holding in one folio. A consolidated Share Certificate will be returned to such Members after making requisite changes thereon.
8. In case of joint holders attending the Meeting, the Member whose name appears first in the order of names as per the Register of Members of the Company will be entitled to vote.
9. Members seeking any information with regard to the Annual Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the Meeting.
10. Pursuant to SEBI notification no. MED/ DOP/ Circular/05/2009 dated May 20, 2009, it has become mandatory for the transferee(s) to furnish copy of PAN Card to the Company/ RTA to enable/effect transfer of Shares in physical form.



11. The Equity Shares of the Company are available for trading in dematerialized form (electronic form) through depository participants. The Company has entered in to agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited.
12. The Equity Shares of the Company are available for trading in dematerialized form (electronic form) through depository participants. The Company has entered in to agreements with National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL). ISIN Code No. INE 845 E01012. All Shareholders holding Shares in physical form are requested to make use of this facility. Members are requested to open De-mat account with any of the depository participants to enable transactions in electronic mode.
13. In terms of Section 205A read with Section 205C of the Companies Act, 1956, the Dividend declared for the year ended 31st March, 2009 and for all the preceding financial years which remain unclaimed for a period of seven years will be transferred to the Investor Education and Protection Fund established by the Central Government. Members are requested to note that no claims shall lie against the Company or the said Fund in respect of any amounts which are unclaimed and unpaid for a period of seven years from the dates that they first became due for payment and no payment shall be made in respect of any such claims.
14. The notice of the Annual General Meeting along with the Annual Report for the financial year 2015-16 is being forwarded in electronic mode to those Members whose e-mail address are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail address, physical copies are being sent through the permitted mode.
15. To support the 'Green Initiative', the Members who have not registered their e-mail address are requested to register the same with Integrated Enterprises (India) Limited / Depositories.
16. A Corporate Member intending to send its authorized representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board Resolution authorizing such a representative to attend and vote on its behalf at the Meeting.

Voting through electronic means:

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the 22nd Annual General Meeting to be held on Wednesday 28th September, 2016 at Sree Nandhini Palace No 4034, 100 Feet Road, HAL 2nd Stage, Indiranagar, Bangalore – 560 038 at 3.30 PM. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The instructions for E-voting are as under:

(A). The instructions for Shareholders voting electronically are as under:

- (i) The voting period begins on 25th September, 2016 (9 A.M.) and ends on 27th September 2016 (5 P.M.). During this period Shareholders' of the Company, holding



Shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21st September 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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



- (i) After entering these details appropriately, click on "SUBMIT" tab.
- (ii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (v) 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.
- (vi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (vii) 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.
- (viii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (ix) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (x) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xi) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xii) Note for Non – Individual Shareholders and Custodians
 - Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.



- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizer to verify the same.

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

Other instructions:

- (i) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
- (ii) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 21st 2016.
- (iii) The Board of Directors has appointed Mr. Vijayakrishna K T, Practising Company Secretary, (Membership No. FCS 1788 and CP-980) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. Mr. Vijayakrishna K T has conveyed to the Company his willingness to act as such. The Scrutinizer shall within a period not exceeding Forty Eight (48) hours from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman/Designated Director of the Company.
- (iv) The Results shall be declared within Forty Eight hours (48) from the conclusion of the AGM. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website: <http://www.camsonbiotechnologies.com/> and on the website of CDSL within Forty Eight hours (48) of passing of the Resolutions at the AGM of the Company and communicated to the Stock Exchanges, where the Equity Shares of the Company are listed.
- (v) Further, members may note the following:
 - a. Remote e-voting shall not be allowed beyond the said date and time.
 - b. The Company is providing facility to vote on a poll to the members present at the Meeting.



- c. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- d. A person whose name is recorded in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or voting in the General Meeting.
- e. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal hours (10.00 A.M. to 12.00 noon) on all working days, up to and including the date of the Annual General Meeting of the Company.

Date: 2nd September, 2016
Place: Bangalore

For and on behalf of the Board

Veerendra Kumar Singh
Managing Director
DIN: 00296486



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1)
OF COMPANIES ACT, 2013**

ITEM NO. 4:

In terms of Section 148 of the Companies Act, 2013 ('Act') and the Rules made thereunder, the Company is required to maintain Cost Audit records and to have the same audited by a Cost Auditor. Further, Rule 14 of Companies (Audit and Auditors) Rules 2014 requires that the remuneration payable to the Cost Auditor shall be ratified by the Shareholders.

Based on the recommendation of the Audit Committee, the Board of Directors has appointed Messrs Murthy & Co LLP as Cost Auditor, for conducting the Cost Audit for the financial year 2016-17 on a remuneration of Rs. 75,000/- (Rupees Seventy Five Thousand only) in addition applicable taxes and reimbursement of out-of-pocket expenses.

The Company has received a Certificate from the Cost Auditor confirming its independence and arm's length relationship with the Company and their willingness to act as Cost Auditor of the Company.

The Board recommends the proposed resolution for approval by the Shareholders.

None of the Directors, Key Managerial Personnel of the Company and relatives of any of the Directors or Key Managerial Personnel of the Company are concerned or interested in Resolution set out at item no. 4.

ITEM NO. 5:

Appointment of Mr. Veerendra Kumar Singh as the Managing Director:

Mr. Veerendra Kumar Singh, who joined the Company in the year 2007 as the Non-Executive Director of the Company is being appointed as the Managing Director. The Company is in the process of restructuring the Board and in the interest of the Company and considering his contribution; the Board of Directors decided to appoint him to this position.

He is not disqualified from being appointed as Director under Section 164 of the Companies Act, 2013 and has given his consent to act as a Managing Director.

Other than Mr. Veerendra Kumar Singh and Mr. Akbal Narayan Singh and their relatives, none of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Resolution as set out in item no. 5 of this notice.

The Board recommends an Ordinary Resolution set out in Item No. 5 of the Notice for approval by the Shareholders.

Further, the Shareholders may note that Mr. Veerendra Kumar Singh provided the Company technical professional services in respect of the design, development, implementation, rectification and erection of factory project of the Company in the financial year 2015-16.



Brief background of Mr. Veerendra Kumar Singh is furnished below:

As required under Listing Regulations, 2015, the required information is made available to the Shareholders:

i.	Name of the Director	Mr. Veerendra Kumar Singh	
ii.	Date of Birth	25th October, 1960	
iii.	Qualification	Master of Engineering degree and an MBA	
iv.	Experience	He has over 20 years of diverse experience in the fields of engineering and production, management and sales. He has also been a first-generation entrepreneur running a successful venture of environmentally-viable infrastructure focused on the gainful use of solar energy.	
v.	Shareholding in Camson Bio Technologies Limited as on 31st March, 2016	1,10,000	
vi.	Interest in Companies and nature of Interest:		
	Sl. No.	Name of the Company/Firms	Nature of Interest
	1.	Sando Machine Private Limited	Director

ITEM NO. 6 AND 7:

In the interest of the Company, the Management felt that the Board needs to be strengthened by inducting seasoned professionals from diversified background.

The Board of Directors at its Meeting held on 19th April, 2016 appointed Mr. Sunil Puri as an Additional Director with effect from April 19, 2016 pursuant to Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company. He holds office upto the date of the ensuing Annual General Meeting.

Pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Listing Regulations, 2015, it is proposed to appoint Mr. Sunil Puri as an Independent Director of the Company to hold office for 5 (Five) consecutive years from 19th April, 2016 up to 18th April, 2021.

Further, he is not disqualified from being appointed as Director under Section 164 of the Companies Act, 2013 and has given his consent to act as a Director.



The Company has received notice in writing from members along with the deposit of the requisite amount under Section 160 of the Act proposing his candidature for the office of Director of the Company.

The Company has also received declaration from Mr. Sunil Puri stating that he has met with the criteria of Independence as prescribed both under sub-section (6) of Section 149 of the Act and under Listing Regulations, 2015.

Other than the Director and his relatives whose appointment is proposed, none of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Resolutions as set out in item no. 6 and 7 of this notice.

The Board recommends an Ordinary Resolutions set out in Item No. 6 and 7 of the notice for approval by the Shareholders.

As per the requirement of Listing Regulation, 2015 on Corporate Governance for appointment of the Directors / re-appointment of the retiring Directors, a statement / brief profile containing details of the concerned Directors are given below:

i.	Name of the Director	Mr. Sunil Puri
ii.	Date of Birth	21st December, 1953
iii.	Qualification	BA Hons (Economics) from Lucknow University
iv.	Experience	He has spearheaded national and international sales endeavors for the UB Group since 1990 and was a Managing Director of the United Breweries Shepherd Neame, UK for two years. He was responsible for the overall management of sales, marketing and finance operations in the organization.
v.	Shareholding in Camson Bio Technologies Limited as on 31st March, 2016	Nil
vi.	Interest in Companies and nature of Interest:	N.A



ITEM NO. 8 AND 9:

Mr. Sachin Gupta was appointed as an Additional Director and Managing Director of the Company as 19th April, 2016, post resignation of Mr. Dharendra Kumar, former Managing Director, at a remuneration of Re. 1 (Rupee One only) per month till such time the Company achieves turnaround. Due to some unavoidable circumstances and personal reasons, he resigned from the post of Managing director but continued to be as an Additional Director of the Company. As on 8th August, 2016, he resigned from the post of Additional Director.

Brief Profile of Mr. Sachin Gupta is provided hereunder for ratification of his terms of appointment as the Managing Director and Director from 19th April, 2016 up to 8th August, 2016.

The Board of Directors at its Meeting held on April 19, 2016 appointed Mr. Sachin Gupta as an Additional Director with effect from 19th April, , 2016 pursuant to Section 161(1) of the Companies Act, 2013 and Article of Association of the Company. He holds office upto the date of the ensuing Annual General Meeting.

Further he is not disqualified from being appointed as Director under Section 164 of the Companies Act, 2013 and has given his consent to act as a Director.

The Company has received notice in writing from members along with the deposit of the requisite amount under Section 160 of the Act proposing his candidature for the office of Director of the Company.

The Company has also received declaration from Mr. Sachin Gupta stating that he has met with the criteria of Independence as prescribed both under sub-section (6) of Section 149 of the Act and under Listing Regulations, 2015.

Other than the Director and his relatives whose appointment is proposed, none of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Resolution as set out in item no. 8 and 9 of this notice.

The Board recommends an Ordinary Resolutions set out in Item No. 8 and 9 of the Notice for approval by the Shareholders.

As per the requirement of Listing Regulation, 2015 on Corporate Governance for appointment of the Directors / re-appointment of the retiring Directors, a statement / brief profile containing details of the concerned Directors are given below:



i.	Name of the Director	Mr. Sachin Gupta
ii.	Date of Birth	6th July, 1960
iii.	Qualification	LLM from Mumbai University, Executive Programs IMD from Lusanne and Executive Program LSC from London and International Human Rights Law from Thessaloniki Greece.
iv.	Experience	30 years work experience as a litigator and General Counsel specializing in structured finance, both in domestic and international corporate law. As Group General Counsel of IL&FS was responsible for advising on all issues relating to Corporate Law, structuring and advising on all legal aspects related to various business verticals covering Infrastructure Funding and Execution, Financial Services , Fund Management Capital Market Operations, etc.
v.	Shareholding in Camson Bio Technologies Limited as on March 31, 2016	Nil
vi.	Interest in Companies and nature of Interest:	N.A

ITEM NO. 10:

The Board of Directors has decided to shift the Registered Office of the Company for convenience of the transacting the day to day operations as the old registered office address is located at a place which is sometimes very difficult to trace for the vendors, dealers, Shareholders and far from the main city. Keeping in mind all the things and convenience of people and employees, the Board has decided to shift the Registered Office to the urban area of city.

In terms of Section 12 of the Companies Act, 2013, approval of the Shareholders is required for the purpose of shifting the Registered Office of the Company outside the local limits of the city but within the same State.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Resolution as set out in item no. 10 of this notice.

The Board recommends a Special Resolution set out in Item no. 10 of the notice for approval by the Shareholders.

**ITEM NO. 11 and 12:**

The Board of Directors at its Meeting held on 2nd September, 2016 appointed Mr. Peter Joseph Kennedy and Mr. Yong Teck Seong Daniel as an Additional Directors with effect from 2nd September, 2016 pursuant to Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company. They hold office upto the date of the ensuing Annual General Meeting.

Pursuant to the provisions of Sections 149, 150, 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Listing Regulations, 2015, it is proposed to appoint Mr. Peter Joseph Kennedy and Mr. Yong Teck Seong Daniel as the Non-Executive Directors of the Company

Further, they have confirmed that they are not disqualified from being appointed as Directors under Section 164 of the Companies Act, 2013 and has given their consent to act as the Directors.

The Company has received notice in writing from members along with the deposit of the requisite amount under Section 160 of the Act proposing his candidature for the office of Director of the Company.

Other than the said Directors and their relatives whose appointments are proposed, none of the Directors, Key Managerial Personnel or their relatives is concerned or interested in the proposed Resolutions as set out in item no. 11 and 12 of this notice.

The Board recommends an Ordinary Resolutions set out in Item No. 11 and 12 of the notice for approval by the Shareholders.

As per the requirement of Listing Regulation, 2015 on Corporate Governance for appointment of the Directors / re-appointment of the retiring Directors, a statement / brief profile containing details of the concerned Directors are given below:

i.	Name of the Director	Mr. Peter Joseph Kennedy
ii.	Date of Birth	22nd August, 1965
iii.	Qualification	He holds an MBA and BA from the Hagan School of Business, Iona College.
iv.	Experience	Mr. Kennedy was a highly ranked senior research analyst at Morgan Stanley for eight years in New York and London, most recently as Executive Director and head of the telecom and media research team where he led 11 IPOs. Mr. Kennedy has significant private market transaction experience
v.	Shareholding in Camson Bio Technologies Limited as on 31st March, 2016	Nil
vi.	Interest in Companies and nature of Interest:	N.A

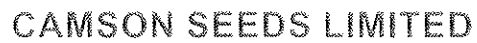


i.	Name of the Director	Mr. Yong Teck Seong Daniel
ii.	Date of Birth	19th May 1977
iii.	Qualification	He holds BA and MEng, Engineering from University of Cambridge
iv.		ExperienceDaniel was in the pioneer team in the Company responsible for sourcing of opportunities in Asia, especially in China/HK, India, other parts of South East Asia and was also involved in selected transactions within the Middle East. He has conducted extensive financial and commercial due-diligence on target companies, built financial models to project company's performance and for valuation purposes
v.	Shareholding in Camson Bio Technologies Limited as on 31st March, 2016	Nil
vi.	Interest in Companies and nature of Interest: N.A	

For and on behalf of the Board

Date: 2nd September, 2016
Place: Bangalore

Veerendra Kumar Singh
Managing Director
DIN: 00296486





Board's Report



BOARD'S REPORT

Dear Members,

Your Directors take immense pleasure in presenting their 22nd Annual Report on the business and operations together with the Audited Accounts of the Company for the year ended 31st March, 2016.

Standalone Financial Results:

	(Rs. in million)			
	Standalone		Consolidated	
	FY2016	FY2015	FY2016	FY2015
Net Sales	254.03	1,693.82	621.15	2,030.20
Profit before depreciation & taxation	(182.10)	184.51	(202.86)	160.88
Less: Depreciation	217.18	134.03	232.24	139.97
Less: Provision for taxation	(20.93)	19.66	(20.88)	19.79
Add: Prior period adjustment (Taxation)	-	-	-	-
Profit after tax	(378.35)	30.82	(414.23)	1.12
Minority interest	-	-	(19.84)	(18.23)
Profit after Taxes, Minority interest	(378.35)	30.82	(394.39)	19.36
Balance brought forward from last year	849.73	798.44	842.34	802.52
Opening consolidation Loss adjustment	-	-	(2.65)	-
On account of de-merger	957.89	-	957.89	-
Profit of Camson Seeds Limited (Demerged Company) for the FY 2014-15	48.89	-	48.89	-
Profit available for appropriation	(535.39)	829.26	(561.47)	821.88
Appropriations				
Transfer to capital reserve	-	-	57.32	-
Adjusted from fixed assets	-	9.97	-	9.97
Impact of deferred tax	-	0.89	-	0.89
ESOP amortization	-	0.03	-	0.03
Proposed dividend on equity shares	-	(25.23)	-	(25.23)
Corporate dividend tax	-	(4.29)	-	(4.29)
Balance carried forward	(535.39)	849.73	(618.79)	842.34



Financial and Operational Review:

FY 2016 was a challenging year for the bio-agri sector in India, marked by unfavorable weather conditions and subdued market demand. The Company registered a decline standalone Net Sales by 85% compared to previous year by Rs. 1440 mn primarily due to demerger of seeds segment separately in Camson Seeds Limited during the FY 2015-16. Revenue contribution from the Agri Biotech (Biocides) business has also declined by 57.6%.

On a consolidated basis, FY 2016 Revenue witnessed decrease of 69.5% on y-o-y basis, to Rs. 1,409.00 mn primarily due to demerger of seeds segment separately in Camson Seeds Limited during the FY 2015-16. There is decline by 57.6% in the Agri Biotech business segment due to the ongoing portfolio rationalization. In line with the management expectations and the ongoing focus on the core biocides business.

Camson Bio Technologies' 'Zero-Residue' biocides products continued to be the market leader in the fast growing organic agri space. Your Company continues to focus on technology and innovation with new product launches and innovative variants of existing products to make them more effective and efficient. This further enhances the Company's leading market position in the zero-residue biocides business.

Camson's focus on providing its customers with a wide range of products has resulted in the requirement of a strong marketing and distribution network. Camson has terminated the services of many C&F Agents in various states and wants to focus on only big Distributors who will also act as C&F Agents to ensure requisite delivery volumes in a timely and cost efficient manner.

Dividend:

The Company has a Dividend Policy that balances the dual objective of appropriately rewarding its Shareholders and retaining capital to support future growth. In view of the losses incurred during the year, your Board has not recommended any dividend.

Share Capital:

During the year under review, the Company has not issued any Equity Shares and therefore the Issued, Subscribed and Paid-up Equity Share Capital of your Company stands unchanged. As of 31st March, 2016, the outstanding, issued and paid-up equity shares stood at 29,999,840.

General Reserves:

The Company has not transferred any amount to the General Reserves.

Term Loan and Working Capital:

Standalone Basis: As of 31st March, 2016, the Company had total debt of Rs. 458.69 mn, Cash and Cash Equivalents were Rs. 3.02 mn resulting in Net Debt of Rs. 455.67 mn. Total Debt consists of Rs. 94.85 mn of Long Term loans and Rs. 363.84 mn of Working Capital loans inclusive of current portion of long term loans maturing within 12 months of the Balance Sheet date. As of 31st March,



2016, Camson had leverage profile with Total Debt / Net Worth ratio of 0.44x and Net Debt / EBITDA of (3.45 x).

Consolidated Basis: As of 31st March, 2016, the Company had total debt of Rs. 589.85 mn. Cash and Cash Equivalents were Rs. 5.93 mn resulting in Net Debt of Rs. 583.93 mn. Total Debt consists of Rs. 108.83 mn of Long Term loans and Rs. 481.03 mn of Working Capital loans inclusive of current portion of long term loans maturing within 12 months of the balance sheet date.

The Company continues to focus on judicious working capital management. Key working capital parameters were kept under strict check through continuous monitoring during the year. Camson also deploys a robust cash management system to ensure timely servicing of its liquidity obligations.

Fixed Deposits:

During the year under review, your Company has neither invited nor accepted any fixed deposits from the public within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (acceptance of Deposits) Rules, 2014.

Particulars of Loans, Guarantees or Investments:

The loans or guarantees given by the Company covered under the provisions of Section 186 of the Companies Act, 2013 are annexed to this Report. The details of the investments made by Company are given in the notes to the financial statements and as below:

Sl. No.	ADVANCES	
I	Subsidiary/Associate Investment in Equity shares of Camson Agri-Ventures Private Limited	Amount (in Rs) 59,790,600/-

Guarantees and Security

A corporate guarantee of Rs. 130,000,000/- (Rupees Thirteen Crores only) was given to Corporation Bank against the borrowing availed by Camson Agri-Ventures Private Limited, Subsidiary Company.

Dematerialization:

During the year, there was no change in the total number of outstanding Shares as on 31st March, 2016. During the year 23,634,951 Equity Shares of the Company have been dematerialized as at 31st March, 2016. Around 78.78% of the Shares of the Company have now been dematerialized as on 31st March, 2016.

Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to facilitate trading of their Shares and eliminate risks associated with physical



Shares. Members can contact the Company's Share Registrars and Transfer Agents for assistance in this regard.

Internal Control Systems and their Adequacy:

Camson has an effective internal control and risk mitigation system, commensurate with the size, scale and complexity of its operations. The objective of the internal control system is to ensure that operations are conducted in adherence to the corporate policies, identify areas of improvement and ensure compliance with the applicable rules and regulations. The scope and authority of the Internal Audit function is defined in the Internal Audit Manual. To maintain its objectivity and independence, the Internal Audit function reports to the Audit Committee.

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control system and makes suggestions to strengthen the same. The Internal Auditor monitors and evaluates the efficacy and adequacy of Internal Control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of Internal Audit function, process owners undertake corrective actions in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board. The Company has adopting Standard Operating Procedures (SOP) and delegated roles and responsibilities to various Department heads for effective implementation of the same for further strengthening the Internal Control Systems. This is to ensure that the Company conducts its business with highest standards of statutory, legal and regulatory compliance.

Corporate Social Responsibility (CSR):

Information on the composition of the Corporate Social Responsibility (CSR) Committee is provided in the Corporate Governance Report that forms part of this Annual Report.

Furthermore, as required by Section 134(3)(o) of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014, additional information on the Policy and implementation of CSR activities by your Company during the year are provided in Annexure to this report.

However, for the Financial Year 2015-16, the Company's Net loss after tax on Standalone basis was Rs. 37.83 Crores and based on net worth and turnover criteria also, the Company was not warranted to spend any monies on CSR activities. [Annexure A]

Conservation of Energy:

Your Company believes that Energy Conservation is an important parameter that indicates how efficiently a Company can conduct its operations. We strongly believe in the social welfare and environmental well-being. We always strive to put our best foot forward, to reduce the harmful emissions and are truly committed towards building an environment friendly organization.

The Company ensures that the manufacturing operations are conducted in the manner whereby optimum utilization and maximum possible savings of energy is achieved. The nature of our



manufacturing process is such that it does not have a significant ecological footprint and therefore, for the year, no specific investments were required to be made in further reducing the energy consumption. As the impact of measures taken for conservation and optimum utilization of energy are not quantitative, its impact on cost cannot be stated accurately.

Technology Absorption:

The Company's products are manufactured using in-house know how and research facilities and no outside technology is being used for manufacturing activities. Therefore no technology absorption is required. The Company constantly strives for maintenance and improvement of the quality of its products and entire Research and Development activities are directed to achieve the aforesaid goal. The details of the same are annexed. [Annexure B]

The in-house developed 'Proprietary Technology Platform' and research facilities are augmented with latest operating systems, a large library of microbes & microbial cultures and scientific testing tools. Your Company places significant emphasis on creating and managing the Intellectual Property in the areas of biocides inputs, water soluble natural fertilizers and hybrid seeds. Additionally, the Company continues to identify and develop new technology in order to meet the expected future requirements.

Foreign Exchange Earnings and Outgo:

Camson is making marketing efforts in selected countries and exploring new markets. The Company regularly participates in prestigious international exhibitions and conducts market surveys. During the year, Camson spent Rs. 17,01,574/- (Rupees Seventeen lakh one thousand five hundred seventy four only) in foreign exchange towards Directors' travel expenses.

Human Resource and Industrial Relations:

The Company places a high importance on the development and retention of its human resources as well as providing employees with safe and healthy work environment. The human resource department of the Company is focused on ensuring a right fit between the human resource policies and the overall strategic direction of the Company to enhance stakeholder value. We have laid down HR policies and several best practices such as incentive policy and stock options to encourage the employee fraternity. Your Company has recruited various industry professionals to meet the current and future needs of the organization. There are no financial or commercial transactions that resulted in a conflict of interest between senior management and the Company.

Your Company strictly believes that maintaining cordial industrial relations is the key to progress of the firm, individuals, management, industry and nation.

Key Managerial Personnel:

During the year under review, the Key Managerial Personnel of the Company comprised of the following members:



No.	Name of the person Messrs	Designation
1.	Dhirendra Kumar	Managing Director*
2.	Santosh Ramakrishna Nair	CEO and Whole-time Director*
3.	Narendran Rabindranath	CFO*
4.	Bhamidi Satya Krishna Sirish	Company Secretary*

- *1. Mr. Dhirendra Kumar resigned from the office of Directorship w.e.f. 19th April, 2016.
 2. Mr. Santosh Ramakrishna Nair resigned on 31st March, 2016 from the office of his directorship and post of CEO of the Company.
 3. Mr. Narendran Rabindranath resigned from the post of CFO w.e.f. 4th June, 2016
 4. Mr. Bhamidi Satya Krishna Sirish resigned from the post of Company Secretary w.e.f. 8th July, 2015.

Directors:

A. Appointment, Change in designation and Resignation

Details on appointments, changes in designation, and resignation of Directors, key managerial personnel, and Committees of Directors, as well as on Board and Committee Meetings of your Company, and the matters required to be specified pursuant to sections 134 of the Companies Act, 2013 and the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 are provided in the Corporate Governance Report that is annexed to, and forms part of this Annual Report.

Post completion of financial year Mr. Dhirendra Kumar as Chairman, Managing Director and Director of the Company due to some personal reasons. Your Board places on record its deep appreciation for the services rendered by him. As the promoter of the Company and bring the Company to the current level.

Your Company engaged the services of Mr. Veerendra Kumar Singh, who was Non-executive Director of the Company and a Technocrat in the field of the business of the Company, for availing technical professional services from him in respect of the design, development, implementation, rectification and erection of factory project of the Company in the financial year 2015-16. He is currently the Managing Director of Camson. After considering various criteria and based on the recommendation from Nomination and Remuneration Committee, your Board recommends the appointment of Mr. Veerendra Kumar Singh into the Board as a Managing Director for a period of Three (3) years from 30th May, 2016.

Mr. Sachin Gupta was appointed as an Additional and Managing Director of the Company as on 19th April, 2016, post resignation of Mr. Dhirendra Kumar, former Managing Director, at a remuneration of Re. 1 (Rupee One only) per month till such time the Company achieves turnaround. Due to some unavoidable circumstances and personal reasons, he resigned from the office of Managing Director but continued to act as an Additional Director of the Company. On 8th August, 2016, he resigned from the office of Director. Brief Profile of Mr. Sachin Gupta is provided in the AGM Notice for ratification of his terms of appointment as the Managing Director and Director from 19th April, 2016 up to 8th August, 2016.



During the year, Mr. Bhamidi Satya Krishna Sirish resigned as Company Secretary and Compliance Officer and Key Managerial Personnel of the Company on 8th July, 2015. The Company is in the process of appointing a Company Secretary in compliance with the Companies Act.

Mr. Peter Joseph Kennedy and Mr. Yong Teck Seong Daniel were appointed as an Additional Directors of the Company on 2nd September, 2016 by the Board of Directors and their appointments are placed before the Shareholders.

B. Re-appointment

As per the provisions of the Act, Mr. Veerendra Kumar Singh retires by rotation and, being eligible, offers himself for re- appointment. A brief profile of Mr. Veerendra Kumar Singh is provided in the Notice of AGM.

C. Independent Directors

Mr. Sunil Puri was appointed as an Additional Independent Director of the Company on 19th April, 2016 at the Meeting of Board of Directors.

Your Company has received declarations from Mr. Sunil Puri, Independent Directors that he meets the criteria of independence as provided in subsection (6) of Section 149 of the Companies Act, 2013 and SEBI Listing Regulations, 2015. Mr. Sunil Puri being eligible and offering himself for appointment, are proposed to be appointed as Independent Directors for a term of 5 (five) consecutive years from 19th April, 2016 to 18th April, 2021.

Copy of the draft letter of appointment to each of the Independent Directors in the manner as provided in the Companies Act, 2013 and SEBI Listing Regulations, 2015 have been disclosed on the website of the Company.

http://www.camsonbiotechnologies.com/pdf/Terms_of_Appointment_of_IDs.pdf

Brief profiles of Mr. Sunil Puri, as required by SEBI Listing Regulations, 2015, form a part of the Notice convening the 22nd Annual General Meeting, contained in this Annual Report. The Board recommends the same for Shareholders' approval in the ensuing Annual General Meeting.

Your Directors place on record their sincere appreciation to the Independent Directors who have resigned during the year for the valuable services rendered by Mr. Anil Rajendra Nath, Mr. Gulshan Kumar Khanna, Mr. Krishnaswamy Ramaswamy Iyer and Mr. Ballachanda Chengappa Madappa during their tenure as Directors in the Company.

D. Number of Meetings of the Board:

The details of the Board Meetings and other Committee Meetings held during the financial Year 2015-16 are stated in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.



The Company has setup the following Committees of the Board.

The composition of each of the above Committees, and their respective roles and responsibilities are detailed in the Corporate Governance Report.

The Company had 144 employees as of 31st March, 2016. Pursuant to Section 197(12) of the Companies Act, 2013 and Rule 5 (1) (2) (3) of the Companies (Appointment and Remuneration) Rules, 2014, details/disclosures of Ratio of Remuneration to each Director to the median employee's remuneration is annexed to this report as **Annexure-F**.

As stated in the Corporate Governance Report, sitting fees are paid to Non-Executive Directors for attending Board/Committee Meetings. They are also entitled to reimbursement of actual travel expenses, boarding and lodging, conveyance and incidental expenses incurred in attending such Meetings, in accordance with the travel policy for Directors.

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR), Regulations, 2015, the performance evaluation of the Board for FY 2015-16 will be carried out in FY 2016-17 as per the comprehensive and structured questionnaire framed by Nomination and Remuneration Committee. Your Board has initiated the process of performance evaluation of the Board and requisite criteria have been established. The criteria provides for evaluation of the Board, the Committees of the Board and individual Directors, including the Chairman of the Board. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board/ Committee's, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority Shareholders etc. Board evaluation plays an important role in further enhancing the governance standards of the Company and your Company keeps a closer view on the evaluation Policy and its framework.



Remuneration Policy:

The Remuneration Policy of Camson is aimed to attract, retain, reward and motivate talented individuals critical for achieving the long term strategic goals of the Company. Camson's Policy is designed to reflect the performance and is aligned to the long term interest of the Stakeholders. The Board has, on the recommendation of the Nomination and Remuneration Committee framed a Policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

Particulars of Employees:

The information required pursuant to Section 197 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect to the employees of the Company, will be provided upon request. In terms of Section 136 of the Companies Act, 2013, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered Office of the Company during business hours on working days of the Company up to the date of ensuing Annual General Meeting. If any member is interested in inspecting the same, such member may write to the Managing Director in advance.

Directors' Responsibility Statement:

Pursuant to Section 134 (5) of the Act, in relation to financial statements (together with the notes to such financial statements) for the financial year 2015-16, the Board of Directors report that:

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit/ loss of the Company for that period;
- (iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) the Directors have prepared the financial statements on a going concern basis;
- (v) the Directors have laid down internal financial controls to be followed by the company commensurate with the size and nature of its business and the complexity of its operations and that such internal financial controls are adequate and are operating effectively; and
- (vi) the company has a system of getting reports of compliance periodically from the units and is also in the process of implementing more comprehensive systems to ensure compliance with the provisions of all applicable laws.



Related Party Transactions:

All transactions entered with Related Parties for the year under review were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large.

The particulars of every contract/arrangement entered into by the Company with the related parties, referred to Section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto has been disclosed in Form AOC 2 [Annexure C].

The Policy on related party transactions as approved by the Board is uploaded on the Company's website and is available on:

http://www.camsonbiotechnologies.com/pdf/RELATED_PARTY_TRANSACTION_POLICY.pdf.

None of the Directors has any material pecuniary relationship or transactions vis-a-vis the Company

Subsidiary Companies:

As on 31st, March 2016, the Company had two (2) Subsidiaries namely Camson Agri-Ventures Private Limited (CAV) and Camson Agro Products Private Limited (CAP). The financial performance of the Subsidiaries is annexed to this Report.

Post completion of financial year, further shares were allotted to Mr. Rohit Satish Sareen in Camson Agri-Ventures Private Limited on preferential basis which resulted in the shareholding of the Company got reduced to less than 50% and consequent upon this, Camson Agri-Ventures Private Limited and Camson Agro products Private Limited ceased to be Subsidiaries of Camson as on current date is w.e.f. 20th June, 2016.

Pursuant to Section 129(3) of the Companies Act, 2013 and Accounting Standard issued by the Institute of Chartered Accountants of India, Consolidated Financial Statements presented by the Company include the financial statements of its Subsidiaries. The Company will make available copies of the Subsidiary Company's financials upon request by any Shareholder of the Company/ Subsidiary interested in obtaining the same. These documents shall also be available for inspection at the Registered Office of the Company during business hours up to the date of ensuing AGM. [Annexure G]

Change in Nature of the Business - Demerger of Seeds Business:

The Hon'ble High Court of Karnataka has sanctioned the Scheme of Arrangement (Demerger) of the seeds business on 31st July 2015. Camson Seeds Limited is now a separate Seeds business entity effective from 1st September 2015.

All the necessary forms, affidavits and applications were filed with the concerned authority for complying with the completion of the Scheme. Existing Shareholders of Camson were allotted Shares of Camson Seeds Limited on the record date as on 22nd September, 2015, in the ratio of 1:1. Application was made to BSE Limited for listing of Camson Seeds Limited and the relaxation letter from SEBI was received under Rule 19(2)(b) of SCRR, 1957, the trading approval is yet awaited from BSE Limited.



Code of Conduct:

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the Company. The Company believes in 'Zero Tolerance' against bribery, corruption and unethical dealings / behavior of any form and the Board has laid down the directives to counter such acts. The Code laid down by the Board is known as 'Code of Business Conduct' which has been posted on the Company's website at <http://www.camsonbiotechnologies.com/investor/clause49compliances.htm>

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with the stakeholders. The Code provides guidance through examples on the expected behaviour from an employee in a given situation and the reporting structure. All the Directors on the Board and the Senior Management Personnel have confirmed compliances with the Code.

Vigil Mechanism or Whistle Blower Policy:

Pursuant to the requirement of Section 177(9) and (10) of the Companies Act, 2013, Camson has adopted a Vigil Mechanism, to deal with instances of fraud and mismanagement and which allows employees of the Company to raise their concerns relating to fraud, malpractice or any other activity or event which is against the interest of the Company or the Society as a whole. In line with our corporate values, the Company is committed to the highest standards of Corporate Governance and stakeholder's responsibility. Camson believes in achieving its business goals solely through means that are ethical, transparent and accountable, and this principle forms the basis of our strong Vigil Mechanism.

The Vigil Mechanism or the Whistle Blower Policy has been uploaded on the website of the Company at <http://www.camsonbiotechnologies.com/investor/clause49compliances.htm>

Auditor's Report for the Year Ended FY 2016:

The observations made in the Auditors' Report read together with relevant notes thereon are self explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013. However, there is a disclaimer of opinion made by the Auditors on the Report. Suitable replies have been provided for the same.

Statutory Auditors:

The Audit Committee at its Meeting held on August 11, 2016, recommended the appointment of Messrs Deloitte Haskins & Sells, LLP, Chartered Accountants, (FRN:117366W/W-100018) who have given their consent and willingness to be appointed as Auditors of your Company. The Board of Directors at their Meeting held on the same day, approved the recommendation of the Audit Committee and proposed to appoint Messrs Deloitte Haskins & Sells, LLP, Chartered Accountants, as Auditors of your Company for a period of 5 years from the conclusion of the ensuing 22nd AGM till the conclusion of the 27th AGM of the Company subject to the approval of the members of the Company at the ensuing AGM.



Further, in compliance with statutory requirements, the Statutory Auditors have not rendered to the Company during the financial year 2015-16, directly or indirectly, any of the services enumerated under Section 144(1) of the Companies Act, 2013.

The Statutory Auditors (Auditors) have given a disclaimer of their opinion in relation to the following matter appearing in the Financial Statements for the year ended March 31, 2016. The Board's responses to the disclaimer made by the Auditors in their Report on the Standalone Financial Statements for the year ended March 31, 2016, Consolidated Financial Statements for the year ended March 31, 2016 and in their CARO Report on these Financial Statements are given below.

Auditor's Disclaimer:

- • "As explained in Note 4 of the financial results, the Company has received communication from a Shareholder to conduct a forensic audit on financial matters of the Company. The Company has replied to the Shareholder requesting specific facts and scope/areas for forensic Audit. The Company's Board of Directors has proposed to carry out forensic Audit by appointing an Independent Committee/legal Counsel to decide the scope and the areas for forensic audit. Because of the significance of this matter, we do not have a basis to form an opinion. Accordingly, we do not express an opinion on the financial statements and the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015."

Board's Response:

- • During the year, the Company has received communication from a Shareholder to conduct a forensic audit on the financial matters of the Company. The Company has replied to the Shareholder requesting specific facts and scope/areas for forensic audit. The Company's Board of Directors on its Meeting held on 30th May, 2016 has proposed to carry out forensic audit by appointing an Independent Committee/legal Counsel to decide the scope and the areas of forensic audit. Accordingly, the Company is of the view that material adjustments or disclosures, if any, would be considered after conclusion of the forensic audit.

Secretarial Audit:

Pursuant to provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Camson has appointed Mr. Vijayakrishna K.T, Practising Company Secretary to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith [Annexure D]. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

**Explanations by the Board on the comments of Secretarial Auditors:**

Sl. No.	Qualifications made by Secretarial Auditor	Explanations by the Board
1.	Company Secretary resigned on 08.07.2015; the Company is yet to appoint new Company Secretary.	The Company has initiated the process of finding suitable candidate, but due to unavoidable reasons, the Company is unable to finalize the Company Secretary till date. However, Company will take necessary steps to comply with the requirements of law.
2.	Compliance on Secretarial Standard needs to be strengthened.	The Company has taken utmost care to adhere with Secretarial Standards.
3.	Certain returns/registers required to be filed/maintained under the above general laws are not maintained/filed within prescribed time	The Company already initiated steps to maintain/file the requisite returns under all applicable laws.

Cost Auditors:

Pursuant to the direction from the Ministry of Corporate Affairs for appointment of Cost Auditors, your Board had re-appointed Messrs Murthy & Co., LLP, as the Cost Auditor of your Company for the financial year 2016-17 to conduct the audit of the cost records of the Company.

Pursuant to the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, Members are requested to ratify the remuneration payable to Messrs Murthy & Co., LLP, Cost Auditor.

Business Risk Management:

Pursuant to Section 134 (3) (n) of the Companies Act, 2013 and SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted a Business Risk Management Committee, aimed at identification, assessment, monitoring and mitigation of risk and also capturing lessons learnt for future reference. The Company has in place active mechanism to periodically review the risk assessment and minimization procedures and inform the Board Members, in case any risk is foreseen.

The details of the Committee and its terms of reference are set out in the Corporate Governance Report forming part of the Boards' Report. At present the Company has not identified any element of risk which may threaten the existence of the Company.



Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this Policy.

The following is a summary of sexual harassment complaints received and disposed off during FY 2015-16:

- • No of complaints received: NIL
- • No of complaints disposed off: NIL

Significant and Material Orders Passed by the Regulators or Courts

The Hon'ble High Court of Karnataka has granted approval for the demerger scheme of the seeds division on 31st July 2015. This has paved way for the growth of the Seeds Division as a separate business entity.

Apart from this, no significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

Extract of Annual Return:

Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12 (1) of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return in form of MGT-9 is annexed herewith as [Annexure E].

Corporate Governance and Management Discussion & Analysis Reports:

The Corporate Governance and Management Discussion and Analysis Report, which form an integral part of this Report, are set out as separate Annexures, together with the Certificate from a Practising Company Secretary regarding compliance with the requirements of Corporate Governance as stipulated in SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.

Industrial Relations:

Industrial relations have been cordial and constructive, which have helped your Company to achieve production targets.

Listing With Stock Exchanges:

The Company confirms that it has paid the Annual Listing Fees for the financial year 2016-17 to BSE Limited where the Company's Shares are listed.



Employee Stock Option Scheme:

Based on the approval accorded by the Shareholders, in principle approval for the Employee Stock Option Scheme – Employee Stock Option Plan 2012 of Camson Bio Technologies Limited exercisable into not more than 14,99,990 options has been obtained by the Company from the Stock Exchanges. The options became vested in the eligible employees as per the scheme with effect from February 12, 2016. Options were granted on February 12, 2015. There was a minimum gap of one year between date of grant and first vesting.

The applicable disclosures as stipulated under SEBI Guidelines as at 31st March, 2016 are given hereunder: -

- (i). Options Granted: 14,99,990 on 12th February, 2015
- (ii). The Pricing Formula: Market Price of the Shares on the date of grant discounted by such rate as decided by the Board in consultation with Compensation Committee. (Previous day's Closing price was taken i.e., Closing Market Price of the Shares on February 11, 2015 was Rs.109.50/-)
- (iii). Exercise price: Rs.109 per Option
- (iv). Options vested: 33.34 % of options
- (v). Options exercised: Nil
- (vi). Total number of shares arising as a result of exercise of option: Nil
- (vii). Options lapsed: Nil
- (viii). Variation of terms of options: NA
- (ix). Money realized by exercise of options: Nil
- (x). Total number of options in force: 14,99,990
- (xi). Employee wise details of options granted to: -
 - (a) Senior managerial personnel
 - (a.1) Chief Executive Officer: 2,99,998
 - (b) Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year; all the options are granted at once. No employee has been granted options beyond 1% of the Issued and Paid-up capital as on the date of grant.
 - (c) Identified employees who were granted option during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant: 2,99,998. Options equal to 1% of the Issued and Paid up capital were granted on February 12, 2015 to Chief Executive Officer, Mr. Santosh Nair but due to his resignation as on 31st March, 2016 and he did not exercised his rights, the options vested on him has lapsed.
- (xii). Diluted Earnings Per Share (EPS) pursuant to issue of shares on exercise of option calculated in accordance with [Accounting Standard (AS) 20 'Earnings Per Share']: NA
- (xiii). Where the Company has calculated the employee compensation cost using the intrinsic value of the Stock Options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options, shall be disclosed. The impact of this difference on profits and on EPS of the Company shall also be disclosed.



$$\begin{aligned}\text{Intrinsic Value of the Options} &= \text{Market Price} - \text{Exercise Price} \\ &= \text{Rs. } 109.50 - \text{Rs. } 109 \\ &= \text{Rs. } 0.50\end{aligned}$$

Fair value of the Options calculated as per Black-Scholes Option Pricing Model with Dividends is Rs. 40.83/-.

Assuming one third of the options granted on February 12, 2015 (4,99,997) are fully exercised before the expiry of expected life of options (2 Years from the date of grant), the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options, shall be as under: -

(i). Employee Compensation cost as per Intrinsic Value Method

$$\begin{aligned}&= \text{No. of Options} * \text{Intrinsic Value} \\ &= 4,99,997 * \text{Rs. } 0.50 \\ &= \text{Rs. } 2,49,999/-\end{aligned}$$

(ii). Employee Compensation cost as per Fair Value Method

$$\begin{aligned}&= \text{No. of Options} * \text{Difference between Exercise Price and Fair value} \\ &= 4,99,997 * (109. - 40.83) \\ &= 4,99,997 * 68.17 \\ &= 3,40,84,795\end{aligned}$$

(iii). Difference in Employee Compensation cost

$$\begin{aligned}&= (\text{Employee Compensation Cost as per Fair Value Method}) - (\text{Employee Compensation Cost as per Intrinsic Value Method}) \\ &= (3,40,84,795) - (2,49,999) \\ &= 3,38,34,796\end{aligned}$$

Thus, if Option Pricing is computed using the Fair Value Method, it would lead to the highest Employee Compensation Cost, thereby impact the Profit & Loss statement substantially.

The Company has received a Certificate from the Auditors stating that "The Employee Stock Option Scheme / Plan have been implemented in accordance with SEBI (Employee Stock Option Scheme & Employee Stock Purchase Scheme) Guidelines, 1999 and resolutions passed by the Shareholders. The certificate would be available at the Annual General Meeting for inspection by Members.

Transfer to Investor Education and Protection Fund (IEPF)

Pursuant to the provisions of Sections 205A (5) and 205C of the Companies Act, 1956 read with Rule 8 of the Companies (Accounts) Rules, 2014, the Unclaimed Dividend and Deposits, remain unclaimed and unpaid for a period of more than 7 years. The Company will be accordingly transferring an amount aggregating to unpaid dividend during the year to the Investor Education and Protection Fund within 30 days from the expiry of 7 years.



Necessary compliance under rule 3 of the Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, has been ensured

Acknowledgements:

Your Directors wish to extend their sincerest appreciation to the investors, bankers, customers, suppliers, executives, staff and workers at all levels for their continuous co-operation and assistance. Your Directors express their sincere gratitude to all the Regulatory Authorities such as the SEBI, Stock Exchanges and other Central & State Government authorities and agencies, Registrars for their guidance and support. We also take this opportunity to thank the Indian farming community who believed in our company and appreciated our products.

Your Directors place on record their sincere appreciation for the continued support from shareholders, customers, suppliers, banks and financial institutions and other business associates.

A particular note of thanks to all employees of your company, without whose contribution, your Company could not have achieved the year's performance.

For and on behalf of the Board of Directors

Place: Bangalore

Date: 2nd September, 2016

Veerendra Kumar Singh
Managing Director
DIN: 00296486

Akbal Narayan Singh
Director
DIN: 00296396



Annexure A

CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. **Outline of the Company's CSR Policy.**

The Corporate Social Responsibility Committee (CSR Committee) has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities has been undertaken by the Company, which has been approved by the Board. The detailed CSR Policy of the Company is uploaded on its website at http://www.camsonbiotechnologies.com/pdf/CSR_Policy.pdf

2. **The composition of the CSR Committee-** The composition of the CSR Committee is as stated in the Corporate Governance Report.

3. **Average net profit of the Company for the last three financial years. —Rs. 71,604,344.67**

4. **Prescribed CSR Expenditure (two per cent of the amount as in item 3 above) —Rs. 14,32,086.89**

5. **Details of CSR spent during the financial year- Nil**

6. **In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report:**

There was no adequate profit and the Company was incurring losses and the current financial situation and cash flows were becoming worse because of the following reasons:

1. Adverse monsoon conditions in the past 6 months across markets
 2. Dumping of more finished products in the market
 3. Outstanding's from various dealers for which the Company for which various agencies and institutions were appointed for the recovery and necessary legal actions were initiated
 4. Increase in Employee Benefit Expenses/Man power Cost.
 5. Amount spent on availing legal consultancy on KPMG, E&Y, Advocates, etc
- Kindly note that the Management is taking all possible efforts to resolve the issues in the Company and stabilize the financial position of the Company like:

- Recovering outstanding dues.
- Engaging super distributorship in biocides in order to cut down expenses
- Though the overall revenue is not great but the growth in institutional business is phenomenal.
- Will see an improved Balance Sheet from March next year.

7. **Responsibility statement of the CSR Committee.**

The signatories to this report state that to the best of their knowledge and belief, the Company has framed a CSR Policy and is making all efforts to comply with the same. The Company will start spending money on CSR Activities once the financial position of the Company stabilizes.



ANNEXURE B

Energy Conservation, Technology Absorption and Foreign Exchange

[Particulars pursuant to the provisions of Section 134(3)(m) of the Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014]

(A) Conservation of Energy:

Though the Company does not have energy intensive operations, it continues to adopt energy conservation measures.

Energy conservation programs adopted by the Company are -

- (i) Continuous monitoring of energy consumption.
- (ii) Spreading awareness among the employees on the need to conserve energy.
- (iii) Optimizing plant and machinery system performance to reduce cost.
- (iv) Rain Water Harvesting

Further, the Company is implementing the provisions of ISO 9001: 2008.

(B) Research and Development and Technology Absorption:

The Company has continuously strived to develop unique products and has laid emphasis on ramping up its research and development activities.

The fresh initiatives, during the year, have been-

- (i) Company is constantly involved in large scale tree planting activities within its premises towards maintaining the ecological balance and prevention of soil erosion.
- (ii) The Company has also initiated activities towards harnessing of solar energy for its critical operations and is also exploring ways to garner wind energy in the future.

(C) Foreign Exchange Earnings and Outgo:

During the year, CBTL spent Rs. 17,01,574/- (Rupees Seventeen Lakhs One Thousand Five Hundred Seventy Four only) in foreign exchange towards Directors' travel expenses.



Annexure C
Form No. AOC-2

(Pursuant to clause (h) of sub-Section (3) of Section 134 of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-Section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis: NA

During the Financial Year 2015-16, all the related party transactions are entered in the ordinary course of business and at Arm's length basis

2. Details of material contract, arrangement or transaction at arm's length basis

Name of related party	Nature of relationship	Salient Terms/ Nature of the Contract	Amount in Rs
Camson Agri-Ventures Pvt Ltd	Subsidiary	Sale of biocides product	1,163,480
Camson Agri-Ventures Pvt Ltd	Subsidiary	Investment in shares	59,725,600
Camson Agri-Ventures Pvt Ltd	Subsidiary	Reimbursement of Expenses/ Advances/ (recovery)	2,963,784 / (12,679,900)
Mr. Veerendra Kumar Singh	Director	Availing Professional Services	2,050,830
Mrs. Geeta Singh	Relative of KMP	A Rental Agreement is executed between Camson Bio Technologies Limited (Tenant) and Mr. Geeta Singh, (Owner) in respect of property at C7, 7th Floor, Corporate Block, Golden Enclave, Old Airport Road, Bangalore-560 017 on rent basis for the purpose of conducting the business	Rs. 1,88,000/- per month



Annexure D

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2016

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

To
The Members,
CAMSON BIO TECHNOLOGIES LIMITED

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Camson Bio Technologies Limited (CIN: L85110KA1993PLC014944) (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31.03.2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Camson Bio Technologies Limited for the financial year ended on 31.03.2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;



- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
 - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (vi) The Industry specific laws applicable to the Company are as follows:
- a) Food Safety and Standards Act, 2006
 - b) Export (Quality Control and Inspection) Act, 1963
 - c) Agricultural and Processed Food Products Export Act, 1986
 - d) Agricultural Produce (Grading and Marking) Act, 1937
- (vii) The other general laws as may be applicable to the Company including the following:
- (I) Employer/Employee Related laws & Rules:
- i. Industries (Development & Regulation) Act, 1951
 - ii. The Factories Act, 1948
 - iii. The Employment Exchanges (Compulsory notification of Vacancies) Act, 1959
 - iv. The Apprentices Act, 1961
 - v. The Employees Provident Fund & Miscellaneous Provisions Act, 1952
 - vi. The Employees State Insurance Act, 1948
 - vii. The Workmen's Compensation Act, 1923
 - viii. The Maternity Benefits Act, 1961
 - ix. The Payment of Gratuity Act, 1972
 - x. The Payment of Bonus Act, 1965
 - xi. The Industrial Disputes Act, 1947
 - xii. The Trade Unions Act, 1926
 - xiii. The Payment of Wages Act, 1936
 - xiv. The Minimum Wages Act, 1948
 - xv. The Child Labour (Regulation & Abolition) Act, 1970
 - xvi. The Contract Labour (Regulation & Abolition) Act, 1970
 - xvii. The Industrial Employment (Standing Orders) Act, 1946
 - xviii. Equal Remuneration Act, 1976
 - xix. The Sexual Harassment of Women at Work Place (Prevention, Prohibition & Redressal) Act, 2013
 - xx. The Karnataka Shops & Establishments Act, 1961
 - xxi. The Industrial Establishments (National and Festival Holidays) Act, 1963
 - xxii. The Labour Welfare Fund Act, 1965
 - xxiii. The Karnataka Daily Wage Employees Welfare Act, 2012
 - xxiv. For majority of Central Labour Laws the State has introduced Rules [names of each of the Rules is not included here]



(2) Environment Related Acts & Rules:

- i. The Environment Protection Act, 1986
- ii. The Water (Prevention & Control of Pollution) Act, 1974
- iii. The Air (Prevention & Control of Pollution) Act, 1981
- iv. Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008.

3) Economic/Commercial Laws & Rules:

- i. The Competition Act, 2002
- ii. The Indian Contract Act, 1872
- iii. The Sales of Goods Act, 1930
- iv. The Forward Contracts (Regulation) Act, 1952
- v. The Indian Stamp Act, 1899
- vi. The Transfer of Property Act, 1882

I have also examined compliances with the applicable clauses of the following:

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India on the Board and General Meetings i.e. SS - 1 and SS – 2 (applicable from 1st July, 2015).
- (ii) The Listing Agreements entered into, by the Company with the BSE Limited (BSE) and the SEBI (LODR) Regulations, 2015, wherever applicable.

During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above. Certain non-material findings made during the course of the audit relating to Labour Laws were addressed suitably by the Management. Following observations have been brought before the shareholders which are treated as material in nature:

- a) Company Secretary resigned on 08.07.2015; the Company is yet to appoint new Company Secretary.
- b) Compliance on Secretarial Standard needs to be strengthened.
- c) Certain returns/registers required to be filed/maintained under the above general laws are not maintained/'filed' within prescribed time.

Further I report that with regard to financial and taxation matters, I have relied on the Audit Report, Limited Review Report and the Internal Audit Report provided by the Statutory/Internal Auditor as the case may be.

I further report that

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



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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes as per the practice followed. However, during the period under report, there was no such case instance.

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

I further report that during the year the Company has received the final order from the Hon'ble High Court of Karnataka for demerger of its seeds business in to one of its subsidiary companies i.e. Camson Seeds Limited and the process of demerger was completed during the year.

Place: Bangalore
Date: 20.07.2016

Sd/-
(Vijayakrishna KT)
FCS No.: 1788
CPNo.: 980

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



‘Annexure’

My report of even date is to be read along with this letter:

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. I believe that the processes and practices, I have followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of Financial records and Books of Accounts of the Company including records under Income Tax Act, Central Excise Act, Customs Act, Central and State Sales Tax Act.
4. Where ever required, the Company has represented about the compliance of laws, rules and regulations and happening of events etc as applicable from time to time.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. My examination was limited to the verification of procedures on test basis.
6. The secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

Place: Bangalore
Date: 20.07.2016

Sd/-
(Vijayakrishna KT)
FCS No.: 1788
CP No.: 980

**ANNEXURE E****Form No. MGT-9**

[EXTRACT OF ANNUAL RETURN as on the financial year ended on 31st March, 2016]
[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i) CIN: L85110KA1993PLC014944
- ii) Registration Date: November 19, 1993
- iii) Name of the Company: Camson Bio Technologies Limited
- iv) Category / Sub-Category of the Company: Company Limited by Shares
- v) Address of the Registered office and contact details: Sy No 132, Madhurehobli, Madagondanahalli, Doddballapur, Nelamangala Road, Bangalore – 561 203
- vi) Whether listed company: YES
- vii) Name, Address and Contact details of Registrar and Transfer Agent: Integrated Enterprises (India) Limited, No. 30, Ramana Residency, 4th Cross, Sampige Road, Malleshwaram, Bangalore – 560 003

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

S.NO	NAME & DESCRIPTION OF MAIN PRODUCTS	NIC CODE OF THE PRODUCT	% TO TOTAL TURNOVER OF THE COMPANY
1	AGRICULTURAL BIOTECH PRODUCTS	-	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No	Name & Address of The Company	Holding / Subsidiary / Associate	% of Shares held	Applicable Section
1	Camson Agri Ventures Private Limited C 7, 7 th Floor, Corporate Block, Golden Enclave, Old Airport Road, Bangalore 560017	*Subsidiary Company	85	2(87)
2	Camson Agro Products Private Limited C 7, 7 th Floor, Corporate Block, Golden Enclave, Old Airport Road, Bangalore 560017	*Subsidiary of Camson Agri-Ventures Private Limited	51	2(87)



*Ceased to be Subsidiary Companies w.e.f. 20th June, 2016 and became Associate Companies.

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual/HUF	2063180	-	2063180	6.88	2063180	-	2063180	6.88	0.00
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	2790000	-	2790000	9.30	2790000	-	2790000	9.30	0.00
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	2485420	-	2485420	8.28	2485420	-	2485420	8.28	0.00
Sub-total (A)(1):-	7338600	-	7338600	24.46	7338600	-	7338600	24.46	
2) Foreign									
g) NRIs-Individuals	-	-	-	-	-	-	-	-	-
h) Other-Individuals	-	-	-	-	-	-	-	-	-
i) Bodies Corp.	-	-	-	-	-	-	-	-	-
j) Banks / FI	-	-	-	-	-	-	-	-	-
k) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):-	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3) Total shareholding of Promoter (A)=(A)(1)+(A)(2)	7338600	-	7338600	24.46	7338600	-	7338600	24.46	0.00
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	850000	-	850000	2.83	850000	-	850000	2.83	13.33
b) Banks / FI	4000	-	4000	0.01	-	-	-	-	0.01
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	629704	5869840	6499544	21.67	-	-	-	-	39.16
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-



i) Others (specify)									
Sub-total (B)(1)	1483704	5869840	7353544	24.51	-	-	-	-	35.66
2. Non Institutions									
a) Bodies Corp.									
(i) Indian	4787484	12300	4799784	16.00	-	-	-	-	22.11
(ii) Overseas									
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	3594360	495858	4090218	13.63	-	-	-	-	5.73
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	5490657		5490657	18.30					38.32
c) Others (specify)	292962	-	292962	0.98	-	-	-	-	163.39
Clearing members									0.00
Trust	6000	-	6000	0.02					-50.95
NRI's	628075	-	628075	2.09					
Sub-total (B)(2)	1479953	508158	1530769	51.03	-	-	-	-	16.26
8			6						
Total Public Shareholding	1628324	6377998	2266124	75.54	-	-	-	-	21.92
2			0						
(B)=(B)(1)+ (B)(2)									
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	2362184	6377998	2999984	100.00			2999984	100.00	0.00
	2		0				0		

ii) Shareholding of Promoters

Shareholder's Name	Share holding at the beginning of the year			Shareholding at the end of the year			
	No. of Shares	% of Total shares of the Compa ny	% of shares pledged / encumbe red to total shares	No. of Shares	% of Total shares of the Company	% of shares pledged/ encumbe red to total shares	
Dhirendra Kumar	19,44,680	6.48	0.00	19,44,680	6.48	99.97	



Akbal Narayan Singh	1,18,500	0.40	0.00	1,18,500	0.40	0.00
Persons acting in concert						
Alka Singh	32,710	0.11	0.00	32,710	0.11	0.00
Geeta Singh	7,92,710	2.64	0.00	7,92,710	2.64	0.00
Karan Singh	8,50,000	2.83	0.00	8,50,000	2.83	0.00
Veerendra Kumar Singh	1,10,000	0.37	0.00	1,10,000	0.37	0.00
Reeya Singh	7,00,000	2.33	0.00	7,00,000	2.33	0.00
M/s Shashtika Health resort & SPA Private Limited	27,90,000	9.30	0.00	27,90,000	9.30	0.00
Total	73,38,600	24.46	0.00	73,38,600	24.46	0.00

(iii) Change in Promoters' Shareholding (please specify, if there is no change) – NO CHANGE

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the End of the year	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Bio Harvest Pte. Ltd.	5869840	19.57	5869840	19.57
2.	Silvercross Marketing Pvt Ltd	1100000	3.67	975000	3.25
3.	SBI Magnum Comma Fund	850000	2.83	850000	2.83
4.	Rama Krishna Pilaka	504000	1.68	504000	1.68
5.	Sudha K	500000	1.67	500000	1.67
6.	Karan G Mehta	1100000	3.67	433609	1.45
7.	Chemex Goods Pvt Ltd	600000	2.00	359868	1.20
8.	Indian Syntans Investments Private Limited	307000	1.02	307000	1.02
9.	Karvy Stock Broking Limited	294631	0.98	281473	0.94
10.	Hemang Raichand Dharamshi	250000	0.83	250000	0.83

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name of the Director / KMP Messrs	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Dhirendra Kumar	1944680	6.48	1944680	6.48



2	A N Singh	118500	0.39	118500	0.39
3	V K Singh	110000	0.36	110000	0.36
4	A K Singh	0	0	0	0
5	B C Madappa	0	0	0	0
6	Gulshan Kumar Khanna	0	0	0	0
7	Krishnaswamy Ramaswamy	0	0	0	0
8	Anil Rajendra Nath	10904	0.04	10904	0.04
9	Reeta Satish Gangwani	0	0	0	0
10	Santosh Nair	0	0	0	0
11	Narendran	0	0	0	0

V. INDEBTEDNESS (Rs. In Lakhs)

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits *	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	270,000,976	97,333,749	-	367,334,725
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	1,771,303	-	1,771,303
Total (i+ii+iii)	270,000,976	99,105,052	-	369,106,028
Change in Indebtedness during the financial year				
Addition	5,452,221	91,862,318	-	130,607,932
Reduction	-	-	-	33,293,393
Net Change	5,452,221	91,862,318	-	97,314,539
Indebtedness at the end of the financial year				
i) Principal Amount	275,439,539	188,347,047	-	463,786,586
ii) Interest due but not paid	-	1,683,515	-	1,683,515
iii) Interest accrued but not due	13,658	936,808	-	950,466
Total (i+ii+iii)	275,453,197	190,967,370	-	466,420,567



VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director for the FY 2015-16

Sl. No.	Particulars of Remuneration	NAME OF MD – Mr. Dharendra Kumar Total Amount in Rs
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	8,394,900
2.	Stock Option	Nil
3.	Sweat Equity	Nil
4.	Commission - as % of profit - others, specify...	Nil
5.	Others, please specify	Nil
6.	Total (A)	8,394,900

NOTE: The above Remuneration is within the ceiling limits of Companies Act, 2013

B. Remuneration to other Directors: (Amount in Rs.)

Particulars	Mr. B. C. Madappa	Mr. G. K. Khanna	Mr. K. Ramaswamy	Dr. A. K. Singh	Ms. Reeta Gangwani	Mr. Anil Nath
Fee for attending Board/Committee Meeting*	68,172	91,072	91,072	91,072	68,172	22,900
Commission	Nil	Nil	Nil	Nil	Nil	Nil
Total	68,172	91,072	91,072	91,072	68,172	22,900

- The Sitting Fee component includes Service Tax and TDS
- Professional Charges of Rs. 20,50,830/- to Mr. Veerendra Kumar Singh, Non-Executive Director was paid during the Financial Year 2015-16

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (In Rs)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		
		CEO	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	41,78,400	15,98,400	57,76,800
2.	Stock Option	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil



4.	Commission - as % of profit - others, specify	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil
6.	Total	41,78,400	15,98,400	57,76,800

Note: The details of Remuneration of Key Managerial personnel other than MD/Manager/WTD aforementioned includes only the details of KMP associated with the Company during the entire Financial Year 2015-16.

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

During the Financial year under review, there were no penalties / compounding of offences / punishment imposed on Directors / KMP under Companies Act, 2013 / Foreign Exchange Management Act, 1999 / SEBI Regulations / Guidelines or under any Legislation.

ANNEXURE FDetails of Ratio of Remuneration of Director

[Section 197(12), r/w Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014]

(i) The ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the Financial Year;	Managing Director- 50.57 Non-Executive Director- <u>Independent Directors:</u> Mr. B.C. Madappa- 0.41 Mr. G.K. Khanna- 0.55 Mr. K. Ramaswamy- 0.55 Dr. A.K. Singh- 0.55 Ms. Reeta Gangwani- 0.41 (Median Remuneration of Employees- Rs. 1.66 Lakhs)
(ii) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year;	Chief Financial Officer- Nil Company Secretary- Nil Chief Financial Officer- Nil
(iii) The percentage increase/(Decrease) in the median remuneration of employees in the Financial Year;	(5.1%)
(iv) The number of permanent employees on the rolls of Company;	The company had a permanent headcount of 144 on the rolls as of 31 st March 2016
(v) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	No increment made during the year.
(vi) Affirmation that the remuneration is as per the remuneration policy of the Company.	Yes



ANNEXURE G

Form AOC-I

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

Statement containing salient features of the financial statement of Subsidiaries/
Associate Companies/ Joint Ventures

(Amount in Rs)		
Name of the subsidiary	CAMSON AGRI VENTURES PRIVATE LIMITED(CAV)***	CAMSON AGRO PRODUCTS PRIVATE LIMITED(CAP)***
	Subsidiary	Subsidiary
Date since when subsidiary was acquired	25 th January, 2013	10 th October, 2013
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A	N.A
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	INR	INR
Share capital	40,000,000	91,536,740
Reserves & surplus	-	-
Total assets	230,705,884	165,020,262
Total Liabilities	177,779,484	114,745,559
Investments	46,683,740	-
Turnover	294,851,937	91,463,464
Profit Before taxation	(10,622,865)	(25,716,979)
Provision for taxation	Nil	51,479
Profit After Taxation	(10,622,865)	(25,768,458)
Proposed Dividend	Nil	Nil
% of shareholding	85**	51*

* CAP is a Subsidiary of CAV which holds 51%.

**The shareholding percentage as on 31st March, 2016.

***Ceased to be Subsidiary Companies w.e.f. 20th June, 2016 and became Associate
Companies



Annexure II

FORM AOC-3

(Pursuant to first proviso to sub-section (1) of Section 136 of the Act read with Rule 10 of Companies (Accounts) Rules, 2014)

Statement containing salient features of Balance Sheet and Profit and Loss Account

Form of Abridged Financial Statements

Name of the Company : Camson Bio Technologies Limited

Abridged Balance sheet as at 31st March 2016 (Rupees)

Figures at the end of

(Amount in Rs.)

Sl. No	Particulars	Figures as at the end of (Current reporting period) (in Indian Rs) 31st Mar 2016	Figures as at the end of (Previous reporting period) (in Indian Rs) 31st Mar 2015
I	EQUITY AND LIABILITIES		
	Shareholders' funds		
	Share capital	299,998,400	299,998,400
	Reserves and surplus	742,365,253	2,339,848,588
	Money received against share warrants		-
	Share application money pending allotment		
	Non-current liabilities		
	Long term borrowings	94,854,574	49,480,477
	Other long term liabilities	22,385,151	24,497,396
	Deferred tax liabilities (Net) (refer note 26.15)	-	17,796,953
	Long term provisions	5,538,802	8,830,737
	Current liabilities		
	Short term borrowings	363,835,465	316,994,285
	Trade payables	76,802,236	103,714,839
	Other current liabilities	84,435,389	46,943,435
	Short term provisions	29,477,575	28,414,398
	TOTAL	1,719,692,845	3,254,074,858
II	ASSETS		
	Non-current assets		
	Fixed assets		
	Tangible assets	939,546,319	1,111,091,403
	Intangible assets	116,644,622	274,376,557
	Work in Progress	-	-
	Non-current investments	59,790,600	83,000
	Deferred tax assets (Net)	11,814,595	-
	Long term loans & advances	325,670,732	76,847,846
	Current assets		
	Inventories	92,393,738	253,359,596
	Trade receivables	165,971,094	1,472,485,281
	Cash & cash equivalents	3,020,840	10,289,903
	Short term loans & advances	4,590,305	55,541,272
	Other current assets	-	-
	TOTAL	1,719,692,845	3,254,074,858



NOTE: Complete Balance Sheet, Statement of Profit and Loss, other statements and notes thereto prepared as per the requirements of schedule III to the Act are available at the company's website at link www.camsonbiotechnologies.com

Abridged Profit and Loss Account for the year on 31st March 2016

(Amount in Rs.)

Sl. No	Particulars	Figures as at the end of (Current reporting period) (in Indian Rs) 31st Mar 2016	Figures as at the end of (Previous reporting period) (in Indian Rs) 31st Mar 2015
1	INCOME		
	Revenue from Operations	254,032,894	1,693,815,216
	Other Income	11,574,551	63,521,647
	Total Revenue	265,607,445	1,757,336,863
2	EXPENSES		
	Cost of Cultivation/ Materials Consumed	57,526,173	341,241,099
	Purchase of Stock-in-Trade	-	259,699,291
	(Increase) / Decrease in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	(9,122,787)	163,409,355
	Employee Benefit Expenses	99,239,965	129,351,593
	Financial Costs	49,890,133	39,562,936
	Depreciation and Amortization Expense	217,177,267	134,027,631
	Other Expenses	250,174,744	639,566,099
	Total Expenses	664,885,495	1,706,858,004
	Profit Before Exceptional item and tax	(399,278,050)	50,478,859
	Exceptional item - write down of inventory		
	Profit Before Tax	399,278,050)	50,478,859
	Tax Expense:		
	Current tax		-
	Current tax relating to prior years (net)	8,681,794	-
	MAT Credit (entitlement)		-
	Deferred tax charge/(credit)	(29,611,548)	19,655,564
	Net Profit after tax for the year	(378,348,296)	30,823,295
	Earning per Equity Share:		
	Basic	(12.61)	1.07
	Diluted	(12.61)	1.07

* Details of Revenue from Operations



- A) In respect of a company other than a finance company, revenue from operations shall be disclosed as under:

(Amount in Rs.)			
Sl. No	Particulars	Figures as at the end of (Current reporting period) (in Indian Rs) 31st Mar 2016	Figures as at the end of (Previous reporting period) (in Indian Rs) 31st Mar 2015
I	Sale of products manufactured	254,032,894	1,271,127,393
II	Sale of Goods traded	-	422,687,823
III	Revenue from services provided	-	-
IV	Other Operational revenue	-	-

- B) In respect of a finance company, revenue from operations shall be disclosed as under:
 (a) Revenue from interest; and
 (b) Revenue from other financial services

NOTES TO THE ABRIDGED BALANCE SHEET AND THE ABRIDGED PROFIT AND LOSS ACCOUNT

- 1) The amounts to be shown here should be the same as shown in the corresponding aggregated heads in the financial statements as per Schedule III or as near thereto as possible
- 2) The total amount of contingent liabilities and that of commitments should be shown separately.
- 3) All notes forming part of the financial statements as per Schedule III to which specific attention has been drawn by the auditors or which form a subject matter of qualification by the auditor should be reproduced
- 4) If fixed assets are revalued, the amount of revaluation to be shown separately for the first five years subsequent to the date of revaluation.
- 5) Any item which constitutes 20% or more of the total income or expenditure (including provisions) should be shown separately.
- 6) Amount, if material, by which any item shown in the profit and loss account are affected by any change in the accounting policy, should be disclosed separately.
- 7) Notes shall include the notes, if any, contained in the complete financial statements pertaining to the following
 - (a) Period and amount of defaults on the balance sheet date in repayment of loans and interest.
 - (b) Amalgamations, acquisitions, restructurings and demergers during the reporting period.
 - (c) Material events affecting the going concern assumption.
 - (d) Investigation and inspection conducted or ordered under the provisions of Companies Act 2013.
 - (e) Non-compliance with any law during the reporting period.
 - (f) Any other note considered significant by the management.
- 8) Book value and Market value of quoted Investments (both for current year as well as previous year) be mentioned.



- 9) Notes in the abridged balance sheet should be given the same number as in the main balance sheet.
- 10) Disclosure of Related Party Transaction shall be made in terms of the requirement of Accounting Standards.
- 11) Details of cash and cash equivalents shall be disclosed as follows:
 - (a) Balances with banks;
 - (b) Cheques, drafts on hand;
 - (d) Others(specify nature)
- 12) In terms of Accounting Standard (AS)3, Cash Flow Statement, wherever required and notified, the following abridged Cash Flow Statement shall be included:

Abridged Cash Flow Statement

Sl. No	Particulars	Figures as at the end of (Current reporting period) (in Indian Rs) 31st Mar 2016	Figures as at the end of (Previous reporting period) (in Indian Rs) 31st Mar 2015
	A. Cash Flow from Operating Activities	(99,885,573)	136,656,592
	B. Cash flow from Investing Activities:	52,886,102	(433,135,926)
	C. Cash flow from Financing Activities	42,325,144	283,016,031
	Net increase in cash and cash equivalents	(4,674,327)	(13,463,303)
	Cash and Cash equivalents at the beginning of the year	5,719,890	19,183,193
	Cash and Cash equivalents at the end of the year	1,045,563	5,719,890

- 13) Segment revenue, segment capital employed (segment assets minus segment liabilities) and segment result for business segments or geographical segments, whichever is the enterprise's primary basis of segment reporting (disclosure of segment information shall be presented) only if the company is required, in terms of Accounting Standards.

Level of rounding off should be the same as in the main balance sheet and the profit and loss account.

- 14) Where compliance with the requirements of the Act including Accounting Standards as applicable to the companies require any change in treatment or disclosure including addition, amendment, substitution or deletion in the head/subhead or any changes inter se in the financial statements or statements forming part thereof, the same shall be made.
- 15) The above stated salient features of the Balance Sheet and the Profit and Loss Account should be authenticated in the same manner as the Main financial statements.



AUDITORS' REPORT

Auditor's Report shall be submitted by the statutory auditors in accordance with the Auditing Standards. Auditor's report on unabridged financial statements shall also be given.

BOARD'S REPORT

Salient features of Board's Report shall be disclosed.

Where a company is required to prepare Consolidated Financial Statements, i.e., consolidated balance sheet and consolidated statement of profit and loss, the company shall mutatis mutandis follow the requirements of Schedule III of the Act, as applicable to a company in the preparation of balance sheet and statement of profit and loss. In addition, the consolidated financial statements shall disclose the information as per the requirements specified in the applicable Accounting Standards including the items specified at Serial numbers (1) and (2) under the heading "general instructions for the preparation of consolidated financial statements" contained in the said Schedule.

Note: To be certified in the same manner in which the Balance Sheet is to be certified.

For Camson Bio Technologies Limited

Place: Bangalore
Date: 2nd September, 2016

Veerendra Kumar Singh
Managing Director
DIN: 00296486

Akbal Narayan Singh
Director
DIN: 00296396



CORPORATE GOVERNANCE REPORT



CORPORATE GOVERNANCE REPORT

Company's Philosophy on Code of Corporate Governance

Camson believes that Corporate Governance is about commitment to values and ethical business conduct. Your Company has fulfilled all the existing guidelines under Listing Regulations, 2015.

BOARD OF DIRECTORS:

Composition, Category of Directors and their other directorship

The Board comprises of Executive and Non-Executive Directors, who are persons of vast and varied experience and with professional background and experience in Business, Industry, Finance and Law. The Board of Directors of the Company is headed by an Executive Director.

As at the financial year ending 31st March, 2016, the Board of Directors of the Company has an optimum combination of Executive and Non-Executive Directors including a Woman Director and not less than fifty percent (50%) of the Board of Directors comprises Non-Executive Directors and is in conformity with the provisions of the Companies Act, 2013 and the Listing Regulations, 2015.

All the Independent Directors of the Company are in compliance with Companies Act, 2013 and the SEBI (LODR) Regulations, 2015. The Board comprises of one (1) Executive Director and Six (6) Non-Executive Directors.

Sl. No.	Name of the Director	Category of Directorship	No. of Directorships in other Public and Private Limited Companies	No. of Committees (other than the Company) as Chairman / Chairperson / Member
1	Mr. Veerendra Kumar Singh*	Executive Director	1	Nil
2	Mr. Akbal Narayan Singh	Non-Executive and Non Independent	Nil	Nil
3	Dr. Anurudh Kumar Singh	Non-Executive and Independent	1	2
4	Mrs. Gangwani Reeta Satish	Non-Executive and Independent	1	1
5	Mr. Sunil Puri**	Non-Executive and Independent	Nil	Nil
6	Mr. Peter Joseph Kennedy***	Non-Executive Director	Nil	Nil
7	Mr. Yong Teck Seong Daniel***	Non-Executive Director	Nil	Nil



1. Mr. Anil Rajendra Nath resigned as an Independent Director w.e.f. 29th January, 2016
2. Mr. Gulshan Kumar Khanna resigned as an Independent Director w.e.f. 26th February, 2016
3. Mr. Santosh Ramkrishna Nair resigned as the CEO and Whole-time Director w.e.f. 31st March, 2016
4. Mr. Krishnaswamy Ramaswamy resigned as an Independent Director w.e.f. 12th April, 2016
5. Mr. B. C. Madappa resigned as an Independent Director w.e.f. 11th April, 2016
6. Mr. Dharendra Kumar resigned as Chairman, Managing Director and Director w.e.f. 19th April, 2016
7. Mr. Sachin Gupta was appointed as an Additional Director and Managing Director on 19th April, 2016 and subsequently resigned from the office of Managing Director and his designation was changed from Executive to Non-Executive Director on 30th May, 2016. On 8th August, 2016, he resigned from the office of Director of the Company.
 * Appointed as the Managing Director on 30th May, 2016
 ** Appointed as an Additional, Non-executive Independent Director on 19th April, 2016
 *** Appointed as the Additional, Non-Executive Directors on 2nd September, 2016

NOTE: The above details are in respect of their directorships only in Indian Companies and Committee membership in only Audit Committee and Stakeholders' Relationship Committee.

(b) Number of Board Meetings

During the year ended 31st March, 2016, Six (6) Board Meetings were held on 19th May, 2015, 12th August, 2015, 10th September, 2015, 21st October 2015, 14th November, 2015 and 10th February 2016. The attendance record of the Directors is given hereunder:

Sl. No.	Name of the Director	Board Meetings Attended During the Year	Whether Attended Last AGM
1	Mr. Dharendra Kumar	6	Yes
2	Mr. A. N. Singh	2	Yes
3	Mr. Veerendra Kumar Singh	5	Yes
4	Mr. Krishnaswamy Ramaswamy	4	Yes
5	Mr. B. C. Madappa	5	Yes
6	Dr. Anurudh Kumar Singh	4	Yes
7	Mr. Gulshan Kumar Khanna	4	Yes
8	Ms. Reeta Gangwani	3	Yes
9	Mr. Anil Rajendra Nath	1	Yes*
10	Mr. Santosh Ramkrishna Nair	3	Yes

* Attended the meeting as an Invitee

COMMITTEES OF THE BOARD

With a view to have a more focused attention on business and for better governance and accountability, the Board has constituted the following mandatory Committees viz. Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee and



Corporate Social Responsibility Committee. The terms of reference of these Committees are determined by the Board and their relevance reviewed from time to time.

(A) Audit Committee

(i) Terms of Reference:

The Audit Committee of the Company functions in accordance with the requirements of Section 177 of the Companies Act, 2013 and the Listing Regulations. The terms of reference of the Audit Committee as per guidelines set out under the Listing Regulations read with Section 177 of the Companies Act, 2013, is set out below:

The role of the Audit Committee shall include the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of statutory Auditors and Cost Auditors of the Company;
3. Approval of payment to Statutory Auditors and Cost Auditors and for any other services rendered by the Statutory Auditors;
4. Reviewing, with the management, the annual financial statements and Auditor's Report thereon before submission to the Board for approval, with particular reference to:
 - (a) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-Section 3 of Section 134 of the Companies Act, 2013.
 - (b) Changes, if any, in accounting policies and practices and reasons for the same.
 - (c) Major accounting entries involving estimates based on the exercise of judgment by management.
 - (d) Significant adjustments made in the financial statements arising out of audit findings.
 - (e) Compliance with listing and other legal requirements relating to financial statements.
 - (f) Disclosure of any related party transactions.
 - (g) Modified opinion (s) in the draft Audit Report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;



7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and Internal Auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal Auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the Depositors, Debenture holders, Shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e., the Whole-Time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
21. To grant omnibus approval for related party transactions which are in the ordinary course of business and on an arm's length pricing basis.

(ii). Composition and Meetings:

The Audit Committee consists of two Independent Directors and one Executive Director. The Committee met Five (5) times during the year under review on 19th May, 2015, 12th August 2015, 21st October 2015, 14th November 2015 and 10th February 2016. Details of meetings attended by each member are furnished hereunder:



Sl. No.	Name of the Member	No. of Meetings held during the year under review	Number of Meetings Attended
1	Mr. B. C. Madappa*	5	4
2	Dr. Anurudh Kumar Singh	5	4
3	Mr. Veerendra Kumar Singh	5	4

*Ceased to be a member due to resignation w.e.f. 11th April, 2016

The Audit Committee constituted by the Company comprises at present the following Directors.

1	Mrs. Reeta Gangwani	Non-Executive and Independent
2	Dr. Anurudh Kumar Singh	Non-Executive and Independent
3	Mr. Veerendra Kumar Singh	Executive Director

(B) Nomination and Remuneration Committee

The Committee has formulated criteria for the appointment of Independent Directors and criteria for making payments to Executive and Non-Executive Directors.

Composition:

The Committee comprises of 2 Independent Directors and 1 Non Executive Director. The Committee met twice during the year under review on 19th May, 2015 and 26th June, 2015. The details of the same are as under:

Sl. No.	Name of the Member	No. of Meetings held during the year under review	Number of Meetings Attended
1	Dr. Anurudh Kumar Singh	2	2
2	Mr. Akbal Narayan Singh	2	2
3	Mr. Krishnaswamy Ramaswamy Iyer*	2	1

*Ceased to be a member due to resignation w.e.f 12th April, 2016.



The Committee constituted by the Company comprises at present the following Directors:

1	Mr. Sunil Puri	Non-Executive and Independent
2	Dr. Anurudh Kumar Singh	Non-Executive and Independent
3	Mr. Akbal Narayan Singh	Non-Executive Director

Keeping in view the provisions of Section 178 of the Act and the provisions of the SEBI (LODR) Regulations, 2015 the terms of reference of the NRC include the following.

- a. Assist the Board of Directors of the Company to:
 - i. determine, review and propose compensation principles and Policy of the Company
 - ii. Assess and review compensation plans recommended by the management;
 - iii. Recommend the compensation packages of the Company's Executive Directors.
- b. Identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board of Directors their appointment and removal and shall carry out evaluation of every Director's performance.
- c. Approve and recommend matters relating to compensation by way of salary, perquisites, benefits, etc., to the Managing/ Whole Time/ Executive Directors of the Company.
- d. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a Policy, relating to the remuneration for the Directors including Independent Directors, key managerial personnel and other employees.

The Policy shall, inter alia, cover termination payments to the Executive Committee members and other Senior Executives and oversight of the same by the Committee.

The Remuneration Policy shall set guidelines for the Executive Committee/ Managing Director to approve remuneration to the Managing Committee members and their direct reports and other executives.

e. Review and recommend to the Board of Directors for approval of any mandatory disclosures of the Management compensation.

f. Review and reassess the adequacy of the charter and perform annual self-evaluation of the performance of the Committee.



g. Carry out any other acts and deeds as may be delegated by the Board of Directors and deal with such other matters as may be prescribed under the Act, the SEBI LODR Regulations and other statutory enactments.

h. Provide guidance to the Human Resources Department to set up Policy and procedure for succession planning of Key Managerial Personnel and other senior management of the Company.

i. Approve any share incentive or other plans for the employees of the Company.

DETAILS OF REMUNERATION

(a). Executive Directors

The details of remuneration for the year ended 31st March, 2016 are as follows:

Sl. No.	Name Of The Director	Designation	Remuneration (in Rs)
1	Mr. Dharendra Kumar	Managing Director	84,16,500

(b). Non Executive Directors

The Company has paid sitting fee of Rs. 20,000/- per meeting to Non Executive Directors. The sitting fee paid (including conveyance) for the Financial Year 2015-16 is Rs. 4,12,460/- (inclusive of Service tax and TDS).

It was proposed by the Board of Directors to pay the following professional charges of Rs. 18,00,000/- (Rupees Eighteen Lakh only) plus service tax to Mr. Veerendra Kumar Singh, Non-Executive Director of the Company and a Technocrat in the field of the business of the Company, for availing technical professional services from him in respect of the design, development, implementation, rectification and erection of factory project of the Company in the financial year 2015-16.

POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMU-NERATION

The Nomination and Remuneration Committee has adopted a Policy which, inter alia, deals with the manner of selection of Board of Directors and their remuneration.



Criteria of selection of Non Executive Directors

The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, banking, agriculture, law, governance and general management.

In case of appointment of Independent Directors, the Nomination and Remuneration Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.

The Nomination and Remuneration Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.

The N&R Committee shall consider the following attributes / criteria, while recommending to the Board the candidature for appointment as Director:

- Qualification, expertise and experience of the Directors in their respective fields
- Personal, Professional or business standing
- Diversity of the Board

In case of re-appointment of Non Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level in Board Meetings / Committee Meetings.

No securities/ convertible instruments were issued or allotted to any of the Non- Executive Directors during the financial year.

Criteria of making payments to Non executive Directors

The Policy adopted by Nomination and Remuneration Committee allows payments to Non Executive Directors in such a way to attract motivate and retain Directors of quality and ability. The Policy determining criteria for making payments to Non Executive Directors is uploaded in Company's website under the following link:

http://www.camsonbiotechnologies.com/pdf/Criteria_for_making_payment_to_NEDs.pdf

Particulars of Equity Shares of the Company held by Directors as on 31st March, 2016:

Sl. No.	Name Of The Director	Number of Shares held
1	Mr. Dhirendra Kumar	1944680
2	Mr. Veerendra Kumar Singh	110000
3	Mr. Akbal Narayan Singh	118500

**(C). Stakeholders' Relationship Committee**

The composition of the Committee is given hereunder. There was no requirement of conducting the said Committee Meeting

Sl. No.	Name Of The Member	Designation
1	Mr. Gulshan Kumar Khanna*	Chairman, Independent Director
2	Mr. Veerendra Kumar Singh	Member, Non-Executive Director
3	Mr. Dhirendra Kumar**	Member, Executive Director

*Ceased to be a member due to resignation w.e.f. 26th February, 2016

**Ceased to be a member due to resignation w.e.f. 19th April, 2016

The Committee constituted by the Company comprises at present the following Directors.

1	Mrs. Reeta Satish Gangwani	Non-Executive and Independent
2	Mr. Veerendra Kumar Singh	Executive Director
3	Mr. Sunil Puri	Non-Executive and Independent

During the financial year 2015-16, Three (3) complaints were received from Shareholders. The complaint was resolved to the satisfaction of the complainant. The Company obtains Investor complaints status on Quarterly basis from Registrar and Share Transfer Agent. Details of such complaints are as follows:

Sl. No.	Complaints relating to	No. of Complaints received	No. of Complaints resolved
1	Non-receipt of refund order / allotment letter	Nil	Nil
2	Non-receipt of Dividend/Interest on Shares/ Debentures/ Fixed Deposits/maturity amount on debentures	Nil	Nil
3	Non-receipt of share certificates	Nil	Nil
4	Non-receipt of Annual Report/ Rights forms/ Bonus shares/ interest on delayed refund/ Dividend and Interest	Nil	Nil
5	Others	3	3
	Total	3	3



Keeping in view the provisions of Section 178 of the Act, and the provisions of the SEBI (LODR) Regulations, the terms of reference of the Stakeholders' Relationship Committee are as follows:

1. To approve/refuse/reject registration of transfer/transmission of Shares in a timely manner.
2. To authorize printing of Share Certificates post authorization from the Board of Directors of the Company;
3. To authorize to maintain, preserve and keep in its safe custody all books and documents relating to the issue of share certificates, including the blank forms of share certificates.
4. To monitor redressal of Stakeholder's complaints/grievances including relating to non-receipt of allotment / refund, transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends etc.

(D). CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

As required under Section 135 of the Companies Act, 2013, the Company has constituted a CSR Committee on 28th May, 2014 consisting of the following members and the Committee met once during the year under review on 19th May, 2015:

Sl. No.	Name of the Member	Designation	No. of Meetings held during the year under review	Number of Meetings Attended
1	Dr. A. K. Singh	Chairman, Independent Director	1	1
2	Mr. Veerendra Kumar Singh	Member, Non Executive Director	1	1
3	Mr. Dhirendra Kumar	Member, Managing Director	1	1

The Committee constituted by the Company comprises at present the following Directors.

1	Dr. Anurudh Kumar Singh	Non-Executive and Independent
2	Mr. Veerendra Kumar Singh	Executive Director
3	Mr. Sunil Puri	Non-Executive and Independent

(E). FAMILIARIZATION PROGRAMME AND MEETING OF INDEPENDENT DIRECTORS

The Company firmly believes in keeping the interest of its stakeholders at the forefront and thereby puts maximum effort to establish and maintain an effective Corporate Governance practice. The Company also believes that a Board, which is well informed and familiarized with the Company, can contribute significantly to effectively discharge its role of trusteeship in a manner that fulfils stakeholder's expectations.



Additionally, Directors are updated on a continuing basis on developments in the corporate and industry scenario including those pertaining to regulatory and economic environment, to enable them to take well informed and timely decisions.

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, the Board has carried out the annual performance evaluation of its own performance, its Committee's and the Directors individually. A structured questionnaire was prepared covering various aspects of the Board's functioning. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board/ Committee's, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority Shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Directors were satisfied with the evaluations results which reflected the overall engagement and effectiveness of the Board and its Committees. The details of the same are uploaded in Company's website under the following link

http://www.camsonbiotechnologies.com/pdf/familiarization_program_new_2016.pdf

MEETING OF INDEPENDENT DIRECTORS

An exclusive meeting of Independent Directors was held on 30th March, 2016 and transacted inter alia the following business:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as a Whole;
2. Evaluation of the performance of the Managing Director of the Company, taking into account the views of the Executive and Non Executive Directors.
3. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors except Mr. B. C. Madappa and Mr. Krishnaswamy Ramaswamy Iyer were present at the said meeting.

The Performance evaluation of the Board for the financial year 2015-16 will be carried out in the financial year 2016-17 as per the Questionnaire framed by Nomination and Remuneration Committee.

A detailed questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board functioning such as adequacy of the composition of



the Board and its Committees, Board culture, execution and performance of specific duties, engagement with the Board, participation in Board / Committee Meetings etc.

(F). GENERAL MEETINGS

(a) The details of the last three Annual General Meetings (AGMs) held are furnished as under:

GENERAL SHAREHOLDER INFORMATION:		
1. Details of the last Three Annual General Meetings:		
Date	Venue	Time
24.09.2015	Hotel Bhagini Palace, #210, 1st Main, A Cross, ESI Hospital Road, Domlur, 2nd Stage, Indiranagar, Bangalore – 560 071	03.00 p.m
24.09.2014	Sree Nandhini Palace No 4034, 100 Feet Road, HAL 2nd Stage, Indiranagar, Bangalore – 560 038	03.00 p.m
27.09.2013	Woody's Gayathri Hall, Woodlands Hotel, No. 5, Rajaram Mohan Roy Road, Near Richmond Circle, Bangalore- 560 025	03.00 p.m
Ensuing Annual General Meeting:		
22nd Annual General Meeting: 28th September, 2016		
Venue:	Sree Nandhini Palace No 4034, 100 Feet Road, HAL 2nd Stage, Indiranagar, Bangalore – 560 038	03.30 p.m

(b) The Special Resolutions passed by the Shareholders at the past three AGMs are summarized below:

AGM Held on	Subject matter of the Special Resolution
27th September, 2013	(i). Alteration of Capital Clause in Memorandum of Association (ii). Modification of Employee Stock Option Plan – 2012
24th September, 2014	(i). Modification of Employee Stock Option Plan – 2012 (ii). Alteration of Articles of Association
24th September, 2015	(i). Appointment of Mr. B. C. Madappa as an Independent Director (ii). Appointment of Mr. Krishnaswamy Ramaswamy as an Independent Director (iii). Appointment of Mr. Gulshan Kumar Khanna as an Independent Director (iv). Appointment of Dr. Anurudh Kumar Singh as an Independent Director (v). To ratify the Related party transaction with Mr. A. N. Singh for the Leave and License Agreement.



(c) Postal Ballot

No Resolution was passed during the year attracting Postal Ballot and no resolution attracting Postal Ballot is recommended at this Meeting.

Extra Ordinary General Meeting

During the year, one Extra Ordinary General Meeting was held and the details are as follows:

Date of Extra Ordinary General Meeting	Date of Results	Description	Results
18th January, 2016	20th January, 2016	Appointment of Statutory Auditors and Ratification of related party transaction	Resolution passed with requisite majority

(G). SHAREHOLDERS

Means of Communication

Quarterly / Half yearly / Annual financial results, of the Company, are published in one widely circulated English newspaper (Business Standard) and a Vernacular (Kannada) newspaper "Hosa Diganta". The results are also promptly forwarded to Stock Exchange in which the shares of the Company are listed and traded and simultaneously uploaded on the Company's website- www.camsonbiotechnologies.com. The website also displays all official news releases/Updates issued by the Company, from time to time. The Company has not made any presentations to the Institutional Investors or to the Analysts.

The Equity Shares of the Company are listed on BSE Limited.

The Annual Listing fee for the year has been paid to the concerned Stock Exchange.

The Company has also paid the Annual Custodial fee for the financial year 2015-16 to both the Depositories viz National Securities Depository Limited (NSDL) and Central Depositories Services (India) Limited (CDSL). The ISIN numbers allotted to the Company are as under:

DEPOSITORY	ISIN NO.	Corporate Identification Number (CIN)
NSDL and CDSL	INE 845 E01012	L85110KA1993PLC014944
Registrar and Share Transfer Agent	: Integrated Enterprises (India) Limited	



Date of Book Closure	: 22nd September, 2016 to 28th September, 2016
Financial year	: April 1st to March 31st
Scrip Code	: 538858
Scrip Id	: CAMSONBIO
Group / Index	: B
Dividend payment date	: N.A

Whistle Blower Policy

In accordance with the requirements of Sections 177(9) and (10) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and the provisions of Listing Regulations, the Company has also established an effective vigil mechanism and has adopted Whistle Blower Policy. During the year under review no individual / employee has denied access to the Audit Committee.

(http://www.camsonbiotechnologies.com/pdf/Whistle_Blower_Policy.pdf).

Related Party Transactions

The Company has formulated a Policy on materiality of related party transactions and also on dealing with Related Party Transactions. Prior approvals of all Related Party Transactions (RPTs) are obtained from the Audit Committee. The Company has already obtained the approval of the Shareholders of all the material RPTs for the financial year 2015-16 at the AGM held on 24th September, 2015 and at EGM held on 18th January, 2016.

The Company follows the following Policy in disclosing the Related Party Transactions to the Audit Committee:

- A statement in summary form of transactions with related parties at arm's length price in the normal course of business.
- All material individual transactions with related parties, which are not in the normal course of business and which are not on an arm's length basis.
- All material financial and commercial transactions relating to senior management where they have personal interest that may have a potential conflict with the interest of the Company at large.

Disclosures

- The related party transactions entered into by the Company during the financial year ended 31st March, 2016, have been disclosed in the Notes to Accounts. The Policy on dealing with related party transactions is disclosed at the following web link: http://www.camsonbiotechnologies.com/pdf/RELATED_PARTY_TRANSACTION_POLICY.pdf



- During the financial year ended 31st March, 2016, the Company has complied with the statutory requirements comprised in the SEBI LODR Regulations, / Guidelines / Rules of the Stock Exchanges / SEBI/other statutory authorities, except for delay in filling of the vacancy of Company Secretary, there have been no other instances of material non-compliance by the Company during such financial year nor have any penalties, strictures been imposed by Stock Exchange or SEBI or any other statutory authority on any matter related to capital markets. The Policy for determining 'material subsidiaries' is disclosed at the following web link:

http://www.camsonbiotechnologies.com/pdf/camson_policy_on_material_subsidary_jan2016.pdf

Code of Conduct:

The Company has adopted a Policy of "Code of Conduct" for its Senior Management and Directors, a copy of which is available at the Company's website:

http://www.camsonbiotechnologies.com/pdf/CODE_OF_CONDUCT.pdf

The Code serves as a guide to the employees of the Company to make good, informed decisions and act on them. Requisite annual affirmations of compliance with respective codes have been made by the Directors and Senior Management of the Company for the financial year 1st April, 2015 to 31st March, 2016.

The Company has complied with all mandatory requirements of SEBI LODR Regulations, and has also adopted the non-mandatory requirements of the above mentioned regulations to the extent shown in the subsequent sections of this Corporate Governance Report.

Accounting Treatment:

Pursuant to Section 133 of the Companies Act 2013, read with rule 7 of the Companies (Accounts) Rules 2014, till the standards of accounting or any addendum thereto are prescribed by the Central Government, in consultation and recommendation of National Financial Reporting Authority, the existing accounting Standards notified under the Companies Act, 1956 shall continue to apply. Consequently these financial statement have been prepared to comply in all material aspects with the Accounting Standards notified under Section 211(3C) of the (Companies (Accounting standards) Rule, 2006, as amended) and other relevant provisions of the Companies Act 2013.

Compliance with SEBI (Prohibition of Insider Trading) Regulations, 1992:

The Company has adopted a Code of Conduct for prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's Shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.



The Company has complied with SEBI (Prevention of Insider Trading) Regulations, 2015. Code of Fair disclosure as required under the said Regulations was adopted and submitted to Stock Exchange and also uploaded on Company's website at

http://www.camsonbiotechnologies.com/pdf/Insider_Trading_policy_and_Code_of_Fair_Disclosure.pdf.

SHARE TRANSFER SYSTEM:

The Company receives the application for the transfer, transmission and transposition at its Registered office at Bangalore or at the office of the Company's Registrar & Share Transfer Agent (RTA), Integrated Enterprises (India) Limited, Bangalore. As the Company's Shares are currently traded in dematerialized form, the transfers are processed and approved in the electronic form by NSDL/CDSL through its Depository Participants. The RTA, whenever required, process the physical transfers and the duly transferred certificates are sent to the respective transferees.

Regular Audits are carried out at the office of the RTA, by an Independent Practising Company Secretary. The requisite certificate/reports, pursuant thereto, are filed with the Stock Exchange.

Shareholders should address their communications to the RTA at their office or at the office of the Company.

Discretionary Requirements

Pursuant to Regulation 27(1) and Part E of Schedule II of SEBI LODR Regulations 2015, Your Company also complied following discretionary requirement.

Chairman of the Board

The Company maintained the Chairman's office at Company's expense and also reimbursed the expenses incurred in performance of his duties till 31st March, 2016. The Company does not have a Chairman but will be appointing soon.

Means of Communication

Quarterly/half yearly/annual financial results are forwarded to the Stock Exchange. The Company's quarterly results are published in English and Kannada Newspapers. The results are uploaded on the Company's website <http://www.camsonbiotechnologies.com/>. Hence, the same are not sent to the shareholders.



Audit qualifications

There are certain qualifications in the Audit Report of the Statutory Auditors for the year ended 31st March, 2016, and the Board's Report contains response to these qualifications. The Company is making all efforts to move towards unqualified financial statements and unmodified audit opinion.

Reporting of Internal Auditor

The Internal Auditor reports directly to the Audit Committee.

Compliances:

There have been no instances of non-compliance by the Company on any matters related to the capital markets, nor have any penalty/strictures been imposed on the Company by the Stock Exchange or SEBI or any other statutory authority on such matters.

Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity

There are no outstanding GDRs / ADRs / Warrants or any Convertible instruments as on 31st March, 2016.

Auditors' Certification on Corporate Governance

Compliance certificate from the Auditors regarding compliance of conditions of corporate governance is attached to the Board's Report and is a part of this Annual Report.

Compliance Officer and Address for correspondence:

Mr. Veerendra Kumar Singh, Managing Director
C7, 7th Floor, corporate Block, Golden Enclave
Old Airport Road, Bangalore-560 017

Details of compliance with mandatory requirements:

The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Regulations 46(2)(b) to 46(2)(i) pertaining to disseminating information on website have been complied with.



Pursuant to the requirements of 'Criteria of Independence' as laid down under Section 149 (6) of the Companies Act, 2013 and SEBI Regulations, 2015, all of the Independent Directors have given declarations that they meet such criteria of Independence.

In order to maintain transparency, your Company maintains an arm's length while dealing with its Independent Directors. No transaction was entered with Independent directors in the year which could have any material pecuniary relationship with them. Apart from sitting fee, no other remuneration was given to any of the Independent Directors

Other requirements of Corporate Governance are as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') are disclosed in the website link:

<http://www.camsonbiotechnologies.com/investor/clause49compliances.htm>

This Corporate Governance Report of the Company for the financial year 2015-16 is in compliance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Adoption of the Non-Mandatory Requirements:

- i. Nomination and Remuneration Committee has duly been constituted.
 - ii. The Company consistently trains its Board members, on an on-going basis, in the business model of the Company as well as the risk profile of the business parameters of the Company, their responsibilities as Directors, and the best ways to discharge them.
 - iii. The Company has a procedure of bringing to the notice of management, any matter/s regarding concerns about unethical behaviour, actual or suspected fraud or violation of Company's code of conduct or ethics Policy.
-
- • Independent Directors of the Company have the option and freedom to meet Company Management regularly. They are provided with all information sought by them to perform their duty effectively and efficiently.
 - • Audit Committee has duly been constituted, and its scope and functions has already detailed elsewhere in this report.
 - • Matters referred to Audit Committee, as detailed elsewhere in the report include, inter alia, recommendation to Board, on appointment of Statutory and Internal Auditors.
 - • Reconciliation of Share Capital Audit Report is conducted every financial quarter and placed before the Audit Committee and the Board for review.



Plant Locations

(The Company's Research and Development facilities are located at the below mentioned address which is also the Registered Office of the Company:

- (a) Sy No. 132, Madhurehobli
Madagondanahalli
Nelamangala Road
Dodballapur, Bangalore – 561 203
- (b) Plot No 6A & B
Phase – IV, Industrial Area
Gwalthai District Bilaspur
Himachal Pradesh – 174 201

Address for Correspondence

Corporate Office:

C 7, 7th Floor, Corporate Block
Golden Enclave, Old Airport Road
Bangalore – 560 017

Registrar & Share Transfer Agent Address for Correspondence

Integrated Enterprises (India) Limited
No.30, Ramana Residency, 4th Cross
Sampige Road, Malleshwaram
Bangalore – 560 003



The Monthly High / Low closing prices of shares of the Company from 1st April, 2015 to 31st March, 2016 are given below:

Month	Open price	High Price	Low Price	Close price	No. of Shares	No. of Trades	Total Turnover(Rs.)	*Spread (Rs.)	
								H-L	C-O
Apr-15	94.30	131.85	93.90	115.25	2267124	32621	271855208	37.95	20.95
May-15	116.00	132.50	96.60	98.60	1607499	21162	186401415	35.90	-17.40
Jun-15	98.70	109.00	81.00	97.70	756435	6249	71954339	28.00	-1.00
Jul-15	98.70	109.40	92.00	107.10	1524829	8516	153879619	17.40	8.40
Aug-15	108.00	110.00	63.00	72.20	2678264	12584	231902888	47.00	-35.80
Sep-15	68.80	95.00	57.45	63.40	1020930	6383	79095095	37.55	-5.40
Oct-15	66.00	66.00	53.00	53.25	1000181	4568	59174315	13.00	-12.75
Nov-15	53.30	56.00	36.10	41.70	869311	5095	39231598	19.90	-11.60
Dec-15	41.30	46.95	38.20	42.25	1029024	4271	44212914	8.75	0.95
Jan-16	41.00	63.50	41.00	46.15	2503055	10482	135043546	22.50	5.15
Feb-16	46.00	46.65	31.20	33.10	710528	2786	26485321	15.45	-12.90
Mar-16	34.35	38.30	30.00	35.10	863523	3267	28738661	8.30	0.75

DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2016 (PHYSICAL)

Category		No. of Shareholders	%	No. of shares held	%
			(Percentage)		(Percentage)
Up to 500		1643	92.62	275715	4.33
501	1000	66	3.72	48200	0.76
1001	2000	23	1.30	34800	0.55
2001	3000	31	1.75	77600	1.22
3001	4000	1	0.06	3200	0.05
4001	5000	3	0.17	15000	0.24
5001	10000	6	0.34	40534	0.64
10001 and Above		1	0.06	5869840	92.22
TOTAL		1807	100.00	6377998	100.00

DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2016 (ELECTRONIC)

CATEGORY		No. of Shareholders	%	No. of Shares held	%
			(Percentage)		(Percentage)
Up to 500		7716	76.81	1275166	5.40
501	1000	1017	10.12	857821	3.63
1001	2000	543	5.41	833873	3.53
2001	3000	192	1.91	502836	2.13
3001	4000	106	1.06	385367	1.63
4001	5000	103	1.03	489274	2.07
5001	10000	162	1.61	1182342	5.00
10001 and Above		206	2.05	18108272	76.62
TOTAL		10045	100.00	23634951	100.00



DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2016 (PHYSICAL & ELECTRONIC)

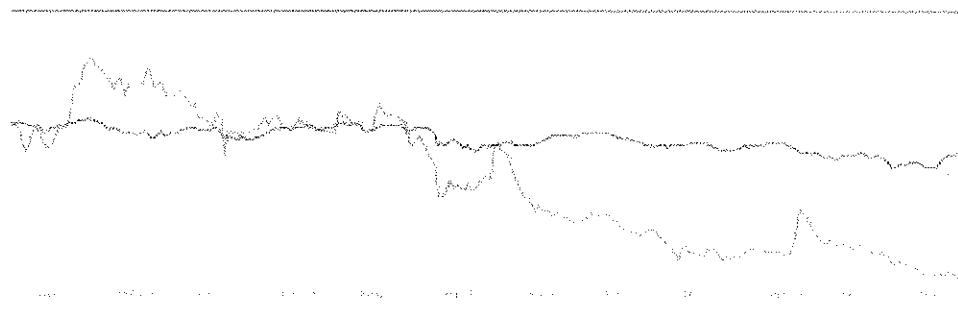
CATEGORY		No. of Shareholders	%	No. of Shares held	%
			(Percentage)		(Percentage)
Up to 500		9359	79.19	1550881	5.17
501	1000	1083	9.16	906021	3.02
1001	2000	566	4.79	868673	2.90
2001	3000	223	1.89	580436	1.93
3001	4000	107	0.91	388567	1.30
4001	5000	106	0.90	504274	1.68
5001	10000	168	1.42	1222876	4.08
10001 and Above		207	1.75	23978112	79.93
TOTAL		11819	100.00	29999840	100.00

SHAREHOLDING PATTERN AS ON 31.03.2016

Category	Total No. of Shares	% of Shareholding
Promoters/Persons acting in concert	7338600	24.46
Banks, FIs, Insurance Cos, etc	4950	0.02
Private Corporate Bodies	3300045	11.00
Mutual Funds	850000	2.83
NRIs/OCBs/FIIs	7076067	23.59
Indian Public	11036977	36.79
Others(Clearing Members/Trust)	393201	1.31
Total	29999840	100.00

The Company's Equity Shares are compulsorily traded in the electronic form. As on 31st March, 2016, about 2,36,34,951 Equity Shares representing 78.78% have been dematerialized as at 31st March, 2016 and the balance 63,64,889 Shares being representing 21.22% were in Physical form. The Shareholders can hold the shares in demat form either through NSDL or CDSL.

Stock performance Comparison



BSE



Camson Bio



MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report exhibiting an overview of the Industry, Company's business, its Financials and other allied issues, is provided separately as a part of this report.

CEO Certificate

To

The Board of Directors

Camson Bio Technologies Limited

I, Veerendra Kumar Singh, Managing Director of Camson Bio Technologies Limited, (Company) hereby certify that-

- (1) We have reviewed financial statements and the cash flow statement for the year March 31, 2016 and that to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (2) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year are fraudulent, illegal or violative of the company's code of conduct.
- (3) 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 pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (4) We have indicated to the auditors and the Audit Committee:
 - (I). significant changes in internal control over financial reporting during the year;
 - (ii). significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and



- (iii). instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Veerendra Kumar Singh

Managing Director

(DIN-00296486)

Place: Bangalore

Date: 2nd September, 2016

DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT

In terms of the requirement of Regulation 26(3) read with Schedule V Para D of the SEBI (Listing Obligations and Disclosure Requirements), 2015, code of conduct of the company has been displayed at the Company's website: <http://www.camsonbiotechnologies.com/>. All the members of the Board and the senior management personnel had affirmed compliance with the code for the year ending 31st March, 2016.

Place: Bangalore

Date: 2nd September, 2016

Veerendra Kumar Singh

Managing Director



**CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE
GOVERNANCE AS REQUIRED UNDER CLAUSE 49 OF THE LISTING AGREEMENT
AND THE SEBI (LODR) REGULATIONS, 2015.**

To
The Members
Camson Bio Technologies Limited
Bangalore

I have examined all the relevant records of Camson Bio Technologies Limited ('the Company') for the purpose of certifying the compliances of the conditions of Corporate Governance by the Company for the year ended 31st March, 2016 as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges for the period April 1, 2015 to November 30, 2015 and in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') for the period December 1, 2015 to March 31, 2016.

The compliance of the conditions of Corporate Governance is the responsibility of the Management. My examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Agreement / the Listing Regulations.

I 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.

Place: Bangalore
Date: 2nd September, 2016

Vijayakrishna K T
Practising Company Secretary
FCS-1788 & CP-980



MANAGEMENT DISCUSSION AND ANALYSIS



Management Discussion and Analysis

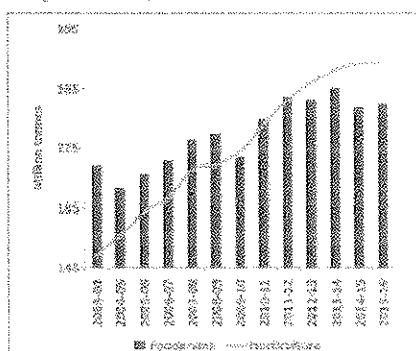
Socio Economic Environment and the Indian Agriculture Story

Agricultural sector continues to play a pivotal role in the Indian economy, providing livelihood to over 58% of India's rural households. Accounting for 15% of India's Gross Domestic Product (GDP), agriculture, along with fisheries and forestry, is one of the largest contributors to the GDP. Apart from providing food security to the nation, this sector is also an important foreign exchange earner contributing to 10% of the country's exports. The Indian agricultural sector follows July to June as the crop year and the Indian cropping season is divided in two major seasons:

Cropping season	Period of year	Major crops grown during the season
Kharif season	July-October (South-West Monsoon)	Rice, maize, sorghum, pearl millet/bajra, finger millet/ragi (cereals), arhar (pulses), soyabean, groundnut (oilseeds), cotton
Rabi season	October-March (Winter)	Wheat, maize, barley, oats (cereals), chickpea/ gram (pulses), linseed, mustard (oilseeds)

Indian agriculture is highly dependent on monsoon, as of the 142 million hectares of net sown area, only 45% or 64 million hectares have access to irrigation facilities. Not surprising then that two consecutive years (2014 and 2015) of deficit rainfall has been the single most important factor impacting the growth of the agriculture and other allied sectors for the period under review. According to advance estimates by Central Statistics Office (CSO), agriculture and its allied sectors (including agriculture, livestock, forestry and fishery) is likely to grow by 1.1% from INR 15.84 lakh cr to INR 16.02 lakh cr in 2015-16 at 2011-12 prices. Its contribution to the Gross Value Added (GVA) is expected to decrease from 16.28% in the financial year 2014-15 to 15.35% in the financial year 2015-16.

Foodgrains and Nonfoodgrain Production



(Source: National Horticulture Board, Ministry of Agriculture)



The Indian Biotechnology Market

Indian biotechnology industry has largely been instrumental in helping the country achieve a high level of success in the agriculture sector. The advances made in the modern agri biotechnology, has opened new frontiers for the agriculture, with India investing a significant part of its R&D resources on agri biotechnology. Biotechnology is seen as a viable option to address the issues of environmental degradation, sustainable farming, crop yield and soil productivity. India's current challenge is to keep up the momentum of growth, both in terms of farming and new biotechnological innovations, so as to close the ever widening food gap. With comparative advantages and the presence of some top companies in the market, India has got the potential to come out as one of the key players in the global biotech sector. It is believed that both the population and the ecology of India have played a major role in the development of the industry. These two advantages have specifically contributed in areas such as drug discovery and research.

India has been able to position itself among the top biotechnology destinations in the world. It comprises of five major segments namely: bio pharmaceuticals, bio services, bio agriculture, bio industry and bio informatics. The Indian Biotechnology industry was projected to grow from US\$ 4.3 bn at the end of 2013 to US\$ 11.6 bn by 2017, according to the Association of Biotechnology led Enterprises (ABLE). The major growth drivers for the Indian biotechnology market include growing demand for healthcare services, need for sustainable agriculture, increasing foreign investments, intensive R&D activities, large scale outsourcing activity and strong government focus on the sector. Bio Agriculture was third in the list, occupying a significant market share of 14% and a potential to grow rapidly in the coming years.

Bio Agriculture Market in India

With the Indian population multiplying at a much faster pace than the growth in Indian agriculture, the food supply-demand gap has been widening. In times of scarce agri resources, use of biotechnology in agriculture has provided the solution through its wide offerings such as helping to improve the effectiveness of agriculture inputs, bring down input costs and increase output. As per estimates by the Central Statistics Office (CSO), the share of agriculture and allied sectors (including agriculture, livestock, forestry and fishery) was 15.35 per cent of the Gross Value Added (GVA) during the financial year 2015–16 at the financial year 2011–12 prices. Bio Agriculture sector is segmented into two broad categories: 1) Biocides (bio pesticides, bio fertilizers, bio insecticides) and 2) Hybrid seeds & Transgenic crops. Hybrid seeds, including GM seeds, represent new business opportunities in India based on yield improvement.

Within the Indian biocides market, the bio pesticides hold the largest market share and have historically grown at a very fast pace. This growth has come mainly on account of growing environmental awareness and education spreading amongst the Indian farmer fraternity. The bio pesticide segment has witnessed significant traction from the farmer community, mainly because of the effectiveness of the products to prevent pest damage, while improving the crop productivity and soil fertility.

Bio fertilizers market in India is at a growing stage of its life cycle. The demand for bio fertilizers has risen because of growing consumer preference for organic food. Bio fertilizers are increasingly in demand and vital components of organic farming. Growing adoption of soil fertility management



continue to drive the bio fertilizer market, owing to its no ecological footprint and chemical free nature.

Road Ahead and Government Initiatives

India offers numerous comparative advantages in terms of R&D facilities, technical know-how, skill set and cost effectiveness. This presents the biotechnology industry in India, immense potential to emerge as a key global player particularly in the bio agriculture and bio industrial segments. There is a rising opportunity in focused R&D and knowledge based innovation that can deliver environmental sustainability in the long run.

The Government of India has been supportive and has taken initiatives to improve the biotechnology sector in the country as well as offer enough scope for research in this field. The setting up of Biotechnology Regulatory Authority of India (BRAI) is further likely to boost the sector.

The agriculture sector in India is expected to generate better momentum in the next few years due to increased investments in agricultural infrastructure such as irrigation facilities, warehousing and cold storage. Factors such as reduced transaction costs and time, improved port gate management and better fiscal incentives would contribute to the sector's growth. Furthermore, the growing use of genetically modified crops will likely improve the yield for Indian farmers.

According to the National Institution for Transforming India Aayog (NITI Aayog), India's agriculture sector is expected to grow 6 per cent in FY 2016-17 in case of normal monsoon during the June-September period. The 12th Five-Year Plan estimates the food grains storage capacity to expand to 35 MT. Also, a 4 per cent growth would help restructure the agriculture sector in India in the next few years.

A network of technology centers and promotion of startups by SIDBI are among few of the steps taken by the government to promote innovation and entrepreneurship in agri industry proposed by the MSME Ministry in a new scheme. The Government of India aims to scale-up the number of start-ups in biotechnology sector to 1,500-2,000 over next two to three years from 500 currently.

Budget for the financial year 2016-17 proposed a slew of measures to improve agriculture and increase farmers' welfare such as 2.85 million hectares to be brought under irrigation, Rs 2,87,000 Crores (US\$ 42.11 billion) grant in aid to be given to gram panchayats and municipalities and 100 per cent village electrification targeted by 1st May, 2018.

Company Overview

Camson Bio Technologies Limited ("Camson" is India's first integrated IPR driven agricultural biotechnology Company. Founded in 1993, the Company is headquartered in Bangalore, with primary focus on biotech R&D. The Company is a pioneer of Zero residue™ farming products, which uses secondary metabolites (biological origin) of microbes to kill / inhibit pathogens, without the hazardous chemicals. The Company has highly specialized R&D capabilities, having developed the 'Proprietary Technology Platform' for research with over 1,00,000 microbial library.

The Company's strength in the biocides is backed by robust operational efficiency and strong R&D.



It places Camson at a very strong position to capitalize on the growth in the industry. To further enhance the Company's technology platform, Camson is also strengthening the R&D team by adding more research scientists with significant knowledge in the field.

Business Strategy

Demerger and Listing of Seeds Business

In FY2016, Company received High Court order sanctioning the Scheme of Arrangement (Demerger) of the Seeds business to form a new entity 'Camson Seeds Limited' with the Hon'ble High Court of Karnataka. All the necessary forms, affidavits and applications were filed with the concerned authority for complying with the completion of the Scheme. Existing Shareholders of Camson were allotted shares of Camson Seeds Limited on the record date as on 22nd September, 2015, in the ratio of 1:1. Application was made to BSE Limited for listing of Camson Seeds Limited and the relaxation letter from SEBI was received under Rule 19(2)(b) of SCRR, 1957, the trading approval is yet awaited from BSE.

Performance Review

Financial Performance: Consolidated basis

Revenue decreased by 69.5% on y-o-y basis, to Rs. 1,409 mn, primarily due to demerger of seeds segment separately in Camson Seeds Limited during the FY 2015-16. There is decline by 57.6% in the Agri Biotech business segment due to the ongoing portfolio rationalization. In line with the management expectations and the ongoing focus on the core biocides business.

Financial Performance: Standalone basis

Revenue decreased by 85% compared to previous year FY 2014-15 by Rs. 1,440 mn primarily due to demerger of seeds segment separately in Camson Seeds Limited during FY 2015-16. In Agri Biotech segment revenue also declined by 57.6% in FY 2015-16. Margin was impacted mainly due to the unfavorable weather conditions in FY 2016 and increase in the Employee Benefit Expenses. During the year, the Company has made significant investment in strengthening both the marketing and sales and R&D teams.

However, going forward, in light of the business optimization and improvement plan, the Company has raised financial and operational benchmarks across divisions with a key focus on receivables timeline, marketing expenses and cash flow from operations

Liquidity

Camson Bio Technologies Limited has suitable commercial arrangements with its creditors, healthy cash flows and sufficient standby credit lines with banks and financial institutions to meet its working capital requirement. It deploys a robust cash management system to ensure timely servicing of its liquidity obligations.



As of March 31, 2016, on a standalone basis, Total Debt for the Company was Rs. 458.69 mn, Cash and Cash Equivalent were Rs. 3.02 mn, resulting in a Net Debt of Rs. 455.67 mn (vs. Net Debt of Rs. 358.7, as on March 31, 2015, registering an increase of 27% on y-o-y basis). Net Worth for the Company was Rs. 1,042.36 mn as of March 31, 2016.

In Rs. mn		FY2016 Leverage Profile: Standalone Basis				
Short Term Borrowings ¹	Long Term Borrowings	Total Debt	Cash & Cash Equi.	Net Debt	Net Worth	Net Debt / EBITDA (x)
363.84	94.85	458.69	3.02	455.67	1,042.36	(3.45x)

Recent Corporate Developments

During the year under review, as a sign of the underlying strength of the business, the Company recorded many Non-Disclosure Agreement (Confidentiality Agreement) with various international and national companies for marketing of Company's products, which are of strategic importance to the business in the long-run.

Business Outlook

Domestic Business: The International Monetary Fund is bullish on the Indian market as the government focusses on higher public infrastructure spending, downsizing subsidies, enhancing financial inclusion and creating flexible labour and product market. Agriculture sector, on account of poor monsoon for the past two years grew only 0.2% in the financial year 2014-15 and 1.1% in the financial year 2015-16, as a result slowing down the overall economic growth.

However, with enhanced focus in agriculture sector in the Union Budget the financial year 2016-17 and prediction of above average monsoon, the agriculture sector is expected to grow 4% which in turn may result in the GDP growth of over 7.5%.

With a wide range of bio technology driven products, Camson is well positioned to capitalize on the changing industry demand dynamics toward agri bio products. Camson strives to provide best possible solution to the farming community through its innovate product line and in the future, foresees itself being a 'One-Stop' biocides brand in the domestic market. Today, Camson is present across almost all states in India and continues to strengthen its dealer distribution outreach. Going forward, the Company will focus more on highly productive, platinum dealers which are expected to result in significant improvement in topline and profitability.

Agriculture focused budget: The Union budget the financial year 2016-17 primarily focused on the country's agriculture sector with an aim to improve farm output and farmer welfare. It has laid out favorable policies that would strengthen country's agricultural productivity, reduce dependence of monsoon and aim to double farmer's income in the next five years.



Positive rainfall forecast: The Indian Meteorological Department forecasts with 94% probability that the rainfall in the country during the financial year 2016-17 is going to be above normal at 106% relative to the long period average (L.P.A) as compared to a deficit of 14% in the financial year 2015-16. This is a positive sign for the farmers and Indian economy as the country's agricultural output should witness growth.

Institutional Business: Camson had set up the institutional desk in 2014 to cater to corporate organizations and larger farming associations. FY2015 was the first year of operations for the desk and the initial results have been remarkable. During the year, Camson signed MOU with farmer associations and government bodies. All three MOUs are at initial trial stages and the Company expects to see commercial quantities from FY 2017 onwards. Institutional business is expected to provide a new dynamic to the overall growth of the Company in the years to come.

International Growth: The international market dynamics remain highly favorable to the agri biotechnology business and the Company is fully prepared to use the market opportunity to expand internationally in the near future and has already taken steps to do so. The gestation period for the international business is generally long given the regulatory requirement and various compliances. To capitalize on the emerging business opportunity in the overseas markets, Camson has already initiated relationships with potential stakeholders by sending out the products for field-testing. Your Company has also received EPA (Environment Protection Authority) approvals in certain regions and remains optimistic on its International growth outlook.

Geographical Footprint and Distribution Network

Camson continues its focus on adding good dealers to its network and strives to build a flexible supply chain to ensure requisite delivery volumes in a timely and cost efficient manner. Having established a simple distribution model with just one intermediary distributor between 'Clearing and Forwarding' (CNF) agent and the farmer, Camson ensures that farmers have a quick and easy access to the products. In the recent years, Camson has been optimizing and raising the standards across the organization with a key focus on sales and distribution. Camson has terminated the services of many C&F Agents in various states and wants to focus on only big Distributors who will also act as C&F Agents thereby benefiting the Company and saving the costs.

Opportunities, Risks, Concerns and Threats

Opportunities

Economic Growth: The Indian economy is entering into an exciting phase of growth. It is anticipated that implementation of structural reforms and government initiatives will result in robust investment activity in the agri biotech space. Furthermore, the recent macro-economic indicators confirm the strengthening demand. This will result in further improvement in agriculture sector and fuel consumer demand in the organic space.

Ban on Chemical Fertilizers: The state of Kerala and Sikkim had recently proposed to make the state switch over to organic farming by 2016. To implement this move, 100 government offices across states are being established to ensure procurement of organic and bio farming products for farmers. Given the importance of organic farming and need for developing a sustainable alternative for the



traditional agriculture methods, other state government may also follow the suit. This opens up significant opportunities for Camson given already strong market position in the agri biotech space. Any such initiatives by the government to promote agri biotech products will be beneficial for the Company's growth. Agri biotech products have the capability to make a meaningful difference in terms yields, and quantity of produce and ensure availability of chemical free, safe products.

Risks & Concerns

In India, biotechnology industry is strongly regulated including companies operating in the agri biotechnology space. Any policies formulated by the central or state government in areas such as production, distribution, plantation, marketing or taxation can have an adverse impact on the performance of the Company. Regulatory norms governing the sector are growing over time and regular compliance is required, which can be challenging for the business. Also, changes in guidelines or policies can put specific products/ compositions under risk. Camson has established a very strong R&D platform which is based on the requisite regulatory framework. The Company's R&D and manufacturing facilities are all complaint with the latest regulatory requirement.

Threats

The Company faces continuing and unavoidable threat from unfavorable weather conditions particularly the rainfall variability. Agriculture business is highly dependent on weather especially in India where only about 45% of the net sown areas have access to irrigation. Droughts, natural calamities or excess rainfall can have negative impact on the crop production which can in turn impact the product sales and can greatly impact farmer sentiment and hinders the market demand and sales for the crop protection products. Additionally, the type of crop that can be grown is affected by changes in temperatures and the length of growing season. Weather variability and climate change, modifies the soil condition and water availability for the agriculture. Though these natural factors can never be completely eliminated they can be kept under check through pro-active and prompt responses.

Quality Certification: Control Union

Control Union (CU) is an international organization, offering certification for companies operating in agri, food and allied sectors including agriculture, food, feed, forest products, textiles and bio-energy. The certification is internationally accepted by various authorities and widely recognized. Your Company holds the certification by the Control Union in the area of Organic Cultivation. Camson is one of the very few companies operating in India to receive such certification, which is a matter of honor and pride for your Company. This certification continues to strengthen our presence in the organic space, globally.

Internal Control Systems & Adequacy

Camson lays significant emphasis on ensuring best-in-class standards for internal control systems and is committed to the principle of prudent growth. The Company has adequate systems for internal control, which are commensurate with its size and operational complexities in place. The same are discussed in detail, in the Directors Report.



Human Resources Development

Human Resource Development stands at heart of Camson's corporate strategy and your Company acknowledges that human resource is critical for the overall growth and success of the organization. The Human Resource Department of the Company is highly focused on enhancing stakeholder value by ensuring a right fit between the HR policies and the overall strategic direction of the Company. The Company, being involved in the agriculture business needs to interact and work with farmers located in the country's villages. This requires special skills that need to be upgraded on yearly basis with inputs on the latest technology advances combined with a strong commercial orientation. We have laid down HR policies and several best practices such as an incentive policy and stock options to encourage the employee fraternity. Your Company has recruited experienced industry professionals to meet the current and future needs of the organization. There has been a constant endeavor to facilitate the overall development of the employees, with the intention to create leaders for tomorrow. Your Company is an equal opportunity employer which seeks to recruit and appoint the best talent for a job without any discrimination and a special focus is given on enhancing the workforce diversity.

As of 31st March, 2016, the Company had a total employee count of 144. As part of our Human Resource Development, we regularly organize in-house and external training programs for our employees. Your Company also follows a transparent appraisal system for our employees. There were no financial or commercial transactions that resulted in a conflict of interest between senior management and the Company. During the fiscal year under review, there has been no loss of production at any of the Company's R&D/manufacturing facility due to industrial unrest.

Cautionary Statement

Statements in this Management Discussion and Analysis contains "forward looking statements" including, but without limitation, statements relating to the implementation of strategic initiatives, and other statements relating to Camson's future business developments and economic performance. While these forward looking statements indicate our assessment and future expectations concerning the development of our business, a number of risks, uncertainties and other unknown factors could cause actual developments and results to differ materially from our expectations. These factors include, but are not limited to, general market, macro-economic, governmental and regulatory trends, movements in currency exchange and interest rates, competitive pressures, technological developments, changes in the financial conditions of third parties dealing with us, legislative developments, and other key factors that could affect our business and financial performance. Camson undertakes no obligation to publicly revise any forward looking statements to reflect future / likely events or circumstances.

Place: Bengaluru

Date: 2nd September, 2016

For and on behalf of the Board of Directors
Veerendra Kumar Singh
Managing Director



STANDALONE AUDITORS' REPORT



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF CAMSON BIO TECHNOLOGIES LIMITED

Report on the Standalone Financial Statements

We were engaged to audit the accompanying standalone financial statements of **CAMSON BIO TECHNOLOGIES LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating for ensuring accuracy and completeness of the accounting records relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting our audit in accordance with the Standards on Auditing under Section 143(10) of the Act.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order under section 143 (11) of the Act.

Because of the matter described in the Basis for Disclaimer of Opinion paragraph, we were not able to obtain sufficient and appropriate audit evidence to provide a basis for an audit opinion.

Basis of Disclaimer of Opinion:

As explained in Note 28.8 of the financial statements, the Company has received communication from shareholders alleging certain issues relating to financial matters of the Company and have requested to conduct a forensic audit. The Company has replied to the said shareholder requesting specific facts and scope/areas for the forensic audit. The Company's Board of Directors has proposed to carry out a forensic audit by appointing an independent committee/legal counsel to decide the scope and areas of forensic audit. The Company is of the view that material adjustments or



disclosures, if any, arising out of the forensic audit would be considered after conclusion of the forensic audit and the Management has not estimated the impact of any adjustment that may arise to the amounts and disclosures in the financial statements.

As a result of these matters, we have not been able to obtain sufficient appropriate audit evidence to state whether any adjustments or disclosure would be required to the information included in the financial statements and the impact thereof.

Disclaimer of Opinion:

Because of the significance of the matters described in the Basis of Disclaimer of Opinion paragraph, we do not have a basis to form an opinion on the financial statements. Accordingly, we do not express an opinion on the financial statements.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) we report that:

- (a) As described in the basis for Disclaimer of Opinion paragraph, we sought but were unable to obtain all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
- (b) Due to the possible effects of the matter described in the Basis for Disclaimer of Opinion paragraph, we are unable to state whether proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- (c) Due to the possible effects of the matter described in the Basis for Disclaimer of Opinion Paragraph, we are unable to state whether the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) Due to the possible effect of the matter described in the Basis for Disclaimer of Opinion paragraph, we are unable to state whether the aforesaid standalone financial statements comply with the Accounting Standards prescribed under section 133 of the Act, as applicable;
- (e) The matter described in the Basis for Disclaimer of Opinion paragraph above, may have an adverse effect on the functioning of the Company.
- (f) On the basis of written representations received from the directors as on March 31, 2016 and taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2016, from being appointed as a director in terms of Section 164(2) of the Act.



- (g) The reservation relating to the maintenance of accounts and other matters connected therewith are as stated in the Basis for Disclaimer of Opinion paragraph above.
 - (h) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses a disclaimer of opinion on the Company's internal financial controls over financial reporting.
 - (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. due to the possible effects of the matter described in the Basis for Disclaimer of Opinion paragraph, we are unable to state whether the Company has disclosed the impact of pending litigations on its financial position in its financial statements;
 - ii. due to possible effects of the manner described in the Basis for Disclaimer of Opinion paragraph, we are unable to state whether the Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
 - iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, read with paragraph 4, 'Basis of Disclaimer of opinion'.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
Firm Registration No. 117366W/W-100018

Place: Bangalore
Date: May 30, 2016

S. Ganesh
Partner
Membership No. 204108



ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (b) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

We were engaged to audit the internal financials controls over financials reporting of **CAMSON BIO TECHNOLOGIES LIMITED** ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls.

Because of the matter described in the Basis of Disclaimer of opinion paragraph below, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on internal financial controls system over the financial reporting of the Company.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that



transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Basis of Disclaimer of opinion:

As explained in Note 28.8 of the financial statements, the Company has received communication from shareholders alleging certain issues relating to financial matters of the Company and have requested to conduct a forensic audit. The Company has replied to the said shareholder requesting specific facts and scope/areas for the forensic audit. The Company's Board of Directors has proposed to carry out a forensic audit by appointing an independent committee/legal counsel. As stated in the aforesaid Note, the Company is of the view that material adjustments or disclosures, if any, arising out of the forensic audit would be considered after conclusion of the forensic audit and the Management has not estimated the impact of any adjustment that may arise to the amounts and disclosures in the financial statements.

Consequently, we are unable to ascertain the impact, if any, on the outcome of such forensic audit on the adequacy and operating effectiveness of the internal controls of the Company.

As a result of these matters, we have not been able to obtain sufficient appropriate audit evidence in relation to Internal Financial Controls over Financial Reporting and consequently we are unable to determine whether the Company has established adequate internal financial controls over financial reporting and also whether such internal financial controls were operating effectively as at March 31, 2016.

Disclaimer of Opinion:

Because of the significance of the matters described in the Basis of Disclaimer of Opinion paragraph, we do not have a basis to form an opinion on the internal financial controls over financial reporting. Accordingly, we do not express an opinion on the same.

We have considered the disclaimer reported above in determining the nature, timing and extent of audit tests applied in our audit of the standalone financial statements of the Company for the year



ended March 31, 2016 and the said disclaimer has affected our opinion on the said standalone financial statements of the Company and we have issued a Disclaimer of opinion on the standalone financials statements of the Company.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
Firm Registration No. 117366W/W-100018

Place: Bangalore
Date: May 30, 2016

S. Ganesh
Partner
Membership No. 204108



ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i)
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification. Also refer paragraph on 'Basis of Opinion' and 'Disclaimer of Opinion' of our report of even date.
 - (c) According to the information and explanations given to us and the records examined by us and based on the examination of the lease and license agreement, registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings, are held in the name of the Company as at the balance sheet date.

Immovable properties of land and buildings whose title deeds have been mortgaged and pledged as security for term loans and cash credit facility, guarantees etc., are held in the name of the Company based on the confirmations directly received by us from lenders. In respect of immovable properties of land and buildings that have been taken on lease and disclosed as fixed asset in the financial statements, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.

- (ii) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals. Material discrepancies noticed on physical verification during the year have been properly dealt with in the books of account.
- (iii) According to the information and explanations given to us, the Company has granted unsecured loans, to companies or other parties covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which:
 - (a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.
 - (b) The schedule of repayment of principal and payment of interest has been stipulated and repayments or receipts of principal amounts and interest have been regular as per stipulations.

Also refer paragraph on 'Basis of Opinion' and 'Disclaimer of Opinion' of our report of even date.

- (iv) In our opinion and according to the information and explanations given to us, the Company



has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable. Also refer paragraph on 'Basis of Opinion' and 'Disclaimer of Opinion' of our report of even date.

- (v) According to the information and explanations given to us, the Company has not accepted any deposits during the year. The Company does not have any unclaimed deposits and hence compliance with the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013 is not applicable.
- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete. Also refer paragraph on 'Basis of Opinion' and 'Disclaimer of Opinion' of our report of even date.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Value Added Tax, Customs Duty, Excise Duty, cess and other material statutory dues applicable to it to the appropriate authorities.
 - (b) There are undisputed amounts payable in respect of Provident Fund, , Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2016 for a period of more than six months from the date they became payable.

Name of Statute	Nature of Dues	Amount (Rs.)	Period to which the Amount Relates	Due Date	Date of subsequent payment
Income Tax Act, 1961	Income Tax	Rs.22,817,784	AY-2012-13	26-04-2015	Not paid yet

- (c) There are no dues of Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, and Value Added Tax as on March 31, 2016 on account of disputes.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks and financial institutions, except as under:



- (a) In case of defaults in the repayment of loans or borrowings to banks:

Particulars	Amount of default of repayment (Rs)		Period of default
	Principal	Interest	
Dues to Banks:			
HDFC Bank Limited:	4,214,850	214,8500	6-07-2015 to 31-03-2016
	3,161,100	161,100	24-06-2015 to 31-03-2016
	2,107,500	107,500	24-06-2015 to 31-03-2016
	23,526,847	1,200,065	25-05-2015 to 31-03-2016

The Company has not issued any debentures.

- (ix) In our opinion and according to the information and explanations given to us, the Company has not raised any money through initial public offer or further public offer and the term loans have been applied by the Company during the year for the purposes for which they were raised or as per purposes revised with appropriate approvals, other than temporary deployment pending application of proceeds.
- (x) To the best of our knowledge and according to the information and explanations given to us, there is no fraud by the Company, further an amount of Rs. 13,72,134/- relating to certain personal expenses claimed by one of the employees of the Company, for which the company has taken necessary steps for recovery.

As explained in Note 28.8 of the financial statements, the company has received communication from shareholders alleging certain issues relating to financial matters of the Company committed by employees and officers of the Company and have requested to conduct a forensic audit. The Company has replied to the said shareholder requesting specific facts and scope/areas for the forensic audit. The Company's Board of Directors has proposed to carry out a forensic audit by appointing an independent committee/legal counsel to decide the scope and areas of forensic audit. The Company is of the view that material adjustments or disclosures, if any, arising out of the forensic audit would be considered after conclusion of the forensic audit and the Management has not estimated the impact of any adjustment that may arise to the amounts and disclosures in the financial statements.

Pending the outcome of the forensic audit, we are unable to comment whether any fraud may have occurred.

- (xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.



- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 188 and 177 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards. Also refer paragraph on 'Basis of Opinion' and 'Disclaimer of Opinion' of our report of even date.
- (xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of the Order is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its subsidiary or associate company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable. Also refer paragraph on 'Basis of Opinion' and 'Disclaimer of Opinion' of our report of even date.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
Firm Registration No. 117366W/W-100018

Place: Bangalore
Date: May 30, 2016

S. Ganesh
Partner
Membership No. 204108



STANDALONE FINANCIAL STATEMENTS



CAMSON BIO TECHNOLOGIES LIMITED

INCORPORATED IN INDIA

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Balance Sheet as at 31 March, 2016

(All amounts expressed in Indian Rupees)

Sl. No.	Particulars	Note No.	As at 31 March, 2016	As at 31 March, 2015
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
a)	Share capital	3	299,998,400	299,998,400
b)	Reserves and surplus	4	742,365,253	2,339,848,588
			1,042,363,653	2,639,846,988
2	Non-current liabilities			
a)	Long term borrowings	5	94,854,574	49,480,477
b)	Other long term liabilities	6	22,385,151	24,497,396
c)	Deferred tax liabilities (Net) (Refer note 28.5)		-	17,796,953
d)	Long term provisions	7	5,538,802	8,830,737
			122,778,527	100,605,563
3	Current liabilities			
a)	Short term borrowings	8	363,835,465	316,994,285
b)	Trade payables	9		
	Due to Micro, Small and Medium Enterprises		-	-
	Due to others		76,802,236	106,644,940
c)	Other current liabilities	10	84,435,389	61,568,684
d)	Short term provisions	11	29,477,575	28,414,398
			554,550,665	513,622,307
	TOTAL		1,719,692,845	3,254,074,858
B	ASSETS			
1	Non-current assets			
a)	Fixed assets			
i)	Tangible assets	12	939,546,319	1,111,091,403
ii)	Intangible assets	12A	116,644,622	274,376,557
b)	Non-current investments	13	59,790,600	83,000
c)	Deferred tax assets (Net) (Refer note 28.5)		11,814,595	-
d)	Long term loans and advances	14	325,670,732	76,847,846
e)	Other non-current assets	15	250,600	-
			1,453,716,868	1,462,398,806
2	Current assets			
a)	Inventories	16	92,393,738	253,359,596
b)	Trade receivables	17	165,971,094	1,472,485,281
c)	Cash and cash equivalents	18	3,020,840	10,289,903
d)	Short term loans and advances	19	4,590,305	55,541,272
			265,975,977	1,791,676,052
	TOTAL		1,719,692,845	3,254,074,858
	See accompanying notes forming part of financial statements			
In terms of our report attached			For and on behalf of the Board of Directors	
For Deloitte Haskins & Sells LLP				
Chartered Accountants				
S. Ganesh			Veerendra Kumar Singh	Akbal Narayan Singh
Partner			Managing Director	Director
			DIN- 00296486	DIN- 00296396
Place : Bengaluru			Place : Bengaluru	
Date : May 30, 2016			Date : May 30, 2016	



CAMSON BIO TECHNOLOGIES LIMITED

Statement of Profit and Loss for the year ended as on March 31, 2016
(All amounts expressed in Indian Rupees)

Sl. No	Particulars	Note No	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
1	Revenue from operations (Gross) Less: Excise duty Revenue from operations (Net)	20	254,032,894 - 254,032,894	1,693,815,216 - 1,693,815,216
2	Other income	21	11,574,551	63,521,647
3	Total revenue (1+2)		265,607,445	1,757,336,863
4	EXPENSES			
	a) Cost of Cultivation/ Materials consumed	22	57,526,173	341,241,099
	b) Purchase of Stock-in-trade (Traded goods)		-	259,699,291
	c) Changes in Inventories of finished goods, Work-in-progress and stock-in-trade	23	(9,122,787)	163,409,355
	d) Employee benefit expenses	24	99,239,965	129,351,593
	e) Financial costs	25	49,890,133	39,562,936
	f) Depreciation and amortization expense	12	217,177,267	134,027,631
	g) Other expenses	26	250,174,744	639,566,093
	Total expenses		664,885,495	1,706,858,004
5	Profit/(Loss) before tax (3-4)		(399,278,050)	50,478,859
6	Tax Expense/ (benefit)			
	a) Current tax expenses		-	-
	b) Current tax relating to prior years (net)		8,681,794	-
	c) Deferred tax charge/(credit)		(29,611,548)	19,655,564
	Net tax expenses/(benefit)		(20,929,754)	19,655,564
7	Profit/(Loss) for the year (5-6)		(378,348,296)	30,823,295
	Earning per Equity Share of Rs. 10 each			
	Basic		(12.61)	1.07
	Diluted		(12.61)	1.07
	See accompanying notes forming part of financials statements			
In terms of our report attached For Deloitte Haskins & Sells LLP Chartered Accountants			For and on behalf of the Board of Directors	
S. Ganesh Partner			Veerendra Kumar Singh Managing Director DIN- 00296486	Akbal Narayan Singh Director DIN- 00296396
Place : Bengaluru Date : May 30, 2016			Place : Bengaluru Date : May 30, 2016	



CAMSON BIO TECHNOLOGIES LIMITED

Cash flow for the year ended 31 March, 2016

(All amounts expressed in Indian Rupees)

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Rs.	Rs.	Rs.	Rs.
A. Cash flow from operating activities:				
Profit/(Loss) before taxation		(399,278,050)		58,478,859
Adjustments for:				
Depreciation and amortisation	217,177,767		134,027,631	
Interest income on deposits	(538,262)		(66,680)	
Loss on sales of fixed assets	138,365		-	
Profit on sale of fixed assets	-		(128,406)	
Interest expenses on borrowings	49,890,133		39,562,936	
Bad debts written off	278,953		-	
ESOP amortisation expenses	-		32,876	
Excess provision written back	(3,745,465)		(36,097,839)	
Written back of Loan	-		(8,004,000)	
Provision for doubtful debts	-		106,326,979	
		263,700,991		235,647,497
Operating Profit/(Loss) before working capital changes		(135,577,059)		286,126,356
Changes in working capital:				
Adjustment for increase/(decrease) in operating liabilities				
Trade payables and liabilities	(3,475,542)		32,420,699	
Provisions	(7,910,552)		67,419,335	
Adjustment for (increase)/ decrease in operating assets				
Trade receivables	1,306,235,234		(725,247,206)	
Inventories	160,565,858		146,408,571	
Loans and advances	(243,338,785)		343,260,976	
Other non-current assets	(750,000)		-	
Current assets	-		(8,732,069)	
Net worth transferred to Camson Seeds Limited as on 01.04.2014	(1,170,748,600)		-	
		42,027,613		(144,469,764)
Cash generated from operations		(93,549,446)		141,656,592
Taxes paid		(6,336,127)		(5,000,000)
Net cash from/(used in) operating activities	A	(99,885,573)		136,656,592
B. Cash flow from investing activities:				
Purchase of tangible/intangible assets including capital work in progress	111,865,440		(433,798,600)	
Sale proceeds of tangible assets	190,000		596,000	
Investment in Subsidiary Company	(59,707,600)		-	
Interest received on deposits	538,767		66,680	
Net cash from/(used in) investing activities	B	52,886,102		(433,135,926)
C. Cash flow from financing activities				
Proceeds on issue of equity shares	-		318,860,000	
Interest and financial charges	(49,890,133)		(39,562,936)	
Proceeds from secured loan	114,286,444		151,917,172	
Repayment of borrowings	(22,071,167)		(148,198,205)	
Net cash from/(used in) financing activities	C	42,325,144		283,016,031
Net increase/(decrease) in cash and cash equivalents	(A+B+C)	(4,674,327)		(13,463,303)
Cash and Cash equivalents at the beginning of the year		5,719,890		19,183,193
Cash and Cash equivalents at the end of the year (Refer note.: 18)		1,045,563		5,719,890
See accompanying notes forming part of financials statements				
In terms of our report attached		For and on behalf of the Board of Directors		
For Deloitte Haskins & Sells LLP				
Chartered Accountants				
S. Ganesh		Veerendra Kumar Singh	Akhal Narayan Singh	
Partner		Managing Director	Director	
		DIN- 00296486	DIN- 00296396	
Place : Bengaluru		Place : Bengaluru		
Date : May 30, 2016		Date : May 30, 2016		



3 Share capital

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares	Amount	Number of shares	Amount
(a) Authorised Equity shares of Rs.10 each with voting rights	35,000,000	350,000,000	35,000,000	350,000,000
(b) Issued Equity shares of Rs.10 each with voting rights	29,999,840	299,998,400	29,999,840	299,998,400
(c) Subscribed and fully paid Equity shares of Rs.10 each with voting rights	29,999,840	299,998,400	29,999,840	299,998,400
Total	29,999,840	29,999,840	29,999,840	299,998,400

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares	Amount	Number of shares	Amount
Equity shares with voting rights				
At the beginning of the year	29,999,840	299,998,400	25,225,513	252,255,130
Add: Issued during the year	-	-	4,774,327	47,743,270
At the end of the year	29,999,840	299,998,400	29,999,840	299,998,400

(ii) Terms / rights attached to equity shares

The Company has one class of Equity shares having par value of Rs. 10 per share. Each holder of an equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of shares held by the equity share holders.

(iii) Details of shares held by each shareholder holding more than 5% shares:

Name of the shareholder	As at 31 March, 2016		As at 31 March, 2015	
	No. of shares held	% of holding	No. of shares held	% of holding
Equity shares with voting rights				
Dhirendra Kumar	1,944,680	6.48	1,944,680	6.48
Shashtika Health Resort & SPA Private Ltd	2,790,000	9.30	2,790,000	9.30
Bio Harvest Pte. Ltd.	5,869,840	19.57	5,869,840	19.57

(iv) Shares reserved for issue under option

As at March 31, 2016 14,99,990 shares (As at March 31, 2015 14,99,990 shares) were reserved for issuance towards Employees Stock Options available for grant to their eligible employees on its EGM dated February 12, 2015. (Refer Note 28.2)



4 Reserves and surplus

Particulars	As at 31 March, 2016	As at 31 March, 2015
Capital reserve		
Opening balance	21,121,135	21,121,135
Add: Additions during the year	-	-
Closing balance	21,121,135	21,121,135
Securities premium account		
Opening balance	1,256,637,599	754,416,869
Add: Premium on shares issued	-	502,220,730
Closing balance	1,256,637,599	1,256,637,599
General reserve		
Opening balance	212,362,915	212,362,915
Add: Transferred from surplus in consolidated statement of Profit and Loss	-	-
Less: On account of de-merger (Refer note 28.6)	212,362,915	-
Closing balance	-	212,362,915
Share option outstanding account		
Opening balance	-	-
Add: Gross compensation for option granted for previous year now recognised	499,946	-
Less: Deferred Employee Stock compensation account	499,946	-
Closing balance	-	-
Surplus/(deficit) in statement of profit and loss		
Opening balance	849,726,939	798,436,788
Add/(Less): (Loss)/Profit for the year	(378,348,296)	30,823,295
Less: On account of de-merger (Refer note 28.6)	957,885,685	-
Less: Profit of Camson Seeds Limited (Demerged Company) for the FY 2014-15	48,886,439	-
	(535,393,481)	829,260,083
Appropriations		
Adjusted from fixed assets	-	9,970,409
Impact of deferred tax	-	891,800
ESOP amortisation	-	32,876
Proposed dividend on equity shares	-	(25,225,513)
Corporate dividend tax	-	(4,287,076)
Closing balance	(535,393,481)	849,726,939
Total	742,365,253	2,339,848,588

5 Long term borrowings

Particulars	As at 31 March, 2016	As at 31 March, 2015
(a) Term Loans		
From banks: - Secured		
i) From HDFC bank- vehicle loan (Refer note below)	1,507,880	2,115,441
ii) From banks HDFC bank - Property loan (Refer note below)	19,819,509	-
(b) Loans and advance from related parties: Unsecured (refer note 28.3)	48,562,728	20,199,961
(c) Other loan and advance: Unsecured	24,964,457	27,165,075
Total	94,854,574	49,480,477



CAMSON BIO TECHNOLOGIES LIMITED

Notes: (i) Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured other long-term borrowings

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Secured	Unsecured	Secured	Unsecured
Term loans from banks:				
HDFC Bank Limited (Hyundai Santa fe vehicle loan) (Secured against hypothecation of vehicles, with interest rate of 10.25 % repayable over 60 monthly instalments commencing from 07.08.2014 monthly EMI of Rs.59,988/-)	1,440,992	-	1,982,593	-
HDFC Bank Limited (Mahindra XUV 500) (Secured against hypothecation of vehicles, with interest rate of 12 % repayable over 48 monthly instalments commencing from 06.06.2012 monthly EMI of Rs.33,444/-)	66,888	-	132,848	-
Sub total of vehicle loan taken from HDFC Bank Limited	1,507,880	-	2,115,441	-
HDFC Bank Limited (1st floor, golden enclave ,Bangalore) (Secured against hypothecation of Building, with interest rate of 11.25 % repayable over 60 monthly instalments commencing from 26.08.2015 monthly EMI of Rs.6,11,000/-)	19,819,509	-	-	-

b) Loans from other parties:

Particulars	As at 31 March, 2016		As at 31 March, 2016	
	Secured	Unsecured	Secured	Unsecured
i) From Related Parties (Refer note 28.3)				
Mr. Dhirendra Kumar Unsecured loan with interest rate of 10% repayable in 3 years term	-	47,541,522	-	20,199,961
Mrs. Geeta Singh Unsecured loan with interest rate of 10% repayable in 3 years term	-	1,021,206	-	-
Total	-	48,562,728	-	20,199,961
ii) From others				
Camson Farm Produce Pvt Ltd Unsecured loan with interest rate of 10% repayable in 3 years term	-	8,332,889	-	9,066,507
Camson Green Valley Products Pvt Ltd Unsecured loan with interest rate of 10% repayable in 3 years term	-	16,631,568	-	18,098,568
Total	-	24,964,457	-	27,165,075

6 Other long term liabilities

Particulars	As at 31 March, 2016	As at 31 March, 2015
Others:		
Trade deposits	22,385,151	24,497,396
Total	22,385,151	24,497,396

7 Long term provisions

Particulars	As at 31 March, 2016	As at 31 March, 2015
Provision for employee benefits:		
(i) Provision for compensated absences (Refer note 28.1 (c))	1,516,041	3,010,281
(ii) Provision for gratuity (Refer note 28.1 (b))	4,022,761	5,820,456
Total	5,538,802	8,830,737



CAMSON BIO TECHNOLOGIES LIMITED

8 Short term borrowings

Particulars	As at 31 March, 2016	As at 31 March, 2015
a) Loans repayable on demand		
From banks (Secured):		
(i) Cash credit facilities (Refer note below)	160,317,532	216,536,999
(ii) Other loan (Refer note below)	49,952,456	50,488,573
From banks (Unsecured):		
i) WDCL loan (Refer note below)	64,851,150	
ii) Farmer loan	49,968,713	49,968,713
From other parties (Secured):		
Agri Loan - Star Agri Finance Limited (Refer note below)	38,745,614	
Total	363,835,465	316,994,285

Notes: (i) Details of security for secured short-term borrowings:

Particulars	Nature of security	As at 31 March, 2016	As at 31 March, 2015
Loan repayable on demand from banks: HDFC Bank Limited			
Cash credit	Primary security: (1) Hypothecation by way of first and exclusive charges on all present and future current assets inclusive of stock and book debts. Collateral Security : (1) Industrial Land and building, plot no 6A and B, Goalithai, Dist. Ballarpur, State: Himachal Pradesh. (2) Building No. C-7, 7th floor, Golden enclave, old airport road, Bangalore -560017 (3) Land Sy.No. 82/1,87, 82/1,92/1,89,82/2A,83/3 Madagondanahalli, Doddaballapur Tq. Bangalore	160,317,532	216,536,999
Other loan		49,952,456	50,488,573
Loan repayable on demand from other parties:			
Agri Loan - Star Agri Finance Limited	(1) Land Sy.No. 92/1, 92/4, 82/1,93/3, of Smt. Geeta Singh situated at Madagondanahalli, Doddaballapur Tq. Bangalore (2) Land Sy.No. 82, 83/3 of Mr. Karan Singh situated at Madagondanahalli, Doddaballapur Tq. Bangalore (refer note no. 28.3)	38,745,614	
Total		249,015,602	267,025,572

Notes: (ii) Details of short-term borrowings guaranteed by some of the directors

Particulars	As at 31 March, 2016	As at 31 March, 2015
WDCL loan from HDF Bank Limited	64,851,150	
Secured by pledge and lodgement of promoter shares (Mr. Dhirender Kumar) (Refer note 28.3)		

Notes: (iii) The Company has defaulted in repayment of loan and interest in respect of the following

Particulars	As at 31 March, 2016	As at 31 March, 2015
Loans repayable on demand from banks		
Farmer Loan from HDFC Bank Limited		
Principal	31,326,782	
Interest	1,683,515	

9 Trade payables

Particulars	As at 31 March, 2016	As at 31 March, 2015
Trade payable		
Due to Micro, Small and Medium Enterprises (Refer note 27.2)	76,802,236	106,644,940
Due to others		
Total	76,802,236	106,644,940



10 Other current liabilities

Particulars	As at 31 March, 2016	As at 31 March, 2015
(a) Current maturities of long term debts (Refer note (i) below)	5,096,548	859,963
(b) Interest accrued but not due on borrowings	950,466	1,771,303
(c) Interest accrued and due on borrowings	1,683,515	-
(d) Unclaimed dividend	1,575,277	1,585,777
(e) Other payables		
(i) Statutory remittance	2,352,142	3,660,203
(ii) Advances from customers	16,669,175	17,622,238
(iii) Payables on purchase of fixed assets	1,300,661	3,717,898
(iv) Payable to employees	41,615,207	30,804,590
(v) Others		
- Audit fees	1,045,000	662,994
- Advance received from customer towards sale of fixed assets	299,000	-
- Provision towards business promotion expenses	1,173,840	-
- Provision towards scheme expenses	6,954,950	-
- Provision towards FSO expenses	3,719,608	-
- Lease rent payable	-	883,718
Total	84,435,389	61,568,684

Note (i). Current maturities of long term debt (Refer note (i) in note 5 Long term borrowing for details security and guarantees

Particulars	As at 31 March, 2016	As at 31 March, 2015
Term loan - Secured		
HDFC Bank Limited (Hyundai Santa fe vehicle loan)	541,601	489,046
HDFC Bank Limited (Mahindra XUV 500)	65,960	370,917
b) Property loan		
HDFC Bank Limited (1st floor, golden enciave ,Bangalore)	4,488,987	-
Total	5,096,548	859,963

11 Short term provisions

Particulars	As at 31 March, 2016	As at 31 March, 2015
a) Provision for employee benefits:		
(i) Provision for compensated absences (Refer note 28.1 (c))	338,338	694,146
(ii) Provision for Gratuity (Refer note 28.1(b))	1,791,903	1,902,468
b) Provision for Others:		
Provision for taxation (Net of advance tax)	27,347,334	25,817,784
Total	29,477,575	28,414,398



Notes forming part of Standalone Financial Statements for the year ended March 31, 2016
12. Tangible Assets

Particulars	Gross Block			Depreciation			Net Block		
	As at April 1, 2015	Additions	Disposals	Transferred on account of demerger	As at March 31, 2016	As at April 1, 2015	Charged for the Year	Eliminated on disposal of assets	Impairment Loss
Land - Freehold	22,280,945	-	-	7,489,786	14,791,159	-	-	-	-
Land - Leasehold	514,127,143	-	-	97,451,467	416,675,676	28,160,394	4,198,362	-	-
Land Development cost	22,242,169	-	-	-	22,242,169	15,202,143	6,040,026	-	-
Building	264,643,354	33,207,952	-	97,529,930	200,321,376	98,479,353	8,095,753	-	-
Green House	8,951,987	-	-	-	8,951,987	-	-	-	-
Plant and Machinery	436,014,439	20,428,749	-	2,108,381	454,335,807	88,030,797	30,489,323	-	-
Office Equipment	15,672,249	420,547	-	10,770	15,873,026	7,699,748	3,792,765	-	-
Computer	3,899,767	652,199	-	295,811	4,256,155	2,786,140	714,555	-	-
Furniture & Fixtures	38,280,186	460,431	-	-	38,740,617	-	-	-	-
Vehicles	17,598,655	47,217	607,150	868,791	16,279,931	11,692,652	4,286,630	278,789	-
TOTAL - A	1,344,510,894	55,213,095	607,150	206,007,936	1,192,112,903	232,419,494	59,076,415	278,789	-
Previous Year Total - A	[921,671,293]	[433,847,411]	[12,008,250]	-	[1,345,510,894]	[145,203,931]	[87,769,831]	[1,574,268]	-

12A. INTANGIBLE ASSETS

Particulars	Gross Block			Amortization			Net Block		
	As at April 1, 2015	Additions	Disposals	Transferred on account of demerger	As at March 31, 2016	As at April 1, 2015	Charged for the Year	Eliminated on disposal of assets	Impairment Loss
Software	954,704	368,417	-	-	1,323,121	639,859	169,708	-	-
Product Development Cost	320,617,067	368,417	-	-	320,985,484	46,555,355	45,802,436	-	-
TOTAL - B	321,571,771	368,417	-	-	321,940,168	47,195,214	45,972,144	-	-
Previous Year Total - B	[321,525,943]	[49,849]	[4,021]	-	[321,571,771]	[957,414]	[46,237,800]	-	-
GRAND TOTAL (A+B)	1,666,022,665	55,581,512	607,150	206,007,936	1,514,093,091	279,614,708	105,048,561	278,789	112,128,206
Previous Year Grand Total (A+B)	[1,243,197,676]	[433,897,260]	[12,012,271]	-	[1,689,107,206]	[147,161,343]	[134,077,631]	[1,574,268]	-
PREVIOUS YEAR GRAND TOTAL (A+B)	-	-	-	-	-	-	-	-	-



13 Non current investments

	Particulars	As at 31 March, 2016	As at 31 March, 2015
	Investments (At cost):		
	a) Trade Investment (unquoted) fully paid		
	Investment in Equity shares of Camson Agri-Ventures Private Limited		
	Investment in 6500 shares of face value of Rs.10 each & 33,93,500 shares at Rs.17.60 each in Subsidiary Company.	59,790,600	65,000
	b) Other Investments (unquoted)		
	Investment in National saving certificate	-	18,000
	Total	59,790,600	83,000

14 Long term loans and advances

	Particulars	As at 31 March, 2016	As at 31 March, 2015
	Unsecured, considered Good		
	(a) Capital advances	1,062,872	3,574,162
	(b) Security Deposits	5,547,458	6,741,063
	(c) MAT credit entitlement	4,183,427	6,532,621
	(d) Other loans and advance		
	- Advance for Investment in Camson Agri Ventures Private Limited	-	60,000,000
	- Due from Camson Seeds Limited on account of De-merger (Refer note 28.6)	272,558,682	-
	- Advance to Camson Seeds Limited	42,318,293	-
	Total	325,670,732	76,847,846

15 Other non-current assets

	Particulars	As at 31 March, 2016	As at 31 March, 2015
	Others		
	Balance held as margin money	250,000	-
	Total	250,000	-

16 Inventories

	Particulars	As at 31 March, 2016	As at 31 March, 2015
	(a) Raw materials	7,359,104	14,552,675
	(b) Work in progress	142,470	-
	(c) Finished goods	71,373,208	151,716,121
	Goods in transit	465,360	-
	(d) Others		
	Foundation seeds	-	65,887,331
	Packing materials	13,053,596	21,203,469
	Total	92,393,738	253,359,596



17 Trade receivables

Particulars	As at 31 March, 2016	As at 31 March, 2015
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	148,325,689	658,938,431
Doubtful	23,267,694	106,320,979
Less: provision for doubtful debts	23,267,694	106,320,979
Sub Total	148,325,689	658,938,431
Others - unsecured, considered good	17,645,405	813,546,850
Total	165,971,094	1,472,485,281

18 Cash and cash equivalents

Particulars	As at 31 March, 2016	As at 31 March, 2015
(a) Cash on hand	20,554	89,792
(b) Balance with banks		
(i) in current accounts	1,025,009	5,630,098
(ii) in earmarked accounts		
Unpaid dividend accounts	1,575,277	1,585,377
Balance held in margin money	400,000	2,984,636
Total	3,020,840	10,289,903
Balance that qualify as cash and cash equivalents under AS-3	1,045,563	5,719,890

19 Short term loans and advances

Particulars	As at 31 March, 2016	As at 31 March, 2015
Unsecured, considered good		
(a) Loans and advances to related parties (Refer note 28.3)	54,575	82,195
(b) Loans and advances to employees	1,389,299	1,658,063
(c) Prepaid expenses	851,840	814,119
(d) Balance with government authorities		
(i) VAT credit receivable	1,154,572	-
(ii) Tax deducted at source	121,429	-
(e) Others		
Advance to suppliers and parties	592,047	52,920,215
Interest accrued	426,543	66,680
Total	4,590,305	55,541,272



20 Revenue from operations

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
Sale of products	254,032,894	1,693,815,216
Sales of products (Refer note (i) below)		
Seeds		671,617,694
Agri Biotech products	254,032,894	599,509,699
Trading of seeds		422,687,823
Total	254,032,894	1,693,815,216

Note (i)

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
Sales of products comprises:		
- Manufactured goods		
Agri Biotech products	254,032,894	599,509,699
Seeds		671,617,694
- Traded goods		
Trading of seeds		422,687,823
Total sales of products	254,032,894	1,693,815,216

21 Other income

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
(a) Interest income		
Interest from bank on deposits	538,262	
(b) Other Non operating income		
Excess provision written back	3,245,465	44,101,839
Miscellaneous income	7,700,210	19,291,402
Profit on sales of fixed assets		128,406
Prior period income towards interest on fixed deposit	90,614	
Total	11,574,551	63,521,647

22 Cost of cultivation/ materials consumed

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
Raw material consumed(including packing material)		
Opening stock	34,912,494	18,755,310
Add: Purchases/cultivation	43,026,379	357,598,283
	77,938,873	376,353,593
Less: Closing stock	20,412,700	34,912,494
Raw materials consumed	57,526,173	341,241,099
Materials Consumed		
a) Bentonite Granules	3,306,911	12,689,606
b) Caustic Potash Flakers	2,083,096	4,448,799
c) Organic Manure - Ema	1,620,994	2,601,043
d) Umetnyl sulfoxide	1,588,960	4,196,729
e) Others Items	48,926,212	317,304,920
Total	57,526,173	341,241,099

23 Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
Inventories at the end of the year :		
Finished goods	71,373,208	151,716,123
Goods in transit-finished goods	465,360	
Work in progress	142,470	
Foundation seeds		101,517,356
	71,981,038	253,233,477
Inventories at the beginning of the year:		
Finished goods	58,907,772	133,570,198
Work in progress	3,950,479	
Foundation seeds		133,157,467
Stock in trade		149,935,167
	62,858,251	416,642,832
Changes in inventories of finished goods, work-in-progress and stock-in-trade	(9,122,787)	163,409,355



24 Employee benefit expenses

	Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
	Salaries and wages	94,504,286	119,733,476
	Contribution to provident & other funds (Refer note 28.1(a))	4,028,057	4,239,086
	Gratuity expenses	866,667	2,795,727
	Expenses on employee stock option(ESOP) scheme	-	32,876
	Staff welfare expenses	1,573,689	2,550,424
	Total	99,239,965	129,351,593

25 Financial costs

	Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
a)	Interest expenses on		
i)	Borrowings	40,431,575	28,419,834
ii)	Others		
-	Income tax	1,896,950	
-	Discounting charges	2,389,142	
b)	Other borrowing cost	5,172,466	11,143,102
	Total	49,890,133	39,562,936

26 Other expenses

	Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
	Geo-climatic trial expense	40,286,403	72,433,520
	Labour charges	2,479,016	3,660,519
	Power, fuel & water	5,575,953	5,926,198
	Rent & hire charges	6,153,571	6,323,570
	Repairs and maintenance:		
	Building	1,247,547	1,593,847
	Plant & machinery	340,355	1,650,556
	Others	3,555,096	4,044,124
	Insurance	1,711,676	1,921,278
	Rates and taxes	1,650,165	3,031,339
	Communication expenses	3,282,406	3,109,585
	Travelling and conveyance	42,816,928	65,586,249
	Postage and courier charges	399,876	1,488,356
	Printing and stationery	976,578	4,842,945
	Freight and forwarding	22,557,267	40,269,211
	Rebate and discounts	10,232,389	123,910,799
	Business promotion	86,710,587	206,704,213
	Legal and professional fees	12,698,006	11,160,773
	Auditors' remuneration	1,145,000	786,520
	Director's sitting fee	412,460	19,732
	Product testing charges	-	2,401,695
	Provision for doubtful debts	-	47,579,615
	Bad and doubtful debts written off	278,953	-
	Loss on sales of fixed assets	138,365	-
	Income tax	-	23,520,146
	Miscellaneous expenses	5,526,147	7,601,309
	Total	250,174,744	639,566,099

	Payment to the auditors comprise		
	To statutory Auditors		
	For Audit	1,000,000	400,000
	For other services	-	300,000
	Total	1,000,000	700,000



Notes Forming Part of Standalone Financial Statements for the year ended March 31, 2016

1. CORPORATE INFORMATION

Camson Bio Technologies Limited ('the Company') is in the field of bio technology focused on manufacture of effective, safe and environmentally friendly natural pest management products for the agricultural markets.

2. SIGNIFICANT ACCOUNTING POLICIES :

2.1 Basis for preparation of financial statements:

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") / Companies Act, 1956 ("the 1956 Act"), as applicable. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

2.2 Use of estimates:

The preparation of financial statements in conformity with the generally accepted accounting principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities (including contingent liability) and disclosure of contingent assets and liabilities at the date of the financial statements and the results of operations during the period under review. Although these estimates are based upon the Managements best knowledge of current events and actions, actual results could differ from these estimates.

2.3 Cash and cash equivalents (for purposes of Cash flow statement):

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.4 Cash flow statement.

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.5 Tangible/Intangible Assets

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price, expenses incidental to the installation of the assets, cost of bringing the asset to its working condition for its intended use and attributable borrowing costs. Capital Work-in Progress comprises cost of fixed assets that



are not yet ready for their intended use as at the balance sheet date. Intangible assets are recorded at the consideration paid for their acquisition.

2.6 Depreciation / Amortization:

a. Tangible assets :

- i. Tangible assets are stated at cost of acquisition (including incidental expenses), less accumulated depreciation.
- ii. Assets held for sale or disposals are stated at the lower of their net book value and net realizable value.

b. Depreciation on Tangible assets

Depreciation on tangible assets is charged on Straight Line Method (SLM) in accordance with the useful lives specified in Schedule II to the Companies Act, 2013 on a pro-rata basis except for following assets in respect of which useful life is taken as estimated by the management based on the actual usage pattern of the assets

- i. Poly house and Land development cost has been depreciated over a period of ten years
- ii. The cost of leasehold land at Doddaballapur is being amortized over 99 years
- iii. Depreciation on additions/deletions during the year has been provided for on pro-rata basis. Assets purchased/installed during the year costing less than Rs.5,000/- each are fully depreciated.

c. Intangible assets :

Intangible assets are stated at cost less accumulated amortization and impairment loss, if any.

d. Amortization of Intangible assets:

- i. Intangible assets comprises of computer software which is amortized over the estimated useful life. The maximum period for such amortization is taken as 36 months based on management's estimates of useful life.
- ii. Intangible assets are depreciated over the license period or estimated useful life in the range of 3 to 6 years, whichever is lower
- iii. Product development costs are amortized over a period of 84 months.

2.7 Investments:

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost, except for other than temporary diminution in value, if any, are provided for.



2.8 Inventories:

- a. Inventories comprises of Raw Material, Packing Materials and Finished Goods.
- b. Cost of inventories comprises of cost of purchase, cost of conversion and other cost incurred in bringing the inventories to their present location and condition.
- c. The method of valuation of various categories of inventories is as follows:
 - (i) Stock in trade, raw materials, and packing materials are valued at lower of cost and net realizable value on Weighted Average Cost basis. Materials and other items held for use in the production of inventories are written down below cost if the resulting finished products are not expected to be sold at or above cost.

Raw materials and packing materials are valued at FIFO basis till previous year. In the current year it has been valued at weighted average cost basis and the impact of change in valuation is not material.

- (ii) Finished Goods are valued at lower of cost and net realizable value. Cost includes direct materials and labour expenses and apportionment of manufacturing overheads based on normal operating capacity.
- (iii) Work-in-Progress are valued at cost plus production overheads.

2.9 Employee Benefits:

a. Post-employment benefit plans

Contribution to defined contributory retirement benefit schemes are recognized as an expense when employees have rendered services entitling them to contributions. For defined benefit schemes, the cost of providing benefits is determined using the Project Unit Credit Method, with actuarial valuation being carried out at each Balance Sheet Date. Actuarial gains and losses are recognized in full in the Statement of Profit and Loss for the period in which they occur.

- b. **Short Term Employee Benefits:** The amount payable on account of short term employee benefits comprising largely of salaries and wages, annual bonus/ incentives etc. is valued on an undiscounted basis and charged to the Statement of profit & loss for the year.
- c. **Other long term Employee Benefits:** The employees are entitled to accumulate leave subject to certain limits for future availment. The liabilities for such compensated absence are provided based on the number of days of unutilized leave at each balance sheet date on the basis of an independent actuarial valuation.

2.10 Employee share based payments

The Company has formulated Employee Stock Option Schemes (ESOS) in accordance with the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999. The Schemes provide for grant of options to employees of the Company and its subsidiaries to acquire equity shares of the Company that vest in a graded manner and that are to be exercised within a specified period. In accordance with the SEBI Guidelines; the excess, if any, of the closing market price on the day prior to the grant of the options under ESOS over the exercise price is amortized on a straight-line basis over the vesting period.



2.11 Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

a. Sale of Goods:

Revenue from sale of goods is recognized when significant risk and rewards of the ownership of the goods have passed to the buyer which generally coincides with dispatch of goods to the customer and when there is no significant uncertainty regarding the consideration that will be derived from the sale of goods.

b. Interest Income:

Interest income is accounted on accrual taking into account the amount outstanding and the rate applicable.

2.12 Research And Development:

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development costs of products are also charged to the Statement of Profit and Loss unless a product's technical feasibility has been established, in which case such expenditure is capitalized. The amount capitalized comprises expenditure that can be directly attributed or allocated on a reasonable and consistent basis to creating, producing and making the asset ready for its intended use. Fixed assets utilized for research and development are capitalized and depreciated in accordance with the policies stated for Fixed Assets.

2.13 Borrowing Costs:

'Borrowing costs include interest, amortization of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilized for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalization of such asset are added to the cost of the assets. Capitalization of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

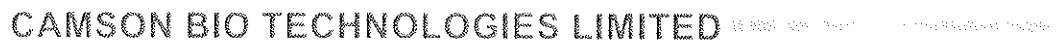
2.14 Taxation:

a. Current Tax:

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

b. Minimum Alternative Tax (MAT):

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.



Deferred tax is recognized on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognized for all timing differences. Deferred tax assets are recognized for timing differences of items other than unabsorbed depreciation and carry forward losses only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realized. However, if there are unabsorbed depreciation and carry forward of losses and items relating to capital losses, deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that there will be sufficient future taxable income available to realize the assets. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each balance sheet date for their realisability.

2.15 Impairment of Assets:

2.16 Foreign Currency Transactions:

2.17 Leases:

2.18 Earnings per Share:

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2.19 Provisions and contingent liabilities:

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent assets are not recognized in the financial statements.

2.20 Operating Cycle:

All assets and liabilities have been classified as current and non-current as per the company's normal operating cycle and other criteria set out in the schedule III of the Companies Act 2013. Based on the nature of service/ operations. The company has ascertained it's operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

27. Additional Disclosures

27.1. Contingent liabilities and commitments (to the extent not provided for)

Particulars	As on March 31, 2016	As on March 31, 2015
Claims against company not acknowledged as debts (Amount Deposited to High Court towards hearing of the proceedings against non-payment of full amount to the petitioner against construction work)	692,688	692,688
Claims against company not acknowledged as debts (Claims towards reimbursement of expenses incurred by Bio Harvest Pte Ltd.) Guarantees	29,507,562	-
(Corporate Guarantee issued in respect of borrowings availed by subsidiary company – Camson Agri Ventures Pvt Ltd.) (Rs. 10 Crores towards Cash Credit and Rs. 3 Crores towards Import and Inland Letter of Credit)	130,000,000	220,000,000



27.2 The information required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006.

Particulars	As on March 31, 2016		As on March 31, 2015	
	Principal	Interest	Principal	Interest
Principal amount remaining unpaid to any supplier as at the end of the accounting year;	Nil	Nil	Nil	Nil
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year;	Nil	Nil	Nil	Nil
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day;	Nil	Nil	Nil	Nil
The amount of interest due and payable for the year;	Nil	Nil	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of the accounting year.	Nil	Nil	Nil	Nil
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid.	Nil	Nil	Nil	Nil

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

27.3 Disclosure as per Clause 32 of the Listing Agreements with the Stock Exchanges

- (i) Loans and advances in the nature of loans given to subsidiaries, firms / companies in which directors are interested:

Name of the party	Relationship	Amount outstanding as on March 31, 2016	Amount outstanding as on March 31, 2015
Camson Agri Ventures Pvt Ltd.	Subsidiary	Nil	81,212,724
Camson Farm Management Venture LLP	Firms in which directors/ relatives of director are interested	50,294	50,294



- (ii) Loans and advances in the nature of loans where there is,
- no repayment schedule or repayment is beyond seven years or
 - no interest or interest is below rates stipulated in Section 186 of the Companies Act, 2013:

Name of the party	Relationship	Amount outstanding as on March 31, 2016	Amount outstanding as on March 31, 2015
Camson Farm Management Venture LLP	Firms in which directors/ relatives of director are interested	50,294	50,294

- (iv) Investments by the loanee in the shares of the Company and subsidiary company:

Name of the party	Relationship	Amount outstanding as on March 31, 2016	Amount outstanding as on March 31, 2015
Camson Agro Products Private Limited. (investment by Camson Agri-Ventures Private Limited)	Subsidiary	4,66,83,740	4,66,83,740

27.4 Foreign Currency Transactions:

Particulars	As on March 31, 2016	As on March 31, 2015
Expenditure in Foreign Currency: -		
-Professional & Consultancy Fees	Nil	Nil
-Interest	Nil	Nil
-Others (towards reimbursement of Travelling Expenses)	1,701,574	1,824,240
Earning in Foreign Currency: -		
-Professional & Consultancy Fees	Nil	Nil
-Interest	Nil	Nil
-Others (Income towards Exports Sale)	Nil	614,697.85

28. Disclosure under Accounting Standards: -

28.1 Employee Benefits

- Defined contribution plans:
The Company makes Provident Fund contribution and Employee State Insurance Scheme contribution which are defined contribution plans, for qualifying employees. Under the schemes, the Company is required to contribute a specified percentage of the



payroll costs to fund the benefits. The Company recognized Rs. 4,028,057 (P.Y. Rs. 4,239,096) for provident fund contributions and Rs. 42,076 (P.Y. Rs. 63,686) for Employee State Insurance Scheme contribution in the Statement of profit and loss. The contributions payable to these plans by the Company are at rates specified in the rules of the respective scheme.

b) Defined benefit plans:

The Company makes provision for Employees' Gratuity Scheme for eligible employees. The scheme provides for lump sum payment to eligible employees at retirement, death while in employment or on termination of employment, an amount equivalent to 15 days salary payable for each completed year of service or part thereof in excess of six months. Eligibility occurs upon completion of five years of service.

The present value of the defined benefit obligation and current service cost were measured using the Projected Unit Credit Method, with actuarial valuations being carried out at the balance sheet date.

The following table sets out the details of the gratuity plan and experience adjustments amounts recognized in the Company's financial statements as at March 31, 2016:

Sl No	Particulars	Year Ended	
		As on March 31, 2016	As on March 31, 2015
I	Present Value of Funded Obligation	-	-
	Fair Value of Plan Assets	-	--
	Present Value of Unfunded Obligation	5,814,664	7,722,924
	Unrecognized Past Service Cost	-	-
	Amount not Recognized as on Assets (limit as Para 59(b))	-	-
	Net Liability	5,814,664	7,722,924
	<u>Amount in Balance Sheet</u>		
	Liabilities	5,814,664	7,722,924
	Assets	-	-
	Net Liability is bifurcated as follows:		
	Current	1,791,903	1,902,468
	Non-Current	4,022,761	5,820,456
	Net Liability	5,814,664	7,722,924



II	Expenses to be Recognized in Statement of Profit and Loss		
	Current Service Cost	1,711,353	1,193,583
	Interest on Defined Benefit Obligation	674,402	483,817
	Expected Return of Plan Assets	NA	NA
	Net Actuarial Losses/ (Gain) Recognized in Year	(2,676,871)	1,118,327
	Past Service Cost	-	-
	Total, included in " Employee Benefit Expenses "	(291,116)	2,795,727
	Actual Return on Plan Assets	-	
III	Change in Defined Benefit Obligation		
	Opening Defined Benefit Obligation	7,722,924	4,927,197
	Current Service Cost	1,711,353	1,193,583
	Interest Cost	674,402	483,817
	Actuarial Losses / (Gain)	(2,676,871)	1,118,327
	Past Service Cost	0	0
	Actuarial Losses / (Gain) due to Curtailment	0	0
	Liabilities Extinguished on Settlements	0	0
	Liabilities Assumed on Acquisition / (Settled on Divestiture)	0	0
	Exchange Difference on Foreign Plans	0	0
	Benefits Paid	(1,617,144)	0
	Closing Defined Benefit Obligation	5,814,664	7,722,924
IV	Change in Fair Value of Assets	0	0
	Opening Fair Value of Plan Assets	0	0
	Expected Return on Plan Assets		
	Actuarial Gain / (Losses)	0	0
	Assets Distributed on Settlements		
	Contributions by Employer	1,617,144	0
	Assets Acquired on Acquisition / (Distributed on Divestiture)	0	0
	Benefits Paid	0	0
	Closing Fair Value of Plan Assets	(1,617,144)	0
	Expected Employer's contribution Next year	1,791,903	1,902,468
V	Assumption at the Valuation Date:		
	Discount Rate (p.a.)	7.85%	7.95%
	Expected Rate of Return of Assets	NA	NA
	Salary Escalation Rate(p.a.)	7%	7%



VI Experience Adjustments:

(Amount in Rs.)

Particulars	As on March 31				
	2016	2015	2014	2013	2012
Defined Benefit Obligation	5,814,664	7,722,924	4,927,197	4,230,284	3,660,973
Plan Assets	-	-	-	-	-
Surplus/ (Deficit)	(5,814,664)	(7,722,924)	(4,927,197)	(4,230,284)	(3,660,973)
Experience Adjustment on Plan Liabilities [gain/ (loss)]	(2,724,316)	388,556	(751,083)	(412,264)	395,659
Experience Adjustment on Plan Assets [gain/ (loss)]	-	-	-	-	-

- a) Employees are entitled to accumulation of leave which can be encashed at the time of retirement or termination. The leave encashment benefit scheme is a defined benefit plan and is not funded. Hence, there are no plan assets attributable to the obligation. The Leave encashment liability under defined benefit plan as on 31.3.2016 is Rs. 1,854,379 (P.Y: Rs. 3,704,427).

Particulars	As on March 31, 2016	As on March 31, 2015
Actuarial assumption for long-term compensated absences.		
Discount rate	7.85%	7.95%
Expected return on plan assets	Nil	Nil
Salary escalation	7.00%	7.00%

28.2 Employee Stock Options Plan

In the extraordinary general meeting held on Feb 12, 2015, the shareholders approved the issue of 1,499,990 options under the Scheme ESOP.

The ESOP allows the issue of options to employees of the Company. Each option comprises one underlying equity share.

As per the Scheme, the Remuneration / Compensation Committee grants the options to the employees deemed eligible. The exercise price of each option shall be Rs. 109/- (One Hundred Nine Only) per option as defined in the Scheme. The options granted vest over a period of 3 years from the date of the grant in proportions specified in the Scheme. Options may be exercised within 365 days of vesting.

The difference between the fair price of the share underlying the options granted on the date of grant of option and the exercise price of the option (being the intrinsic value of the option) representing Stock compensation expense is expensed over the vesting period.



Employee stock options details as on the balance sheet date are as follows:

Particulars	As on March 31, 2016		As on March 31, 2015	
	Options (Numbers)	Exercise price per option	Options (Numbers)	Exercise price per option
Options Outstanding at the beginning of the year	1,499,990	109	Nil	Nil
Granted during the year	Nil	Nil	1,499,990	109
Vested during the year	Nil	Nil	Nil	Nil
Exercised during the year	Nil	Nil	Nil	Nil
Lapsed during the year	500,097	109	Nil	Nil
Options Outstanding at the end of the year	999,893	109	1,499,990	109
Options available for grant	999,893	109	1,499,990	109
The weighted average share price at the date of exercise for stock options exercised during the year	NA	NA	NA	NA
Range of exercise price for options outstanding at the end of the year		109		109

Weighted average remaining contractual life for options outstanding as at March 31, 2016 2 Years (As at March 31, 2015 -3 Years).



28.3 Related Party Disclosure:

1. Related parties:

a. Name of the related party and nature of relationship where control exists:

Sl No	Name of the party	Nature of Relationship
1.	Camson Agri Ventures Private Limited	Subsidiary
2.	Camson Agro Products Private Limited	Subsidiary
3.	Camson Farm Management Venture LLP	Entities where Key Management Personnel (KMP)/relatives of Key Management Personnel (RKMP) have significant influence
4.	CAV Chepyala Farms LLP	Entities where Key Management Personnel (KMP)/relatives of Key Management Personnel (RKMP) have significant influence
5.	Mr. Dhirendra Kumar	Key Management Personnel
6.	Mr. Veerendra Kumar Singh	Key Management Personnel
7.	Mr. Narendran R	Key Management Personnel
8.	Mr. Santosh Nair	Key Management Personnel (Till 31.03.2016)
9.	Mr. Bhamidi S Krishna Sirish	Compliance Officer & Company Secretary upto 05.06.2015
10.	Mr. A.N. Singh - Director	Relatives of Key Management Personnel;
11.	Ms. Geeta Singh	Relatives of Key Management Personnel
12.	Mr. Karan Singh	Relatives of Key Management Personnel



b. Related Party transactions are as under Transactions with related parties

Sl No	Particulars	As on March 31, 2016	As on March 31, 2015
I	Transactions with KMP & their relatives		
	Remuneration to Mr. Dharendra Kumar	8,416,500	8,400,000
	Remuneration to Mr. Santosh Nair	4,200,000	4,183,500
	Remuneration to Mr. Narendran R	1,620,000	1,386,830
	Remuneration to Mr. Bhamidi S Krishna Sirish	108,835	313,615
	Remuneration to Mr. Karan Singh	-	1,533,500
	Loan - Mr. Dharendra Kumar		
	- taken	47,881,257	23,199,364
	- repaid	(18,519,700)	(12,264,652)
	Interest on Loan taken from Mr. Dharendra Kumar	1,234,956	-
	Loan - Ms. Geeta Singh		
	- taken	1,000,000	500,000
	- repaid		(500,000)
	Interest on Loan taken from Ms. Geeta Singh	23,562	-
	Rent Paid to Ms. Geeta Singh	2,256,000	-
	Capital Advance to Mr. A N Singh, Director	-	41,000,000
	Professional Charges Paid to Mr. Veerendra Kumar Singh	2,050,830	469,731
	Agri Loan - Star Agri Finance Limited		
	Hypothecation of Land (1) Sy.No. 92/1, 92/4, 82/1,93/3, of Smt. Geeta Singh situated at Madagondanahalli, Doddaballapur Tq. Bangalore (2) Sy.No. 82, 83/3 of Mr. Karan Singh situated at Madagondanahalli, Doddaballapur Tq. Bangalore	38,745,61	
	WDCL loan from HDF Bank Limited		
	Pledge and lodgement of the shares by Mr. Dharendra Kumar the promoter.	64,851,150	
II	Transactions with subsidiaries/ associates		
	Investment in shares of Camson Agri Ventures Private Limited	59,725,600	-
	Biocides Sales to Camson Agri Ventures Private Limited	1,163,480	3,387,411
	Reimbursement of Expenses- Camson Agri Ventures Private Limited		
	- Expenses	2,963,784	48,527,275
	- (recovery)	(12,679,900)	(6,653,581)
	Reimbursement of Expense – CAP	-	272,022



Sl No	Particulars	As on March 31, 2016	As on March 31, 2015
	Balances with Related Parties :		
	Payable to Dharendra Kumar	47,541,522	20,199,961
	Payable to Geeta Singh – Loan A/c	1,021,206	-
	Payable to Geeta Singh – Rent A/c	1,068,324	-
	Receivable from Camson Farm Management Venture LLP	50,294	50,294
	Professional Charges Payable to Veerendra Kumar Singh	948,264	-
	Due from Camson Agri Venture Private Limited	-	21,212,724
	Due from CAV Chepyala Farms LLP	4,281	4,281
	Advance for Investment to Camson Agri Venture Private Limited	-	60,000,000
	Investment in shares of Camson Agri Ventures Private Limited	59,790,600	65,000

28.4 Earnings per Share (EPS)

Earnings per share is calculated in accordance with Accounting Standard 20 – “Earnings per share”, notified by the Companies (Accounting Standards) Rules, 2006.

Earnings per Share

Particulars	As on March 31, 2016	As on March 31, 2015
	Amounts in Rs.	Amounts in Rs.
Profit available for equity share holders	(378,348,296)	30,823,295
Weighted average no. of equity shares – Basic	29,999,840	28,703,786
Weighted average no. of equity shares – Diluted	29,999,840	28,703,786
Earnings per share – Basic	(12.61)	1.07

**28.5 Deferred tax assets / (liabilities) comprise of:**

Particulars	As on March 31, 2016	As on March 31, 2015
Impact of Depreciation between Companies Act 2013 & Income Tax Act 1961	93,614,043	(88,221,058)
Impact of Gratuity and Leave Encashment	22,216,209	4,044,602
Impact of Provision for Doubtful Debts	-	23,452,301
Total	95,830,252	(60,724,155)
Tax Impact [Deferred Tax Assets/(Deferred Tax Liability)] on the above	29,611,548	(18,763,764)
Opening Deferred Tax Assets/(Deferred Tax Liability)	(17,796,953)	966,811
Closing Deferred Tax Assets/(Deferred Tax Liability)	11,814,595	(17,796,953)

28.6 During the year, the company has initiated and completed the demerger of Seed Business. The "Scheme of Arrangement" ('the scheme') involved transfer of the Seed Business to a "Resulting Company" Camson Seeds Limited ["CSL"]. In consideration for the vesting of the Seeds business undertaking to CSL as per the terms of the Scheme, each member of the demerged company shall receive one equity share of Rs.10/- each in the resulting company for every one equity share of Rs.10/- each held in the demerged company. The Scheme was approved by the Honorable High Court of Karnataka vide order dated 31st July, 2015. CBTL has filed the order approved by the High Court with the Registrar of the Companies, Bangalore (ROC) on 1st September, 2015. The Scheme has accordingly been given effect to in these financial statements with retrospective effect from April 1, 2014 ("Appointed Date").

Consequent to demerger of the Seed Business of the Company in terms of the Scheme, the financial statements of the Company for the year ended March 31, 2016 do not include the operations of the Seed Business, and are therefore strictly not comparable with the figures of the previous year ended March 31, 2015.

The following assets and liabilities have been divested into the Resulting Company from CBTL with effect from April 1, 2014 pursuant to the Scheme.



Particulars	April 1, 2014
Liabilities	
Non-Current Liabilities	
Long Term Borrowings	3,837,680
Deferred Tax Liabilities-Net	-
Other Long Term Liabilities	1,910,000
Long Term Provisions	801,634
Total Non Current Liabilities	6,549,314
Current Liabilities	
Short Term Borrowings	25,123,821
Trade Payables	3,099,151
Other Current Liabilities	5,447,648
Short Term Provisions	340,585
Total Current Liabilities	34,011,205
Total Liabilities(A)	40,560,519
Assets	
Non-Current Assets	
Fixed Asset	
-Tangible Assets	160,996,207
-Intangible Assets	-
Capital work in progress	-
Non-Current Investments	-
Deferred Tax Assets-Net	-
Long Term Loans and Advances	-
Total Non-Current Assets	160,996,207
Current Assets	
Current Investments	-
Inventories	346,417,467
Trade Receivables	661,392,376
Cash and Cash Equivalents	953,966
Short Term Loan and Advances	41,049,103
Total Current Assets	1,049,812,912
Total Assets(B)	1,210,809,119



The Net Assets relating to the Seeds Business undertaking amounting to Rs. 1,170,248,600 divested into the Resulting Company as at April 1, 2014, pursuant to the scheme of arrangement has been adjusted as per the terms of the Scheme against the Reserves of CBTL as under:

(i) General Reserve	212,362,915
(ii) Surplus from the Statement of profit & loss (opening)	957,885,685
	<u>1,170,248,600</u>

28.7 Research and Development (R&D) Expenditure

Incurred at R&D Center recognized by DSIR located at Doddaballapur

(Amt in Rs.)

DSIR Revenue Expenses	As on March 31, 2016	As on March 31, 2015
Research & Development Expenses (comprising clinical trial expenses, patent fees etc)	39,765,412	22,192,369
Employee Benefit Expenses	23,846,075	35,864,789
Lab Consumables	1,704,090	2,121,656
Professional Charges	537,161	263,327
Microbial Germplasm/ Breeder Seed Development	13,303,198	13,45,69,811
Total Revenue Expenditure	79,155,935	195,011,952
DSIR Capital Expenditure		
Plant & Machinery	1,98,65,319	2,614,736
Office Equipment	367,939	234,275
Product Development Cost		
Total Capital Expenditure	20,233,258	2,849,011
Less: Sales proceeds (Income of R&D center)	-	-
Total Revenue and Capital Expenditure	99,389,193	197,860,963

*In the opinion of the management, the above expenditure is eligible for the purpose of claiming deduction under section 35(2AB) of the Income Tax Act, 1961. Being this matter is technical in nature, the Auditors' have also relied upon the same.

28.8 During the year, the company has received communication from shareholders alleging certain issues relating to the financial matter of the Company and have requested to conduct of forensic audit. The company has replied to the shareholder requesting specific facts and scope/areas for forensic audit.



The Company's Board of Directors on meeting held on May 30, 2016 has proposed to carry out forensic audit by appointing an independent committee/legal counsel to decide the scope and the areas of forensic audit. Accordingly, the company is of the view that material adjustments or disclosures, if any, would be considered after conclusion of the forensic audit.

28.9 Previous year's figures have been regrouped or reclassified wherever necessary to correspond with the current year classification or disclosure.

For and on behalf of board of directors
Camson Bio Technologies Limited

Veerendra Kumar Singh
Managing Director
DIN-00296486

Akbal Narayan Singh
Director
DIN-00296396

Place : Bengaluru
Date : May 30, 2016



CONSOLIDATED AUDITORS' REPORT

**INDEPENDENT AUDITOR'S REPORT****TO THE MEMBERS OF CAMSON BIO TECHNOLOGIES LIMITED****Report on the Consolidated Financial Statements**

We were engaged to audit the accompanying consolidated financial statements of **CAMSON BIO TECHNOLOGIES LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), and its jointly controlled entity, comprising of the Consolidated Balance Sheet as at 31st March, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its jointly controlled entity in accordance with the accounting principles generally accepted in India, including the Accounting Standards prescribed under Section 133 of the Act, as applicable. The respective Board of Directors of the companies included in the Group and of its jointly controlled entity are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting our audit in accordance with the Standards on Auditing under Section 143(10) of the Act.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order under section 143 (11) of the Act.

We believe that the audit evidence obtained by us is not sufficient and appropriate to provide a basis for an audit opinion on the consolidated financial statements. Refer 'Other Matters' paragraph below for the reports of the other auditors in respect of two subsidiaries and one jointly controlled entity.



Basis for Disclaimer of Opinion

As explained in Note 30.10 of the consolidated financial statements, the Holding Company has received communication from shareholders alleging certain issues relating to financial matters of the Holding Company and have requested to conduct a forensic audit. The Holding Company has replied to the said shareholder requesting specific facts and scope/areas for the forensic audit. The Holding Company's Board of Directors has proposed to carry out a forensic audit by appointing an independent committee/legal counsel to decide the scope and areas of forensic audit. The Holding Company is of the view that material adjustments or disclosures, if any, arising out of the forensic audit would be considered after conclusion of the forensic audit and the Management has not estimated the impact of any adjustment that may arise to the amounts and disclosures in the consolidated financial statements.

As a result of these matters, we have not been able to obtain sufficient appropriate audit evidence to state whether any adjustments or disclosure would be required to the information included in the consolidated financial statements and the impact thereof.

Disclaimer of Opinion

Because of the significance of the matters described in the Basis of Disclaimer of Opinion paragraph, we do not have a basis to form an opinion on the consolidated financial statements. Accordingly, we do not express an opinion on the consolidated financial statements.

Other Matters

We did not audit the financial statements of two subsidiaries and one jointly controlled entity included in the consolidated financial results, whose financial statements reflect total assets of Rs. 292,622,768 as at March 31, 2016, total revenues of Rs. 369,049,466 for the year ended March 31, 2016, and total loss after tax of Rs. 22,745,360 for the year ended March 31, 2016 as consolidated in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management, in so far as it relates to the amounts and disclosures included in respect of the subsidiaries and jointly controlled entity is based solely on the reports of the other auditors.

The reports of the other auditors in respect of the aforesaid entities in unmodified.

Report on Other Legal and Regulatory Requirements

- I. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - a) As described in the basis for Disclaimer of Opinion paragraph, we sought but were unable to obtain all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements. The other auditor have sought and obtained all the information and explanations which to the best of their knowledge and belief were necessary for the purposes of their audit of the subsidiaries and jointly controlled entity;



- b) Due to the possible effects of the matter described in the Basis for Disclaimer of Opinion paragraph, we are unable to state whether proper books of account as required by law have been kept by the Holding Company so far as appears from our examination of those books. However, proper books of account as required by law have been kept by the subsidiary companies and jointly controlled entity as specified in the reports of the other auditors;
- c) Due to possible effects of the matter described in the Basis for Disclaimer of Opinion paragraph, we are unable to state whether the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement of the Holding Company dealt with by this Report are in agreement with the books of account. However, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement of the subsidiaries and jointly controlled entity dealt with by this Report are in agreement with the relevant books of account maintained as specified in the report of other auditors.
- d) Due to the possible effects of the matter described in the Basis for Disclaimer of Opinion paragraph, we are unable to state whether the consolidated financial statements of the Holding Company comply with the Accounting Standards prescribed under section 133 of the Act, as applicable.
- e) The matters described in the Basis for Disclaimer Opinion paragraph above, in our opinion, may have an adverse effect on the functioning of the Group.
- f) On the basis of the written representations received from the directors of the Holding Company as on 31 March, 2016 and taken on record by the Board of Directors of the Holding Company and the reports of the other statutory auditors of its subsidiary companies and jointly controlled entity incorporated in India, none of the directors of the subsidiaries and jointly controlled entity incorporated in India is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- g) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our Report in "Annexure A", which is based on the auditors' reports of the Holding company, subsidiary companies and jointly controlled companies incorporated in India.

Our report expresses a disclaimer of opinion on the Holding Company's internal financial controls over financial reporting. However the auditors of subsidiaries and jointly controlled entity express an unmodified opinion on the adequacy of internal financial controls over financial reporting and the operating effectiveness of such controls.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:



- i. due to the possible effects of the matter described in the Basis for Disclaimer of Opinion paragraph, we are unable to state whether the Group has disclosed the impact of pending litigations which would impact its financial position in the consolidated financial statements.
- ii. due to the possible effects of the matter described in the Basis for Disclaimer of Opinion paragraph, we are unable to state whether the Holding Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts. The auditors of subsidiary companies and jointly controlled entity have stated in their report that they do not have any long term contracts including derivative contracts and hence has not made provision for such contracts.
- iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiary companies and jointly controlled entity incorporated in India.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
Firm Registration No. 117366W/W-100018

Place: Bangalore
Date: May 30, 2016

S. Ganesh
Partner
Membership No. 204108



ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

We were engaged to audit the internal financial controls over financial reporting of **CAMSON BIO TECHNOLOGIES LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiary companies and its jointly controlled entity, which are companies incorporated in India, as of date. In conjunction with our audit of the consolidated financial statements of the Holding Company as of and for the year ended March 31, 2016.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

We believe that the audit evidence obtained by us, is not sufficient and appropriate to provide a basis for an audit opinion on the internal financial controls over financial reporting. Refer 'Other Matters' paragraph below for the reports of the other auditors in respect of two subsidiaries and one jointly controlled entity.

**Meaning of Internal Financial Controls Over Financial Reporting**

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Basis of Disclaimer of opinion:

As explained in Note 30.10 of the consolidated financial statements, the Holding Company has received communication from shareholders alleging certain issues relating to financial matters of the Holding Company and have requested to conduct a forensic audit. The Holding Company has replied to the said shareholder requesting specific facts and scope/areas for the forensic audit. The Holding Company's Board of Directors has proposed to carry out a forensic audit by appointing an independent committee/legal counsel. As stated in the aforesaid Note, the Holding Company is of the view that material adjustments or disclosures, if any, arising out of the forensic audit would be considered after conclusion of the forensic audit and the Management has not estimated the impact of any adjustment that may arise to the amounts and disclosures in the financial statements.

Consequently, we are unable to ascertain the impact, if any, on the outcome of such forensic audit on the adequacy and operating effectiveness of the internal controls of the Holding Company.

As a result of these matters, we have not been able to obtain sufficient appropriate audit evidence in relation to Internal Financial Controls over Financial Reporting and consequently, we are unable to determine whether the Holding Company has established adequate internal financial controls over financial reporting and also whether such internal financial controls were operating effectively as at March 31, 2016.



Disclaimer of Opinion:

Because of the significance of the matters described in the Basis of Disclaimer of Opinion paragraph, we do not have a basis to form an opinion on the Internal Financial Controls over Financial Reporting. Accordingly, we do not express an opinion on the same.

We have considered the disclaimer reported above in determining the nature, timing and extent of audit tests applied in our audit of the consolidated financial statements of the Holding Company for the year ended March 31, 2016 and the said disclaimer has impacted our opinion on the said consolidated financial statements of the Holding Company.

Other Matters

We did not audit the internal financial controls over financial reporting of two subsidiaries and one jointly controlled entity included in the consolidated financial statements. The internal financial controls over financial reporting of these entities have been audited by other auditors whose reports have been furnished to us by the Management. The reports of the other auditors in respect of the aforesaid entities in unmodified.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
Firm Registration No. 117366W/W-100018

Place: Bangalore
Date: May 30, 2016

S. Ganesh
Partner
Membership No. 204108



CONSOLIDATED FINANCIAL STATEMENTS



CAMSON BIO TECHNOLOGIES LIMITED

Health and Wellness Solutions for All

Consolidated Balance Sheet as at 31 March, 2016

(All amounts expressed in Indian Rupees)

Sl. No	Particulars	Note No.	As at 31 March, 2016	As at 31 March, 2015
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
a)	Share capital	3	799,998,400	799,998,400
b)	Reserves and surplus	4	716,291,930	2,332,464,774
			1,016,290,330	2,632,463,174
	Minority Interest		22,579,599	29,269,492
2	Non-current liabilities			
a)	Long term borrowings	5	108,826,493	72,622,738
b)	Other long term liabilities	6	22,385,151	24,497,396
c)	Deferred tax liabilities (Net) (Refer note 30.5)	30.5	-	17,796,953
d)	Long term provisions	7	6,626,940	9,385,807
			137,838,584	124,302,894
3	Current liabilities			
a)	Short term borrowings	8	481,077,649	384,062,571
b)	Trade payables	9	-	-
i)	Due to Micro, Small and Medium Enterprises		-	-
ii)	Due to others		158,941,561	196,276,917
c)	Other current liabilities	10	106,269,619	100,054,896
d)	Short term provisions	11	29,573,391	28,474,712
			775,812,220	708,869,096
	TOTAL		1,952,520,733	3,494,904,657
B	ASSETS			
1	Non-current assets			
a)	Fixed assets			
i)	Tangible assets	12	1,061,992,478	1,241,764,403
ii)	Intangible assets	12A	130,145,126	291,941,091
iii)	Intangible asset under development		135,750	95,250
b)	Goodwill on consolidation		25,449	25,449
c)	Non-current investments	13	-	18,000
d)	Deferred tax assets (Net) (Refer note 30.5)		11,814,595	-
e)	Long term loans & advances	14	325,670,732	16,847,846
f)	Other non-current assets	15	823,745	568,745
			1,530,607,875	1,551,260,784
2	Current assets			
a)	Inventories	16	108,886,484	279,710,110
b)	Trade receivables	17	286,274,603	1,595,113,321
c)	Cash and cash equivalents	18	5,925,065	14,564,161
d)	Short term loans & advances	19	20,876,706	54,256,281
			421,912,858	1,943,643,873
	TOTAL		1,952,520,733	3,494,904,657
See accompanying notes forming part of Financials statements				
In terms of our report attached For Deloitte Haskins & Sells LLP Chartered Accountants			For and on behalf of the Board of Directors	
S. Ganesh Partner			Veerendra Kumar Singh Managing Director DIN- 00296486	Akbal Narayan Singh Director DIN- 00296396
Place : Bengaluru Date : May 30, 2016			Place : Bengaluru Date : May 30, 2016	



Consolidated statement of profit and loss for the year ended as on March 31, 2016
(All amounts expressed in Indian Rupees)

Sl. No	Particulars	Note No	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
1	Revenue from Operations (Gross)	20	621,152,949	2,030,201,667
	Less: Excise duty		-	-
	Revenue from operations (Net)		621,152,949	2,030,201,667
2	Other Income	21	12,340,482	64,226,908
3	Total revenue (1+2)		633,493,431	2,094,428,575
4	EXPENSES			
	a) Cost of cultivation/ Materials consumed	22	98,450,862	371,617,650
	b) Purchase of Stock-in-trade	23	252,702,158	540,779,057
	c) Changes in inventories of finished goods, Work-in-progress and stock-in-trade	24	1,436,299	154,312,330
	d) Other Operating expenses	25	12,131,667	10,031,491
	e) Employee benefit expenses	26	132,922,991	153,039,957
	f) Financial costs	27	66,537,195	49,461,602
	g) Depreciation and amortization expense	12	232,240,860	139,967,331
	h) Other expenses	28	272,175,773	654,309,413
	Total expenses		1,068,597,805	2,073,518,831
5	Profit/(Loss) before tax (3-4)		(435,104,374)	20,909,744
6	Tax Expense/ (benefit)			
	a) Current tax relating to prior years (net)		8,733,273	-
	d) Deferred tax charge/(credit)		(29,611,548)	19,787,261
	Net tax expenses		(20,878,275)	19,787,261
7	Profit/(Loss) for the year (5-6)		(414,226,099)	1,122,483
	Minority interest		(7,210,432)	(10,664,905)
	Minority interest on CAV consolidation		(12,626,544)	(7,567,714)
8	Net Profit after Taxes, Minority interest		(394,389,123)	19,355,102
	Earning per Equity Share:			
	Basic		(13.15)	0.67
	Diluted		(13.15)	0.67

See accompanying notes forming part of Financials statements

In terms of our report attached
For Deloitte Haskins & Sells LLP
Chartered Accountants

For and on behalf of the Board of Directors

S. Ganesh
Partner

Veerendra Kumar Singh
Managing Director

Akbal Narayan Singh
Director

DIN- 00296486

DIN- 00296396

Place : Bengaluru

Place : Bengaluru

Date : May 30, 2016

Date : May 30, 2016



CAMSON BIO TECHNOLOGIES LIMITED

INCORPORATED IN INDIA

Consolidated cash flow for the year ended 31 March, 2016

(All amounts expressed in Indian Rupees)

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Rs.	Rs.	Rs.	Rs.
A. Cash Flow from Operating Activities				
Profit/(Loss) before taxation, share of Profit/(Loss) of minority interest		(435,104,374)		20,909,744
Adjustments for:				
Depreciation and amortisation	232,240,860		139,967,331	
Interest income on deposits	(759,946)		(505,188)	
Loss on sales of Fixed Assets	138,365			
Profit on sale of fixed assets	-		(128,406)	
Interest Expenses on borrowings	66,537,195		49,461,602	
Bad debts written off	331,179			
ESOP Amortisation Expenses	-		32,876	
Excess provision written back	(3,245,465)		(36,097,839)	
Written back of loans	-		8,004,000	
Provision for doubtful debts	612,908		166,320,979	
		295,855,096		267,052,355
Operating Profit/(Loss) before working capital changes		(139,249,278)		287,962,099
Changes in Working Capital:				
Adjustment for increase/ (decrease) in operating liabilities				
Trade payables and liabilities	(30,905,994)		84,032,820	
Provisions	(7,393,461)		67,168,117	
Adjustment for (increase)/ decrease in operating assets				
Trade receivables	1,387,944,631		(748,354,563)	
Inventories	170,823,626		124,438,795	
Loans and advances	(313,259,618)		376,140,615	
Other non-current assets	(255,000)			
Net worth transferred to Camson Seeds Limited as on 01.04.2014	(1,170,248,600)			
		(43,334,416)		(96,574,216)
Cash generated from operations		(182,583,694)		191,387,883
Taxes paid		(6,336,127)		(10,204,740)
Net cash from/(used in) operating activities	A	(188,919,821)		181,183,143
B. Cash flow from Investing Activities:				
Purchase of tangible/intangible assets including Capital work in progress	102,365,456		(587,962,230)	
Investment in capital by minority in subsidiary company	10,498,400		44,853,010	
Sale Proceeds of tangible assets	190,000		596,000	
Sale Proceeds of National Saving Certificate	18,000		-	
Interest received on deposits	759,946		508,128	
Net cash from/(used in) investing activities	B	118,831,802		(542,005,032)
C. Cash flow from Financing Activities				
Proceeds on issue of equity shares	-		318,860,000	
Interest and financial charges	(66,537,195)		(49,461,602)	
Proceeds from long term borrowings	36,203,755		175,059,433	
Proceeds from Short term borrowings	128,206,587		67,068,286	
Repayment of borrowings	(31,241,509)		(164,206,205)	
Net cash from/(used in) financing activities	C	66,631,638		347,319,912
Net increase/(decrease) in cash and cash equivalents	(A+B+C)	(3,456,381)		(13,501,977)
Cash and Cash equivalents at the beginning of the year		6,060,424		19,562,401
Cash and Cash equivalents at the end of the year (Refer note.: 18)		2,604,043		6,060,424
See accompanying notes forming part of Financials statements				
In terms of our report attached				
For Deloitte Haskins & Sells LLP				For and on behalf of the Board of Directors
Chartered Accountants				
S. Ganesh		Veerendra Kumar Singh		Abbal Narayan Singh
Partner		Managing Director		Director
		DIN- 00296486		DIN- 00296396
Place : Bengaluru		Place : Bengaluru		
Date : May 30, 2016		Date : May 30, 2016		


3 Share capital

	Particulars	As at 31 March, 2016		As at 31 March, 2015	
		Number of shares	Amount	Number of shares	Amount
	(a) Authorised				
	Equity shares of Rs.10 each with voting rights	35,000,000	350,000,000	35,000,000	350,000,000
	(b) Issued				
	Equity shares of Rs.10 each with voting rights	29,999,840	299,998,400	29,999,840	299,998,400
	(c) Subscribed and fully paid				
	Equity shares of Rs. 10 each with voting rights	29,999,840	299,998,400	29,999,840	299,998,400
	Total	29,999,840	299,998,400	29,999,840	299,998,400

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year

	Particulars	As at 31 March, 2016		As at 31 March, 2015	
		Number of shares	Amount	Number of shares	Amount
	Equity Shares with voting rights				
	At the Beginning of the year	29,999,840	299,998,400	25,225,513	252,255,130
	Add: Issued during the year	-	-	4,774,327	47,743,270
	At the end of the year	29,999,840	299,998,400	29,999,840	299,998,400

(ii) Terms / rights attached to equity shares

The Company has one class of Equity shares having par value of Rs. 10 per share. Each holder of an equity share is entitled to one vote per share

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of shares held by the equity share holders

(iii) Details of shares held by each shareholder holding more than 5% shares:

	Name of the shareholder	As at 31 March, 2016		As at 31 March, 2015	
		No. of shares held	% of holding	No. of shares held	% of holding
	Equity Shares with voting rights				
	Dhirendra Kumar	1,944,680	6.48	1,944,680	6.48
	Shashtika Health Resort & SPA Private Ltd	2,790,000	9.30	2,790,000	9.30
	Bio Harvest Pte. Ltd.	5,869,840	19.57	5,869,840	19.57

(iv) Shares reserved for issue under option

As at March 31, 2016 14,99,990 shares (As at March 31, 2015 14,99,990 shares) were reserved for issuance towards Employees Stock Options available for grant to their eligible employees on its EGM dated September 28, 2012. (Refer note 30.2)



4 Reserves and surplus

Particulars	As at 31 March, 2016	As at 31 March, 2015
Capital reserve		
Opening balance	21,121,135	21,121,135
Add: Additions during the year	57,324,927	-
Closing balance	78,446,062	21,121,135
Securities premium account		
Opening balance	1,256,637,599	754,416,869
Add: Premium on shares issued	-	502,220,730
Closing balance	1,256,637,599	1,256,637,599
General reserve		
Opening balance	212,362,915	212,362,915
Add: Transferred from surplus in consolidated statement of Profit and Loss	-	-
Less: On account of de-merger (Refer note 30.7)	212,362,915	-
Closing balance	-	212,362,915
Share option outstanding account		
Opening balance	-	-
Add: Gross compensation for option granted for previous year now recognised	499,946	-
Less: Deferred Employee Stock compensation account	499,946	-
Closing balance	-	-
Surplus in consolidated statement of Profit and Loss		
Opening balance	842,343,125	802,521,167
Less: Opening consolidation Loss adjustment	(2,648,682)	-
Less: On account of de-merger (Refer note 30.7)	957,885,685	-
Less: Profit of Camson Seeds Limited (Demerged Company) for the FY 2014-15	48,886,439	-
Add/(Less): (Loss)/Profit for the year	(394,389,123)	19,355,102
	(561,465,804)	821,876,269
Appropriations		
Transfer to capital reserve	57,324,927	-
Adjusted from fixed assets	-	9,970,409
Impact of deferred tax	-	891,800
ESOP amortisation	-	32,876
Proposed dividend on equity shares	-	(25,225,513)
Corporate dividend tax	-	(4,287,076)
Closing balance	(618,791,731)	842,343,125
Total	716,291,930	2,332,464,774

5 Long term borrowings

Particulars	As at 31 March, 2016	As at 31 March, 2015
(a) Term Loans		
From banks: - Secured		
i) HDFC bank- vehicle loan (Refer note below)	1,507,880	2,115,441
ii) HDFC bank - property loan (Refer note below)	19,819,509	-
iii) Bank of Maharashtra (Refer note below)	10,773,037	19,763,000
iv) HDFC Bank - vehicle loan (Refer note below)	483,882	664,261
From others: - Secured		
SFAC Interest Free Loan (Refer note annexure 1)	2,715,000	2,715,000
(b) Loans and advance from related parties: Unsecured (Refer note 30.3)	48,562,728	20,199,961
(c) Other loan and advance: Unsecured	24,964,457	27,165,075
Total	108,826,493	72,622,738



Notes: (i) Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured other long-term borrowings

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Secured	Unsecured	Secured	Unsecured
Term loans from banks:				
HDFC Bank Limited (Hyundai Santa fe vehicle loan) Secured against hypothecation of vehicles, with interest rate of 10.25 % repayable over 60 monthly instalments commencing from 07.08.2014 monthly EMI of Rs.59,988/-	1,440,992	-	1,982,593	-
HDFC Bank Limited (Mahindra XUV 500) Secured against hypothecation of vehicles, with interest rate of 12 % repayable over 48 monthly instalments commencing from 06.06.2012 monthly EMI of Rs.33,444/-	66,888	-	132,848	-
Sub total of Vehicle loan taken from HDFC Bank	1,507,880	-	2,115,441	-
HDFC Bank Limited (1st floor, golden enclave ,Bangalore) Secured against hypothecation of Building, with interest rate of 11.25 % repayable over 60 monthly instalments commencing from 26.08.2015 monthly EMI of Rs.6,11,000/-	19,819,509	-	-	-
Term Loan from Bank of Maharashtra Refer annexure	10,773,037	-	19,763,000	-
Vehicle Loan from HDFC Bank Refer annexure 1	483,882	-	664,261.00	-

Term loans from others:				
Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Secured	Unsecured	Secured	Unsecured
SFAC Interest Free Loan (Refer note annexure 1)	2,715,000	-	2,715,000	-

Term loans from other parties:				
Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Secured	Unsecured	Secured	Unsecured
i) From related parties (Refer note 30.3)				
Mr. Dharendra Kumar Unsecured loan with interest rate of 10% repayable in 3 years	-	47,541,522	-	20,199,961
Mrs.Geeta Singh Unsecured loan with interest rate of 10% repayable in 3 years	-	1,021,206	-	-
Total		48,562,728		20,199,961

ii) From others				
Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Secured	Unsecured	Secured	Unsecured
Camson Farm Produce Pvt Ltd Unsecured loan with interest rate of 10% repayable in 3 years term	-	8,332,889	-	9,066,507
Camson Green Valley Products Pvt Ltd Unsecured loan with interest rate of 10% repayable in 3 years term	-	16,631,568	-	18,098,568
Total	-	24,964,457	-	27,165,075



CAMSON BIO TECHNOLOGIES LIMITED

INCORPORATED IN INDIA

Details of Loans referred to in Annexure 3

(a) Term Loan from Banks and Others

Para	Particulars	Amount	Security Clause	Repayment Terms
1	Bank Of Maharashtra			
	Term Loan - 1		1 Hypothecation of Plant & Machinery Equipments and all the assets created out of loan amount 2 Additional mortgage of land and building in plot no E 140D, Kadegaon and Personal Guarantee of i)Shri Shankar Tukaram More ii)Shri Sangeetha Kundalik More	Repayment in 12 quarterly instalment of Rs 0.91 lakhs commencing from 30.06.2010
	Term Loan - 2	678,036	1 Hypothecation of Stock in process and Transit 2 Hypothecation of Machineries, Accessories fixtures & Installations 3 Mortgage of the land building - Parking house/Cold storage to be constructed plot no. E-8 in additional kadegaon - Shivajinagar industrial area and 4. Personal Guarantee of i)Mrs. Sangeetha Kundalik More ii)Shri Shankar Tukaram More iii)Shri Shankar Tukaram More 5 Additional mortgage charge of the following properties (a)A land in the name of K.T More at village - Amarapur Tal Kadegaon, Dist Sangli, Gat No 1396, 1406,1408,1412, 1417,1420 Area 2-03ha (b)Residential flat no 17 in Yash Sankul Situated on plot no 78 & 79,Uddamnagar,Sa-dapur, Tal Karad (c)Shop no 1-15, on lower ground floor in building Yash Sankul Situated on on plot no 78 & 79,Uddamnagar,Sa-dapur, Tal Karad	Repayment in 1 yearly instalment of Rs 7.25 lakhs commencing from 30.06.2010
	Term Loan - 3	4,300,001	1 Equitable Mortgage of factory land plot no. C-8 additional kadegaon, Shivajinagar Industrial area, later Sangli belonging to Shri Kundalik Tukaram More and building to be constructed thereon 2 Hypothecation of Plant & Machinery Equipments and all the assets belonging to the firm 3 Hypothecation of Plant & Machinery Covered undered IC 4 Hypothecation of Paid stocks and receivables and Further Secured by, 5 (a)Additional Charge by way of registered Mortgage of Agriculture land belonging to Shri K.T More at Amarapur Village, Tal Kadegaon, Dist - Sangli (b) Additional Charge by way of Registered Mortgage of Residential flat no 1-12, Yash Sankul at Grampanchayat Mikat no R11,825/21, plot no 788-79, A/P Sa-dapur, Tal Karad, belonging to K.T More (c)Additional charge by way of Registered Mortgage Commercial Shop no 1-15, Yash Sankul at Grampanchayat Mikat no R11,825/21, Plot no 78 & 79, A/P Sa-dapur, Tal Karad, belonging to Sangeetha Kundalik More and Personal Guarantee of i)Mrs. Sangeetha Kundalik More ii)Shri Shankar Tukaram More iii)Shri Shankar Tukaram More	Repayment in 78 monthly instalment of Rs 7.25 lakhs commencing from 31.08.2012

	Term Loan - 4	120,051	1 Mortgage of the land building - Parking house/Cold storage to be constructed plot no. E-8 in additional kadegaon - Shivajinagar Industrial area 2 Agri land in the name of Mrs Sangeetha Kundalik more at village Chhimanaut Tal Sangli, Dist Solapur, S No 725/2, Area 3-03ha 3 Agri land in the name of K.T More at village - Amarapur Tal Kadegaon, Dist Sangli, Gat No 1396, 1406,1408,1412, 1417,1420 Area 2-03ha	Repayment in 7 Yearly instalment of Rs 1.37 lakhs commencing from 30.06.2010
	Term Loan - 5	679,335	1 Hypothecation of the Machineries, Accessories fixtures and installations 2 Personal Guarantee of i)Mrs. Sangeetha Kundalik More ii)Shri Shankar Tukaram More iii)Shri Shankar Tukaram More 3 Additional Mortgage charge on the agri land in the name of Mrs Sangeetha Kundalik More at Village Chhimanaut Tal Sangli, Dist Solapur S No 725/2 area 3-03ha	Repayment in 7 Yearly instalment of Rs 3.14 lakhs commencing from 30.09.2010
	Term Loan - 6	4,400,000	1 Hypothecation of Plant & Machinery Equipments and all the assets created out of loan amount and (a)Additional Charge by way of registered Mortgage of Agriculture land belonging to Shri K.T More at Amarapur Village, Tal Kadegaon, Dist Sangli (b) Additional Charge by way of Registered Mortgage of Residential flat no 1-12, Yash Sankul at Grampanchayat Mikat no R11,825/21, plot no 788-79, A/P Sa-dapur, Tal Karad, belonging to K.T More (c)Additional charge by way of Registered Mortgage Commercial Shop no 1-15, Yash Sankul at Grampanchayat Mikat no R11,825/21, Plot no 78 & 79, A/P Sa-dapur, Tal Karad, belonging to Sangeetha Kundalik More and Personal Guarantee of i)Mrs. Sangeetha Kundalik More ii)Shri Shankar Tukaram More iii)Shri Shankar Tukaram More	Repayment in 78 monthly instalment of Rs 1.85 lakhs, starting from 30.09.2010
2	VEHICLE LOANS FROM HDFC BANK	483,882	Secured by the hypothecation of Vehicles	Repayment to commence by monthly instalment of Rs 20,256/- starting from 02.02.2014 in 60 equated monthly instalments
3	SFAC	7,715,030	Secured by Assets as hypothecated in Term Loan no 6	Repayable in single instalment on 28.02.2018



6 Other long term liabilities

	Particulars	As at 31 March, 2016	As at 31 March, 2015
	Others:		
	Trade deposits	22,385,151	24,497,396
	Total	22,385,151	24,497,396

7 Long term provisions

	Particulars	As at 31 March, 2016	As at 31 March, 2015
	Provision for employee benefits:		
	(i) Provision for compensated absences (Refer note 30.1(c))	2,066,580	3,360,966
	(ii) Provision for gratuity (Refer note 30.1(b))	4,560,360	6,024,841
	Total	6,626,940	9,385,807

8 Short term borrowings

	Particulars	As at 31 March, 2016	As at 31 March, 2015
	a) Loans repayable on demand		
	From banks (Secured):		
	(i) Cash Credit facilities (Refer note below)	160,317,532	216,536,999
	(ii) Other Loan (Refer note below)	49,952,456	50,488,573
	(iii) Cash Credit facilities from Bank of Maharashtra - 1 (Refer note below)	4,979,899	5,057,078
	(iv) Cash Credit facilities from Bank of Maharashtra - 1 (Refer note below)	10,028,633	10,124,286
	(v) Cash Credit facilities from Corporation Bank (Refer note below)	99,922,287	50,425,557
	From banks (Unsecured):		
	(i) WDCL loan (Refer note below)	64,851,150	
	(ii) Farmer loan	49,968,713	49,968,713
	From other parties (Secured):		
	Agri Loan - Star Agri Finance Limited (Refer note below)	38,745,614	
	b) Loans and advance from related parties (Unsecured) (Refer note 30.3)		
	Loans from Rohit Sareen (Director)	1,000,000	
	c) Other loans and advance (Unsecured):		
	N.R.Shinde	500,000	700,000
	Sasane Veena Sanjay	100,000	100,000
	Suvarna Enterprises (Sameer Sukale)	200,000	200,000
	Dinkar More	461,365	461,365
	Total	481,027,649	384,062,571



Notes: (i) Details of security for secured short-term borrowings:

Particulars	Nature of security	As at 31 March, 2016	As at 31 March, 2015
Loan repayable on demand from banks: HDFC Bank Limited			
Cash credit I	Primary security: (1) Hypothecation by way of first and exclusive charges on all present and future current assets inclusive of stock and books debts. Collateral Security : (1) Industrial Land and building, plot no 6A and B,Goallthai, Dist. Baliarpur, State: Himachal Pradesh. (2) Building. No. C-7, 7th floor, Golden enclave, old airport road, Bangalore -560017. (3) Land Sy.No. 82/1,87, 82/1,92/1,89,82/2A,83/3 , Madagondanahalli, Doddaballapur Tq. Bangalore	160,317,532	216,536,999
Other loan		49,952,456	50,488,573
Loan repayable on demand from banks: Bank of Maharashtra			
Cash Credit facilities from Bank of Maharashtra - 1	Secured by hypothecation of stock and book debts and security details as mentioned in term loans in annexure 1	4,979,899	5,057,078
Cash Credit facilities from Bank of Maharashtra - 2		10,028,633	10,124,286
Loan repayable on demand from banks: Corporation Bank			
Cash Credit facilities from Corporation Bank	The Cash Credit Facility is Secured by a. Individual Personal guarantee of Directors Mr. Rohit Sareen, Mr. A.N. Singh relative of director and Nimir Mehta. b. Corporate guarantee by Camson Bio Technologies Ltd i.e. holding Company. c. Hypothecation of Agriculture land owned by Mr. A N Singh situated at Madagondanahalli, Madhure Hobli Dodabballabupura Taluk, Bangalore. d. Hypothecation of land owned by Mr. A N Singh situated at Madagondanahalli, Madhure Hobli Dodabballabupura Taluk, Bangalore. e. Hypothecation of Stock and Book Debts of the Company	99,922,267	50,425,557
Loan repayable on demand from other parties:			
Agri Loan - Star Agri Finance Limited	(1) Land Sy.No. 92/1, 92/4, 82/1,93/3, of Smt. Geeta Singh situated at Madagondanahalli, Doddaballapur Tq. Bangalore (2) Land Sy.No. 82, 83/3 of Mr. Karan. Singh situated at Madagondanahalli, Doddaballapur Tq. Bangalore (Refer note no. 30.3)	38,745,614	-
Total		363,946,421	332,632,493

Notes: (ii) Details of short-term borrowings guaranteed by some of the directors

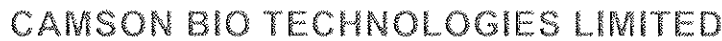
Particulars	As at 31 March, 2016	As at 31 March, 2015
WDCL loan from HDFC Bank Limited	64,851,150	-
The shares are pledge and lodgement of Mr. Dhirender Kumar the promoters. (Refer note 30.3)		

Notes: (iii) The Company has defaulted in repayment of loan and interest in respect of the following

Particulars	As at 31 March, 2016	As at 31 March, 2015
Loans repayable on demand from banks		
Farmer Loan from HDFC Bank Limited		
Principal	31,326,782	-
Interest	1,683,515	-

9 Trade payables

Particulars	As at 31 March, 2016	As at 31 March, 2015
Trade payable		
Due to Micro, Small and Medium Enterprises (Refer note 29.2)		
Due to others	158,941,561	196,276,917
Total	158,941,561	196,276,917



	Particulars	As at 31 March, 2016	As at 31 March, 2015
	(a) Current maturities of long term debts (Refer note (i) below)	14,186,093	15,155,404
	(b) Interest accrued but not due on borrowings	1,020,688	2,269,555
	(c) Interest accrued and due on borrowings	1,683,515	76,158
	(d) Unclaimed dividend	1,575,277	1,585,777
	(e) Other payables	-	-
	(i) Statutory remittance	3,850,257	4,327,497
	(ii) Advances from customers	16,975,226	30,506,453
	(iii) Payables on purchase of fixed assets	2,799,317	3,717,898
	(iv) Payable to employees	44,795,407	33,794,245
	(v) Others	-	-
	- Audit Fees	1,052,008	662,994
	- Advance received from customer towards sale of fixed assets	299,000	-
	- Provision towards business promotion expenses	1,173,840	-
	- Provision towards scheme expenses	6,954,950	-
	- Provision towards FSO expenses	3,719,608	-
	- Lease rent payable	-	883,718
	- Travel and telephone dues	87,777	753,678
	- Power charges payable	762,460	505,342
	- Labour charges payable	195,088	78,462
	- Amount due to Directors	5,170,945	6,203,261
	- Rent payable	-	6,500
	- MIDC service charges payable	6,282	18,900
	- Professional fees payable	3,258	3,054
	- Others	9,178	6,000
	Total	106,269,619	100,054,896

Note (i). Current maturities of long term debt (Refer note (i) in note 5 Long term borrowing for details security and guarantees

	Particulars	As at 31 March, 2016	As at 31 March, 2015
	Term loan - Secured		
	From Banks		
	HDFC Bank Limited (Hyundai Santa fe vehicle loan)	541,601	489,046
	HDFC Bank Limited (Mahindra XUV 500)	65,960	370,917
	HDFC Bank Limited (1st floor, golden enclave ,Bangalore)	4,488,987	-
	Bank of Maharashtra	8,909,165	12,647,368
	HDFC Bank Limited (vehicle loan)	180,380	162,073
	From other parties		
	SFAC Interest Free Loan		1,486,000
	Total	14,186,093	15,155,404

11 Short term provisions

Particulars	As at 31 March, 2016	As at 31 March, 2015
a) Provision for employee benefits:		
(i) Provision for compensated absences (Refer note 30.1(c))	432,589	753,220
(ii) Provision for gratuity (Refer note 30.1(b))	1,793,468	1,903,708
b) Provision for Others:		
Provision for taxation (Net of advance tax)	27,347,334	25,817,784
Total	29,573,391	28,474,712



12. Tangible Assets

Particulars	Gross Block			Depreciation			Net Block	
	As at April 1, 2015	Additions	Disposals	Transferred on account of Demerger	As at March 31, 2016	As at April 1, 2015	As at March 31, 2016	As at March 31, 2015
Land - Freehold	22,280,945	-	-	7,489,786	14,791,159	-	14,791,159	22,280,945
Land - Leasehold	526,673,143	-	-	97,451,467	429,221,676	28,313,619	423,788,050	496,459,524
Land Development cost	22,242,169	-	-	-	22,242,169	6,040,036	-	6,040,036
Building	319,141,764	33,202,952	-	97,870,930	254,514,786	59,363,891	194,934,346	259,777,853
Green House	8,951,967	-	-	8,951,987	-	-	8,951,987	-
Plant and Machinery	499,093,047	21,783,923	-	2,108,381	518,748,589	91,296,432	391,042,135	407,794,633
Office Equipment	35,478,749	534,335	-	19,770	35,972,614	7,699,751	11,586	7,778,498
Computer	4,936,254	916,055	-	295,811	4,656,498	2,836,560	3,493,297	1,198,716
Furniture & Fixtures	41,897,776	477,161	-	-	42,369,887	11,994,481	16,632,987	26,973,245
Vehicles	18,931,678	47,217	607,150	808,793	17,562,954	10,471,718	11,307,404	8,459,900
TOTAL - A	1,478,226,942	56,916,443	607,150	206,003,936	1,329,032,299	236,962,842	267,039,822	1,241,764,400
Previous Year Total - A	(1,711,787,030)	(568,948,172)	(12,008,750)	-	(1,478,736,942)	(346,210,363)	(236,962,842)	(775,576,657)

12A. Intangible Assets

Particulars	Gross Block			Amortization			Net Block	
	As at April 1, 2015	Additions	Disposals	Transferred on account of Demerger	As at March 31, 2016	As at April 1, 2015	As at March 31, 2016	As at March 31, 2015
Software	954,704	366,417	-	-	1,321,121	639,859	159,798	314,845
Product Development Cost	320,617,067	-	-	-	320,617,067	46,555,353	45,802,438	274,061,712
Goodwill (other than arising on consolidation)	18,967,617	1,059,375	-	-	20,026,992	1,403,066	6,536,488	17,564,533
TOTAL - B	340,539,388	1,425,792	-	-	341,977,180	48,598,288	211,832,054	291,941,090
Previous Year Total - B	(321,525,943)	(69,849)	(4,021)	-	(321,571,771)	(997,414)	(47,195,214)	(320,568,526)
GRAND TOTAL (A+B)	1,819,766,330	58,354,235	607,150	-	1,671,009,479	285,560,840	478,871,876	1,533,705,490
PREVIOUS YEAR GRAND TOTAL (A+B)	(1,243,312,963)	(568,998,021)	(12,012,271)	-	(1,800,298,713)	(1,671,677,771)	(284,157,756)	(1,096,145,186)



13 Non current investments

	Particulars	As at 31 March, 2016	As at 31 March, 2015
	Other Investments (unquoted)		
	Investment in National saving certificate	-	18,000
	Total	-	18,000

14 Long term loans and advances

	Particulars	As at 31 March, 2016	As at 31 March, 2015
	Unsecured, considered Good		
	(a) Capital advances	1,062,872	3,574,162
	(b) Security deposits	5,547,458	6,741,063
	(c) MAT credit entitlement	4,183,427	6,532,621
	(d) Other loans and advance		
	- Due from Camson Seeds Limited on account of De-merger (Refer note 30.6)	272,558,682	-
	- Loan to Camson Seeds Limited	42,318,293	-
	Total	325,670,732	16,847,846

15 Other non-current assets

	Particulars	As at 31 March, 2016	As at 31 March, 2015
	Others		
	Balance held as margin money	823,745	568,745
	Total	823,745	568,745

16 Inventories

	Particulars	As at 31 March, 2016	As at 31 March, 2015
	(a) Raw materials	8,661,895	15,842,500
	(b) Work in progress	2,713,323	43,447
	(c) Stock in trade	148,764	-
	(d) Finished goods	82,868,636	176,446,805
	Goods in transit	465,360	-
	(e) Others	-	-
	Foundation seeds	-	65,887,331
	Packing materials	13,591,543	21,490,027
	Chemicals	436,963	-
	Total	108,886,484	279,710,110



17 Trade receivables

Particulars	As at 31 March, 2016	As at 31 March, 2015
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	153,056,506	660,733,028
Doubtful	24,027,833	106,468,210
Less: Provision for doubtful debts	24,027,833	106,468,210
Sub Total	153,056,506	660,733,028
Others - unsecured, considered good	133,168,097	934,380,293
Total	286,224,603	1,595,113,321

18 Cash and cash equivalents

Particulars	As at 31 March, 2016	As at 31 March, 2015
(a) Cash on hand	103,807	155,855
(b) Balance with banks		
(i) In current accounts	2,500,236	5,904,569
(ii) In earmarked accounts		
Unpaid dividend accounts	1,575,277	1,585,377
Balance held in margin money	1,745,745	6,745,560
(c) Matured fixed deposit		172,800
Total	5,925,065	14,564,161
Balance that qualify as cash and cash equivalents under AS-3	2,604,043	6,060,424

19 Short term loans and advances

Particulars	As at 31 March, 2016	As at 31 March, 2015
Unsecured, considered good		
(a) Loans and advances to related parties (Refer note 30.3)	50,294	82,195
(b) Loans and advances to employees	1,663,774	1,713,206
(c) Prepaid expenses	1,030,651	1,014,718
(d) Balance with government authorities		
(i) VAT credit receivable	1,154,572	-
(ii) Income tax refund	1,633,895	1,785,474
(e) Others- doubtful		
Advance to suppliers and parties	70,500	70,500
Less: Provision for doubtful advances	(70,500)	(70,500)
	-	-
(g) Others- Unsecured, considered good		
Advance to suppliers and parties	5,556,295	48,876,882
Advance recoverable in cash or in kind	9,063,329	-
Interest accrued	619,396	208,406
Security deposits	104,500	575,400
Total	20,876,706	54,256,281



CAMSON BIO TECHNOLOGIES LIMITED

20 Revenue from operations

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
Sales of products (Refer note (i) below)	617,715,122	2,026,663,658
Sales of Services	3,437,827	3,538,009
Total	621,152,949	2,030,201,667

Note (i)

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
Sales of products comprises:		
· Manufactured goods		
Agri Biotech products	252,869,414	596,122,288
Seeds	-	671,627,164
Sale of Agricultural goods- Frozen	71,914,743	41,413,501
· Traded goods		
Trading of seeds	4,279,057	477,588,823
Trading of Bio cides	1,551,076	6,624,039
Sale of Agricultural Produce	287,100,832	283,287,843
Total sales of products	617,715,122	2,026,663,658

21 Other income

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
(a) Interest income		
Interest from bank on deposits	759,946	508,188
(b) Other Non operating Income		
Excess provision written back	3,245,465	44,101,839
Miscellaneous income	7,864,452	19,435,885
Profit on sales of fixed assets	-	128,406
Prior period income	90,614	52,590
Duty drawback on export sales	32,622	-
Sundry creditors written back	347,383	-
Total	12,340,482	64,226,908

22 Cost of cultivation/ materials consumed

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
Raw material consumed(including packing material)		
Opening stock	36,488,877	19,052,135
Add: Purchases/cultivation expenses	84,652,386	389,054,392
	121,141,263	408,106,527
Less: Closing stock	22,690,401	36,488,877
Raw materials consumed	98,450,862	371,617,650
Materials consumed comprise:		
a) Bentonite Granules	3,306,911	12,689,608
b) Caustic Potash Flakers	2,083,096	4,448,799
c) Organic Manure - Ema	1,620,994	2,601,043
d) timothy sulfoxide	1,588,960	4,196,729
e) Others Items	89,850,901	317,304,920
Total	98,450,862	371,617,650

23 Purchase of Stock-in-trade

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
Purchase of Stock-in-trade	252,702,158	540,779,057
Total	252,702,158	540,779,057



24 Changes in inventories Of finished goods, work-in-progress and stock-in-trade

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
Inventories at the end of the year :		
Finished goods	82,868,636	174,992,910
Goods in transit-finished goods	465,360	-
Work in progress	2,713,373	1,497,342
Foundation seeds	-	101,517,356
Stock in trade	148,764	-
	86,196,083	278,007,608
Inventories at the beginning of the year:		
Finished goods	82,184,561	149,247,304
Work in progress	5,447,821	-
Foundation seeds	-	133,157,467
Stock in trade	-	149,915,167
	87,632,382	432,319,938
Changes in inventories of finished goods, work-in-progress and stock-in-trade	1,436,299	154,312,330

25 Other operating expenses

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
Power & fuel	4,564,770	3,099,787
Freight inward	4,997,419	5,506,703
Hygiene charges	1,173,647	554,432
Cold storage charges	1,061,918	637,132
Cultivation expenses	6,981	-
Chemicals	166,116	210,123
Farm certification expenses	160,816	23,314
Total	12,131,667	10,031,491

26 Employee benefit expenses

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
Salaries, wages and allowances	126,573,163	141,951,650
Contribution to provident & other funds (Refer note 30.1)	5,415,498	5,117,060
Gratuity expenses	(866,067)	2,795,727
Expenses on employee stock option(ESOP) scheme	-	32,876
Staff welfare expenses	1,800,397	3,142,644
Total	132,922,991	153,039,957

27 Financial costs

Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
(a) Interest expense on		
i) Borrowings	56,112,635	35,351,254
ii) Others		
- Income tax	1,896,950	922,260
- Discounting charges	2,566,624	308,322
(b) Other borrowing costs	5,960,986	12,879,766
Total	66,537,195	49,461,602



28 Other expenses

	Particulars	For the Year Ended 31 March, 2016	For the Year Ended 31 March, 2015
	Geo-climatic trial expense	40,286,403	72,433,520
	Labour charges	2,479,016	3,660,519
	Power, fuel & water	5,575,553	5,926,198
	Rent & hire charges	6,740,221	7,042,697
	Repairs and maintenance:		
	Building	1,247,547	1,593,847
	Plant & machinery	960,150	2,166,491
	Others	3,555,096	4,209,565
	Insurance	2,613,394	2,417,494
	Rates and taxes	1,866,728	4,195,288
	Communication expenses	3,585,021	3,649,504
	Travelling and conveyance	48,497,583	69,888,517
	Postage and courier charges	399,876	1,488,356
	Printing and stationery	976,578	4,842,945
	Freight and forwarding	30,446,674	42,503,793
	Rebate and discounts	10,232,389	123,910,799
	Business promotion	87,466,605	206,206,944
	Legal and professional fees	13,839,251	14,405,478
	Auditors' remuneration	1,903,563	786,520
	Director's sitting fee	412,460	19,732
	Product Testing Charges	-	2,401,695
	Provision for doubtful debts	612,908	47,726,846
	Provision for doubtful advances to creditors	-	70,500
	Bad and doubtful debts written off	331,179	43,726
	Loss on Sales of Fixed Assets	138,365	-
	Income Tax	-	23,520,146
	Loss on Foreign Exchange Fluctuation	27,135	-
	Miscellaneous expenses	7,981,678	9,198,293
	Total	272,175,773	654,309,413

Payment to the auditors comprise		
a) To statutory Auditors		
For Audit	1,000,000	400,000
For other services		300,000
b) To statutory Auditors of Subsidiary Companies		
For Audit	612,500	681,168
For taxation matters	50,000	-
Total	1,662,500	1,381,168



Notes Forming Part of Consolidated Financial Statements for the year ended March 31, 2016

1. GROUP INFORMATION

Camson Bio Technologies Limited ('the Company') is in the field of bio technology focused on manufacture of effective, safe and environmentally friendly natural pest management products for the agricultural markets and its subsidiary Camson Agri-Ventures Private Limited engaged in the Business of Agriculture and Horticulture Farm Management, Trading Marketing and Distribution of Agriculture produce, Agricultural Commodities, Agriculture Inputs, Farm Infrastructure Inputs and to carry the business of Agri Supply Chain Management and Food Processing.

2. SIGNIFICANT ACCOUNTING POLICIES :

2.1 Basis of Consolidation

The Consolidated financial statements relate to Camson Bio Technologies Limited ('the Company'), it's Subsidiary Camson Agri-Ventures Private Limited (together called as 'Group'). The consolidated Financial Statement have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act")/Companies Act, 1956 ("the 1956 Act"), as applicable. The consolidated financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those followed in the previous year except for change in the accounting policy for inventories as more fully described in Note 2.6.

2.2 Principles of Consolidation

The consolidated financial statements relate to Camson Bio Technologies Limited (the 'Company') and its subsidiary companies. The consolidated financial statements have been prepared on the following basis

- i) The financial statements of the subsidiary companies, used in the consolidation are drawn upto the same reporting date as that of the Company i.e., 31 March, 2016.
- ii) The financial statements of the Company and its subsidiary has been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra group balances and intra group transactions resulting in un realized profit or losses
- iii) The excess of cost to the Company of its investments in the subsidiary companies over its share of equity of the subsidiary companies, at the dates on which the investments in the subsidiary companies are made, is recognized as 'Goodwill' being an asset in the consolidated financial statements and is tested for impairment on annual basis.. Alternatively, where the share of equity in the subsidiary companies as on the



date of investment is in excess of cost of investment of the Company, it is recognised as "Capital reserve" and shown under the head 'Reserves and Surplus', in the consolidated financial statements.

- iv) Minority interest in the Net Asset of consolidated subsidiaries consists of the amount of equity attributable to the minority shareholders as on the dates on which investments in the subsidiary companies were made and further movements in their share in the equity subsequent to the dates of investments. Net profit / loss for the year of the subsidiaries attributable to minority interest is identified and adjusted against the profit after tax of the Group in order to arrive at the income attributable to shareholders of the Company.
- v) Goodwill arising on consolidation is not amortised but tested for impairment.
- vi) Following subsidiary companies have been considered in the preparation of the consolidated financial statements.

Name of entity	Nature of Interest	Ownership held by	% of Holding and voting power either directly or indirectly through subsidiary as at	
			31 March, 2016	31 March, 2015
Camson Agri-Ventures Pvt. Ltd.	Subsidiary	Camson Bio Technologies Limited	85%	65%
Camson Agro Products Pvt. Ltd.*	Subsidiary	Camson Agri-Ventures Pvt. Ltd.	43.35%	33.15%
CAV Chepyala Farms *	Camson Agri-Ventures Private Limited 's Joint	Camson Agri-Ventures Pvt. Ltd.	42.42%	32.43%

*Effective holding % of the company as these are subsidiary Joint Venture of Camson Agri-Ventures Private Limited

2.3 Use of estimates:

The preparation of the consolidated financial statements in conformity with the generally accepted accounting principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosure of contingent liabilities and the reported income and expenses during the year. Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known.

2.4 Cash and cash equivalents (for purposes of Cash Flow Statement):

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of



acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.5 Cash flow statement.

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Group are segregated based on the available information.

2.6 Tangible/Intangible Assets

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use. Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure on fixed assets after its purchase / completion is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Capital work-in-progress

Projects under which tangible fixed assets are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

Intangible assets under development

Expenditure on Research and development (Refer Note 2.13) eligible for capitalisation are carried as Intangible assets under development where such assets are not yet ready for their intended use.

2.7 Depreciation and amortization:

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

a. Depreciation on Tangible assets

Depreciation on tangible fixed assets of the Company and its subsidiaries, has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, in whose case the life of the assets has been assessed as under based on management advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.

- i. Poly house and Land development cost has been depreciated over a period of ten years
- ii. The cost of leasehold land at Doddaballapur is being amortized over duration of lease. (99 years)



- iii. Depreciation on additions/deletions during the year has been provided for on pro-rata basis.

b. Amortization of Intangible assets:

Intangible assets are amortised over their estimated useful life on straight line method as follows:

- i. Acquired goodwill - 5 years (3 to 4 years remaining as at the balance sheet date)
- ii. Intangible assets comprises of computer software which is amortized over the estimated useful life. The maximum period for such amortization is taken as 36 months based on management's estimates of useful life
- iii. Product development costs are amortized over a period of 84 months.

The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any.

2.8 Investments:

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Costs of investments include acquisition charges such as brokerage, fees and duties. Long term investments are carried individually at cost less provision for diminution other than temporary in the value of such investment.

2.9 Inventories:

- a. Inventories comprises of Raw Material, Packing Materials, and Finished Goods.
- b. Cost of inventories comprises of cost of purchase, cost of conversion and other cost incurred in bringing the inventories to their present location and condition.
- c. The method of valuation of various categories of inventories is as follows:
 - (i) Stock in trade, raw materials and packing materials are valued at lower of cost and net realizable value on Weighted Average Cost basis. Materials and other items held for use in the production of inventories are written down below cost if the resulting finished products are not expected to be sold at or above cost. Raw materials and packing materials are valued at FIFO basis till previous year. In the current year it has been valued at weighted average cost basis and the impact of change in valuation is not material.
 - (ii) Finished Goods are valued at lower of cost and net realizable value. Cost includes direct materials and labour expenses and apportionment of manufacturing overheads based on normal operating capacity.
 - (iii) Work-in-Progress are valued at cost plus production overheads.



2.10 Employee Benefits:

Employee benefits include provident fund, employee state insurance scheme, and gratuity fund and compensated absences.

Defined contribution plans

Contribution to provident fund and employee state insurance scheme by the entities in the Group are considered as defined contribution plans and are charged as an expense based on the amount of contribution required to be made and when services are rendered by the employees.

Defined benefit plans

For defined benefit plans in the form of gratuity fund the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in the Consolidated Statement of Profit and Loss in the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the Consolidated Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the schemes.

Short Term Employee Benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The cost of short-term compensated absences is accounted as under:

- (a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and
- (b) in case of non-accumulating compensated absences, when the absences occur.

Long term Employee Benefits

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation as at the Balance Sheet date less the fair value of the plan assets out of which the obligations are expected to be settled.

2.11 Employee share based payments

The Company in the Group has formulated Employee Stock Option Schemes (ESOS) in accordance with the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999. The Schemes provide for grant of options to employees of the



Company and its subsidiaries to acquire equity shares of the Company that vest in a graded manner and that are to be exercised within a specified period. In accordance with the SEBI Guidelines; the excess, if any, of the closing market price on the day prior to the grant of the options under ESOS over the exercise price is amortized on a straight-line basis over the vesting period.

2.12 Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

a. Sale of Goods:

Revenue from sale of goods is recognized when significant risk and rewards of the ownership of the goods have passed to the buyer which generally coincides with dispatch of goods to the customer and when there is no significant uncertainty regarding the consideration that will be derived from the sale of goods.

2.13 Research and Development expenses:

Revenue expenditure pertaining to research is charged to the Consolidated Statement of Profit and Loss. Development costs of products are also charged to the Consolidated Statement of Profit and Loss unless a product's technical feasibility has been established, in which case such expenditure is capitalized. The amount capitalized comprises expenditure that can be directly attributed or allocated on a reasonable and consistent basis to creating, producing and making the asset ready for its intended use. Fixed assets utilized for research and development are capitalized and depreciated in accordance with the policies stated for Fixed Assets.

2.14 Borrowing Costs:

Borrowing costs include interest, amortization of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Consolidated Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilized for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalization of such asset are added to the cost of the assets. Capitalization of borrowing costs is suspended and charged to the Consolidated Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

2.15 Taxes on income:

a. Current Tax:

Current tax is determined on the basis of taxable income and tax credits computed for each of the entities in the Group in accordance with the applicable tax rates and the provisions of applicable tax laws of the respective jurisdictions where the entities are located.



b. **Minimum Alternative Tax (MAT):**

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the entity will pay normal income tax. Accordingly, MAT is recognized as an asset in the Consolidated Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the entity.

c. **Deferred Tax:**

Deferred tax is recognized on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognized for all timing differences. Deferred tax assets are recognized for timing differences of items other than unabsorbed depreciation and carry forward losses only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realized. However, if there are unabsorbed depreciation and carry forward of losses and items relating to capital losses, deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that there will be sufficient future taxable income available to realize the assets. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the entity has a legally enforceable right for such set off. Deferred tax assets are reviewed at each balance sheet date for their realisability.

The Group offsets deferred tax assets and deferred tax liabilities, and advance income tax and provision for tax, if it has a legally enforceable right and these relate to taxes in income levies by the same governing taxation laws.

Current and deferred taxes relating to items directly recognized in reserves are recognized in reserves and not in the Consolidated Statement of Profit and Loss.

2.16 Impairment of Assets:

The carrying amounts of assets are reviewed at each balance sheet date for impairment if there is any indication of impairment exists. The following intangible assets are tested for impairment each financial year even if there is no indication that the asset is impaired:

- (a) an intangible asset that is not yet available for use; and
- (b) an intangible asset that is amortised over a period exceeding ten years from the date when the asset is available for use.

If the carrying amounts of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the Consolidated Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.



When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Consolidated Statement of Profit and Loss, to the extent the amount was previously charged to the Consolidated Statement of Profit and Loss. In case of revalued assets such reversal is not recognised.

2.17 Foreign Currency Transactions:

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currency are restated at the exchange rate prevalent on the Balance Sheet date and exchange differences on such restatement are recognized as income or expenses in the Consolidated statement of Profit and Loss.

2.18 Leases:

Assets acquired on lease where a significant portion of the risks and rewards of the ownership are retained by the lessor are classified as operating lease. Lease rentals are charged off to the Consolidated Statement of Profit and Loss on straight line basis over the lease term.

2.19 Earnings per Share:

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

2.20 Accounting for Provisions and Contingencies:

A provision is recognized when the Group has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent assets are not recognized in the financial statements.

2.21 Operating Cycle:

Based on the nature of products / activities of the Group and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Group has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2.22 Other income

Interest income is accounted on accrual basis taking into account the amount outstanding and the rate applicable.

Duty Drawback: Export Incentive under various scheme notified by the government has been recognized when right to recover is established.



2.23 Segment Reporting

The Group identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit / loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

The accounting policies adopted for segment reporting are in line with the accounting policies of the Group. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.

Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors.

Revenue, expenses, assets and liabilities which relate to the Group as a whole and are not allocable to segments on reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities

Additional Disclosures

29.1. Contingent liabilities and commitments (to the extent not provided for)

Particulars	As on March 31, 2016	As on March 31, 2015
Claims against Group not acknowledged as debts (Amount Deposited to High Court towards hearing of the proceedings against non-payment of full amount to the petitioner against construction work)		
Same has been disclosed as "security deposit" under " Long term loans and advance"	692,688	692,688
Claims against Group not acknowledged as debts (Claims towards reimbursement of expenses incurred by Bio Harvest Pte Ltd.)	29,507,562	-



29.2 The information required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006.

Particulars	As on March 31, 2016		As on March 31, 2015	
	Principal	Interest	Principal	Interest
Principal amount remaining unpaid to any supplier as at the end of the accounting year;	Nil	Nil	Nil	Nil
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year;	Nil	Nil	Nil	Nil
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day;	Nil	Nil	Nil	Nil
The amount of interest due and payable for the year;	Nil	Nil	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of the accounting year.	Nil	Nil	Nil	Nil
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid.	Nil	Nil	Nil	Nil

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

29.3 Disclosure as per Clause 32 of the Listing Agreements with the Stock Exchanges

- (i) Loans and advances in the nature of loans given to subsidiaries, firms / companies in which directors are interested:

Name of the party	Relationship	Amount outstanding as on March 31, 2016	Amount outstanding as on March 31, 2015
Camson Agri Ventures Pvt Ltd.	Subsidiary	Nil	81,212,724
Camson Farm Management Venture LLP	Firms in which directors/ relatives of director are interested	50,294	50,294



- (ii) Loans and advances in the nature of loans where there is,
 (a) no repayment schedule or repayment is beyond seven years or
 (b) no interest or interest is below rates stipulated in Section 186 of the Companies Act, 2013:

Name of the party	Relationship	Amount outstanding as on March 31, 2016	Amount outstanding as on March 31, 2015
Camson Farm Management Venture LLP	Firms in which directors/ relatives of director are interested	50,294	50,294

29.4 Foreign Currency Transactions:

Particulars	As on March 31, 2016	As on March 31, 2015
Expenditure in Foreign Currency: -		
-Professional & Consultancy Fees	Nil	Nil
-Interest	Nil	Nil
-Others (towards reimbursement of Travelling Expenses)	1,701,574	1,824,240
Earning in Foreign Currency: -		
-Professional & Consultancy Fees	Nil	Nil
-Interest	Nil	Nil
-Others (Income towards Exports Sale)	Nil	614,698



29.5 Disclosure in terms of Schedule III of Companies Act 2013 for consolidated financial statements is as follows:

Name of the Entity in the group		Net Assets, i.e., total assets minus total liabilities		Share in profit or loss	
		As % of consolidated net assets/(Liabilities)	Amount	As % of consolidated loss	Amount
1		2	3	4	5
Parent					
Camson Bio Technologies Limited	C.Y.	94.58%	98,25,73,053	(91.62%)	(37,95,11,776)
	P.Y.	99.18%	2,639,781,986	245.10%	51,249,204
Subsidiaries					
Indian:					
Camson Agri-Ventures Private Limited	C.Y.	(4.81%)	(5,00,01,420)	0.77%	32,01,567
	P.Y.	(2.77%)	(73,655,251)	(77.30%)	(16,163,749)
Foreign:		NA	NA	NA	NA
Minority Interests in all subsidiaries					
Indian:					
Camson Agro Products Private Limited	C.Y.	10.29%	10,69,39,794	(9.13%)	(3,78,29,262)
	P.Y.	3.61%	96,186,249	(66.14%)	(13,830,008)
Foreign:		NA	NA	NA	NA
Joint Ventures (as per proportionate consolidation)					
Indian:					
CAV Chepyala Farms LLP	C.Y.	(0.06%)	(6,41,498)	(0.02%)	(86,628)
	P.Y.	(0.02%)	(580,319)	(1.65%)	(345,703)
Foreign:		NA	NA	NA	NA
Total	C.Y.	100%	1,03,88,69,929	100%	(41,42,26,099)
	P.Y.	100%	2,661,732,665	100%	20,909,744

30. Disclosure under Accounting Standards: -

30.1 Employee Benefits

a) Defined contribution plans:

The Group makes Provident Fund contribution and Employee State Insurance Scheme contribution which are defined contribution plans, for qualifying employees. Under the schemes, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits. The Group recognized Rs. 50,81,755 (P.Y. Rs. 47,26,219) for provident fund contributions and Rs. 42,076 (P.Y. Rs. 63,686) for Employee State Insurance Scheme contribution in the Consolidated Statement of profit and loss. The contributions payable to these plans by the Group are at rates specified in the rules of the respective scheme.

b) Defined benefit plans:

The Group offers the following employee benefit schemes to its employees:



- i) Employees' Gratuity Scheme for eligible employees. The scheme provides for lump sum payment to eligible employees at retirement, death while in employment or on termination of employment, an amount equivalent to 15 days salary payable for each completed year of service or part thereof in excess of six months. Eligibility occurs upon completion of five years of service.

The present value of the defined benefit obligation and current service cost were measured using the

Projected Unit Credit Method, with actuarial valuations being carried out at the balance sheet date.

- ii) Other defined benefit plans (leave encashment benefit scheme)

The following table sets out the details of the gratuity plan and experience adjustments amounts recognized in the Consolidated financial statements as at March 31, 2016:

I No	Particulars	As on March 31, 2016	As on March 31, 2015
I	Present Value of Funded Obligation	-	-
	Fair Value of Plan Assets	-	-
	Present Value of Unfunded Obligation	6,353,828	7,928,549
	Unrecognized Past Service Cost	-	-
	Amount not Recognized as on Assets (limit as Para 59(b))	-	-
	Net Liability	6,353,828	7,928,549
	<u>Amount in Balance Sheet</u>		
	Liabilities	6,353,828	7,928,549
	Assets	-	-
	Net Liability is bifurcated as follows:		
	Current	1,793,468	1,903,708
	Non-Current	4,560,360	6,024,841
	Net Liability	6,353,828	7,928,549
II	Expenses to be Recognized in Consolidated Statement of Profit and Loss		
	Current Service Cost	1,997,379	1,325,710
	Interest on Defined Benefit Obligation	713,238	505,944
	Expected Return of Plan Assets	NA	NA
	Net Actuarial Losses/ (Gain) Recognized in Year	(2,668,194)	1,057,326
	Past Service Cost	-	-
	Total, included in " Employee Benefit Expenses "	42,423	2,888,980
	Actual Return on Plan Assets	-	-

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VI Experience Adjustments:

(Amount in Rs.)

Particulars	As on March 31,				
	2016	2015	2014	2013	2012
Present value of Defined Benefit Obligation	6,353,828	7,928,549	5,039,569	4,230,284	3,660,973
Fair Value of Plan Assets	-	NA	NA	NA	NA
Funded status [Surplus/ (Deficit)]	(6,353,828)	(7,928,549)	(5,039,569)	(4,230,284)	(3,660,973)
Experience Adjustment on Plan Liabilities [gain/ (loss)]	(2,710,635)	(302,135)	(751,083)	(412,264)	395,659
Experience Adjustment on Plan Assets [gain/ (loss)]	-	-	-	-	-

- (c) Employees are entitled to accumulation of leave which can be encashed at the time of retirement or termination. The leave encashment benefit scheme is a defined benefit plan and is not funded. Hence, there are no plan assets attributable to the obligation. The Leave encashment liability under defined benefit plan as on 31.3.2016 is Rs. 2,089,410(P.Y: Rs. 4,114,186).

Particulars	As on March 31, 2016	As on March 31, 2015
Actuarial assumption for long-term compensated absences.		
Discount rate	7.85%(CBTL & CAPPL), 8.00% (CAVPL)	7.95%(CBTL)
Expected return on plan assets	Nil	Nil
Salary escalation	7.00%	7.00%(CBTL)

30.2 Employee Stock Options Plan

In the extraordinary general meeting held on Feb 12, 2015, the shareholders approved the issue of 1,499,990 options under the Scheme ESOP.

The ESOP allows the issue of options to employees of the Company. Each option comprises one underlying equity share.

As per the Scheme, the Remuneration / Compensation Committee grants the options to the employees deemed eligible. The exercise price of each option shall be Rs. 109/-(One Hundred Nine Only) per option as defined in the Scheme. The options granted vest over a period of 3years from the date of the grant in proportions specified in the Scheme. Options may be exercised within 365 days of vesting.

The difference between the fair price of the share underlying the options granted on the date of grant of option and the exercise price of the option (being the intrinsic value of the option) representing Stock compensation expense is expensed over the vesting period.



Employee stock options details as on the balance sheet date are as follows:

Particulars	As on March 31, 2016		As on March 31, 2015	
	Options (Numbers)	Exercise price per option	Options (Numbers)	Exercise price per option
Options Outstanding at the beginning of the year	1,499,990	109	Nil	Nil
Granted during the year	Nil	Nil	1,499,990	109
Vested during the year	Nil	Nil	Nil	Nil
Exercised during the year	Nil	Nil	Nil	Nil
Lapsed during the year	500,097	109	Nil	Nil
Options Outstanding at the end of the year	999,893	109	1,499,990	109
Options available for grant	999,893	109	1,499,990	109
The weighted average share price at the date of exercise for stock options exercised during the year	NA	NA	NA	NA
Range of exercise price for options outstanding at the end of the year		109		109

Weighted average remaining contractual life for options outstanding as at March 31, 2016 2 Years (As at March 31, 2015 -3 Years).

30.3 Related Party Disclosure:

1. Related parties:

a. Name of the related party and nature of relationship where control exists:

Sl No	Name of the party	Nature of Relationship
1.	Camson Agri Ventures Private Limited	Subsidiary
2.	Camson Agro Products Private Limited	Subsidiary
3.	Camson Farm Management Venture LLP	Entities where Key Management Personnel (KMP)/relatives of Key Management Personnel (RKMP) have significant influence
4.	CAV Chepyala Farms LLP	Entities where Key Management Personnel (KMP)/relatives of Key Management Personnel (RKMP) have significant influence
5.	Mr. Dharendra Kumar	Key Management Personnel
6.	Mr. Veerendra Kumar Singh	Key Management Personnel
7.	Mr. Narendran R	Key Management Personnel
8.	Mr. Santosh Nair	Key Management Personnel (Till 31.03.2016)

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b. Details of Related Party transactions during the year ended March 31, 2016.

Sl No	Particulars	As on March 31, 2016	As on March 31, 2015
I	Transactions with KMP & their relatives		
	Remuneration to Mr. Dharendra Kumar	8,416,500	8,400,000
	Remuneration to Mr. Santosh Nair	4,200,000	4,183,500
	Remuneration to Mr. Narendran R	1,620,000	1,386,830
	Remuneration to Mr. Bhamidi S Krishna Sirish	108,835	313,615
	Remuneration to Mr. Karan Singh	-	1,533,500
	Remuneration to Mr. Rohit Satish Sareen	2,996,804	2,895,684
	Loan - Mr. Dharendra Kumar		
	- taken	47,881,257	23,199,364
	- repaid	(18,519,700)	(12,264,652)
	Interest on Loan taken from Mr. Dharendra Kumar	1,234,956	-
	Loan - Ms. Geeta Singh		
	- taken	1,000,000	500,000
	- repaid		(500,000)
	Loan from Rohit Sareen	1,000,000	-
	Interest on Loan taken from Ms. Geeta Singh	23,562	-
	Rent Paid to Ms. Geeta Singh	2,256,000	-
	Capital Advance to Mr. A N Singh, Director	-	41,000,000
	Professional Charges Paid to Mr. Veerendra Kumar Singh	2,050,830	469,731
	Agri Loan - Star Agri Finance Limited Hypothecation of Land (1) Sy.No. 92/1, 92/4, 82/1, 93/3, of Smt. Geeta Singh situated at Madagondanahalli, Doddaballapur Tq. Bangalore (2) Sy.No. 82, 83/3 of Mr. Karan Singh situated at Madagondanahalli, Doddaballapur Tq. Bangalore	38,745,614	
	WDCL loan from HDF Bank Limited Pledge and lodgement of the shares by Mr. Dharendra Kumar the promoter.	64,851,150	
	Guarantees and collaterals (Corporate Guarantee issued to Corporation Bank on behalf of subsidiary company – Camson Agri Ventures Pvt Ltd in excess over liabilities recorded in Consolidated financial statements)		
	- Cash Credit	77,713	4,95,74,443
	- Inland letter of credit	3,00,00,000	3,00,00,000



Balance outstanding at the end of the year.

Sl. No.	Particulars	As on March 31, 2016	As on March 31, 2015
1	Balances with Related Parties :		
	Payable to Dharendra Kumar	47,541,522	201,199,961
	Payable to Geeta Singh – Loan A/c	1,021,206	-
	Payable to Geeta Singh – Rent A/c	1,068,324	-
	Payable to Rohit Satish Sareen – Loan A/c	1,000,000	-
	Receivable from Camson Farm Management Venture LLP	50,294	50,294
	Professional Charges Payable to Veerendra Kumar Singh	948,264	-

30.4 Earnings per Share (EPS)

Earnings per share is calculated in accordance with Accounting Standard 20 – “Earnings per share”, notified by the Companies (Accounting Standards) Rules, 2006.

Particulars	As on March 31, 2016	As on March 31, 2015
	Amounts in Rs.	Amounts in Rs.
Profit available for equity share holders	(394,389,123)	19,355,102
Weighted average no. of equity shares – Basic	29,999,840	28,703,786
Weighted average no. of equity shares – Diluted	29,999,840	28,703,786
Par value per share	10.00	10.00
Earnings per share – Basic	(13.15)	0.67

30.5 Deferred tax assets / (liabilities) comprise of:

Particulars	As on March 31, 2016	As on March 31, 2015
Impact of Depreciation between Companies Act 2013 & Income Tax Act 1961	93,614,043	(88,221,058)
Impact of Gratuity and Leave Encashment	22,216,209	4,044,602
Impact of Provision for Doubtful Debts	-	23,452,301
Total	95,830,252	(60,724,155)
Tax Impact[Deferred Tax Assets/(Deferred Tax Liability)] on the above	29,611,548	(18,763,764)
Opening Deferred Tax Assets/(Deferred Tax Liability)	(17,796,953)	966,811
Closing Deferred Tax Assets/(Deferred Tax Liability)	11,814,595	(17,796,953)



30.6 Segment Information:

The Group has identified business segments as its primary segment. Business segments are primarily Seeds & vegetables and Agri Biotech products. Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other revenues and expenses which are not attributable or allocable to segments have been disclosed in unallocated segment. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed in unallocated segment.

Secondary Segment

The entire turnover of the Company is from domestic business and there is no geographical/secondary segment to be reported.

Segment results, assets and liabilities are as given below



Particulars	Business segments						Total	
	Seeds and Vegetables		Agri Biotech Products		Unallocated		31 March, 2016	31 March, 2015
	31 March, 2016	31 March, 2015	31 March, 2016	31 March, 2015	31 March, 2016	31 March, 2015		
Revenue	-	1,41,53,83,183	25,28,69,414	59,95,09,699	36,82,83,535	1,86,86,726	62,11,52,949	2,03,35,79,608
Inter-segment revenue	-	-	-	-	-	-	-	-
Total	-	1,41,53,83,183	25,28,69,414	59,95,09,699	36,82,83,535	1,86,86,726	62,11,52,949	2,03,35,79,608
Segment result	-	11,37,23,000	(39,92,78,050)	5,11,95,849	(3,58,26,325)	(38,12,924)	(43,51,04,375)	16,11,05,975
Unallocated expenses (net)	-	-	-	-	-	14,01,96,181	-	14,01,96,181
Operating income	-	-	-	-	-	-	-	-
Other income (net)	-	1,74,35,900	1,15,74,551	3,30,09,469	7,65,931	1,37,81,539	1,23,40,482	6,42,26,908
Profit before taxes	-	11,37,23,000	(39,92,78,050)	5,11,95,849	(3,58,26,325)	(14,40,09,106)	(43,51,04,374)	2,09,09,744
Tax expense	-	-	(2,09,29,754)	-	51,479	1,97,87,261	(2,08,78,275)	1,97,87,261
Profit for the year	-	11,37,23,000	(37,83,48,295)	5,11,95,849	(3,58,77,804)	(16,37,96,367)	(41,47,26,099)	11,22,483
Segment assets	-	1,79,24,40,113	1,65,98,97,964	99,57,98,227	29,26,22,769	70,66,66,318	1,95,25,20,733	3,49,49,04,658
Unallocated assets	-	-	-	-	-	-	-	-
Total assets	-	1,79,24,40,113	1,65,98,97,964	99,57,98,227	29,26,22,769	70,66,66,318	1,95,25,20,733	3,49,49,04,658
Segment liabilities	-	37,71,24,914	67,73,24,911	9,32,68,443	23,63,25,893	39,22,47,588	91,36,50,804	86,26,40,944
Unallocated liabilities	-	-	-	-	2,25,79,599	-	2,25,79,599	-
Total liabilities	-	37,71,24,914	67,73,24,911	9,32,68,443	25,89,05,492	39,22,47,588	93,62,30,403	86,26,40,944
Other information								
Capital expenditure (allocable)	-	-	-	-	-	-	-	-
Capital expenditure (unallocable)	-	-	-	-	-	-	-	-
Depreciation and amortisation (allocable)	-	4,70,55,656	21,71,77,267	7,22,91,180	1,50,63,593	2,06,20,495	23,22,40,860	13,99,67,331
Depreciation and amortisation (unallocable)	-	-	-	-	-	-	-	-
Other significant non-cash expenses (allocable)	-	-	-	-	-	-	-	-
Other significant non-cash expenses (unallocable)	-	-	-	-	(2,08,78,275)	-	(2,08,78,275)	-



30.7. During the year, the Group has initiated and completed the demerger of Seed Business. The "Scheme of Arrangement" (the scheme) involved transfer of the Seed Business to a "Resulting Company" "Camson Seeds Limited ["CSL"]. In consideration for the vesting of the Seeds business undertaking to CSL as per the terms of the Scheme, each member of the demerged company shall receive one equity share of Rs.10/- each in the resulting company for every one equity share of Rs.10/- each held in the demerged company. The Scheme was approved by the Honorable High Court of Karnataka vide order dated 31st July, 2015. CBTIL has filed the order approved by the High Court with the Registrar of the Companies, Bangalore (ROC) on 1st September, 2015. The Scheme has accordingly been given effect to in these financial statements with retrospective effect from April 1, 2014 ("Appointed Date"). Consequent to demerger of the Seed Business of the Group in terms of the Scheme, the financial statements of the Group for the year ended March 31, 2016 do not include the operations of the Seed Business, and are therefore strictly not comparable with the figures of the previous year ended March 31, 2015.

The following assets and liabilities have been divested into the Resulting Company from Camson Bio Technologies Limited with effect from April 1, 2014 pursuant to the Scheme.

Particulars	April 1, 2014
Liabilities	
Non-Current Liabilities	
Long Term Borrowings	3,837,680
Deferred Tax Liabilities-Net	-
Other Long Term Liabilities	1,910,000
Long Term Provisions	801,634
Total Non Current Liabilities	6,549,314
Current Liabilities	
Short Term Borrowings	25,123,821
Trade Payables	3,099,151
Other Current Liabilities	5,447,648
Short Term Provisions	340,585
Total Current Liabilities	34,011,205
Total Liabilities(A)	40,560,519
Assets	
Non-Current Assets	
Fixed Asset	
-Tangible Assets	160,996,207
-Intangible Assets	-
Capital work in progress	-



Non-Current Investments	-
Deferred Tax Assets-Net	-
Long Term Loans and Advances	-
Total Non-Current Assets	160,996,207
Current Assets	
Current Investments	-
Inventories	346,417,467
Trade Receivables	661,392,376
Cash and Cash Equivalents	953,966
Short Term Loan and Advances	41,049,103
Total Current Assets	1,049,812,912
Total Assets(B)	1,210,809,119

The Net Assets relating to the Seeds Business undertaking amounting to Rs. 1,170,248.600 divested into the Resulting Company as at April 1, 2014, pursuant to the scheme of arrangement has been adjusted as per the terms of the Scheme against the Reserves of Camson Bio Technologies Limited as under:

(i) General Reserve	212,362,915
(ii) Surplus from the Statement of profit & loss	957,885,685
	<u>1,170,248,60</u>

30.8 Details of Research and Development (R&D) Expenditure recognized as an expense. Incurred at R&D center located at Doddaballapur.

(Amt in Rs.)

Revenue Expenditure	As on March 31, 2016	As on March 31, 2015
Research & Development Expenses (comprising clinical trial expenses, patent fees etc)	39,765,412	22,192,369
Employee Benefit Expenses	23,846,075	35,864,789
Lab Consumables	1,704,090	2,121,656
Professional Charges	537,161	263,327
Microbial Germplasm/ Breeder Seed Development	13,303,198	134,569,811
Total Revenue Expenditure	79,155,935	195,011,952



Capital Expenditure	As on March 31, 2016	As on March 31, 2015
Plant & Machinery	19,865,319	2,614,736
Office Equipment	367,939	234,275
Product Development Cost		
Total Capital Expenditure	20,233,258	2,849,011
Less: Sales proceeds (Income of R&D center)		-
Total Revenue and Capital Expenditure	99,389,193	197,860,963

*In the opinion of the management, the above expenditure is eligible for the purpose of claiming deduction under section 35(2AB) of the Income Tax Act, 1961. Being this matter is technical in nature, the Auditors' have also relied upon the same

30.9 Goodwill on consolidation

Particulars	As on March 31, 2016	As on March 31, 2015
Opening Balance	25,449	-
Add: On acquisition of subsidiaries during the year	-	25,449
Less: On disposal of subsidiaries during the year	-	-
	25,449	25,449
Less: Accumulated impairment	-	-
Total	25,449	25,449

30.10 During the year, the company has received communication from shareholders alleging certain issues relating to the financial matter of the Company and have requested to conduct of forensic audit. The company has replied to the shareholder requesting specific facts and scope/areas for forensic audit.

The Company's Board of Directors on meeting held on May 30, 2016 has proposed to carry out forensic audit by appointing an independent committee/legal counsel to decide the scope and the areas of forensic audit. Accordingly, the company is of the view that material adjustments or disclosures, if any, would be considered after conclusion of the forensic audit.

30.11 Previous year's figures have been regrouped or reclassified wherever necessary to correspond with the current year classification or disclosure.

For and on behalf of board of directors
Camson Bio Technologies Limited

Veerendra Kumar Singh
Managing Director
DIN- 00296486

Akhal Narayan Singh
Director
DIN- 00296396

Place : Bengaluru
Date : May 30, 2016



ATTENDANCE SLIP



CAMSON BIO TECHNOLOGIES LIMITED

CAMSON BIO TECHNOLOGIES LIMITED

CIN: L85110KA1993PLC014944

Regd. Office: Sy. 133, 132, 125, 130, 84, Madhure Hobli, Madagondanahalli,
Dodabalapur, Karnataka -561

Phone: 080-40768900, Fax: 080-40768905

Website: <http://www.camsonbiotechnologies.com>

E-mail: info@camsonbiotechnologies.com

ATTENDANCE SLIP

(To be handed over on the registered counter at the entrance of the Meeting venue)

22nd Annual General Meeting on Wednesday, 28th September, 2016

Registered Folio No./DP ID/Client ID:	
Full Name and Registered Address of the Member (Block Letters)	
Name of the proxy:	
No. of Equity Shares held:	

I/We hereby record my/our presence at the 22nd Annual General Meeting of the Company held on Wednesday, 28th September, 2016 at 3.30 p.m. at Sree Nandhini Palace No 4034, 100 Feet Road, HAL 2nd Stage, Indiranagar, Bangalore – 560 038).

Member's/Proxy's Signature



PROXY FORM



CAMSON

If undelivered, please return to

Camson Bio Technologies Limited,
C-7, 7th Floor, Corporate Block,
Golden Enclave, Old Airport Road,
Bangalore - 560 017
Tel : +91-80-4076 8900



CAMSON BIO TECHNOLOGIES LIMITED

Form No. MGT-11
Proxy form

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

CIN: L85110KA1993PLC014944

Name of the company: Camson Bio Technologies Limited

Registered office: Sy. 132, Madhure Hobli, Madagondanahalli,

Dodabalapur-561 203, Karnataka

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

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

1. Name:

Address:

E-mail Id:

Signature: or failing him

2. Name:

Address:

E-mail Id:

Signature: or failing him

3. Name:

Address:

E-mail Id:

Signature: or failing him



as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 22nd Annual General Meeting of the Company, to be held on the Wednesday 28th day of September 2016 at 3:30 P.M. at Sree Nandhini Palace No 4034, 100 Feet Road, HAL, 2nd Stage, Indiranagar, Bangalore - 560 038 and at any adjournment thereof in respect of such Resolutions as are indicated below:

Sl. No.	Particulars
	ORDINARY BUSINESS
1.	To receive, consider and adopt the standalone and consolidated Financial Statements of the Company for the financial year ended March 31, 2016, the Statement of Profit and Loss of the Company for the year ended as on that date together with the Auditors' Report thereon and the Board's Report including Secretarial Audit Report
2.	To appoint a Director in place of Mr. Veerendra Kumar Singh, (holding DIN: 00296486), who retires by rotation and being eligible, offers himself for re-appointment
3.	To appoint Messrs Deloitte Haskins & Sells LLP, Chartered Accountants as the Statutory Auditors of the Company SPECIAL BUSINESS
4.	To ratify the remuneration payable to Messrs Murthy & Co. LLP, Cost Auditors appointed for the financial year 2016-17
5.	Appointment of Mr. Veerendra Kumar Singh as the Managing Director
6.	Appointment of Mr. Sunil Puri as a Director
7.	Appointment of Mr. Sunil Puri as the Independent Director of the Company
8.	Appointment of Mr. Sachin Gupta as the Director of the Company
9.	Appointment of Mr. Sachin Gupta as the Managing Director and ratification of his terms of appointment
10.	Shifting of Registered Office of the Company
11.	Appointment of Mr. Peter Joseph Kennedy as the Director of the Company
12.	Appointment of Mr. Yong Teck Seong Daniel as the Director of the Company

Signed this..... day of..... 2016

Signature of shareholder

Signature of Proxy holder(s)

AFFIX
REVNUE
STAMP

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