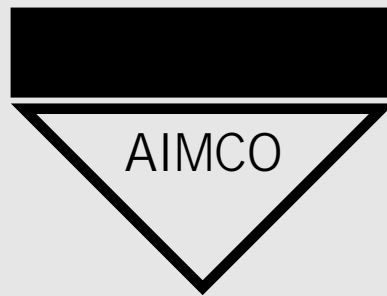


**AIMCO PESTICIDES**



**AIMCO PESTICIDES LIMITED**

**27<sup>TH</sup> ANNUAL REPORT**

**2013-2014**



**BOARD OF DIRECTORS :**

**Mr. Pradeep Dave**  
Chairman & Executive Director

**Mrs. Elizabeth Shrivastava**  
Managing Director

**Mr. Ramgopal Kaja**  
Non-Executive Director

**Mr. Ashit P.Dave**  
Executive Director

**Dr. Samir P.Dave**  
Executive Director

**COMPLIANCE OFFICER**

Mrs. Priya Surati

**BANKERS**

State Bank of India

**AUDITORS**

**M/s CNK & Associates LLP**  
Chartered Accountants  
5th Floor, Narain Chambers,  
M. G. Road, Vile Parle (East),  
Mumbai- 400 057.

**REGISTERED OFFICE**

1/1, MIDC Industrial Area  
Lote Parshuram,  
Village: Awashi  
Taluka: Khed  
District: Ratnagiri  
Maharashtra 415 707

**HEAD OFFICE**

Akhand Jyoti, 8th Road,  
Santacruz (East),  
Mumbai 400 055  
Tel. No. 91-22-67604000  
Fax No. 91 - 22 67604060/4070  
Internet: www.aimcopesticides.com  
E-mail: aimco@aimcopesticides.com

**FACTORY**

Lote Parshuram, Village Awashi  
Taluka Khed, District Ratnagiri,  
Maharashtra.

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## AIMCO PESTICIDES LIMITED

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### NOTICE

NOTICE is hereby given that the 27<sup>TH</sup> Annual General Meeting of the Members of **AIMCO PESTICIDES LIMITED** will be held at the Registered Office of the Company at B-1/1, MIDC Industrial Area, Lote Parshuram, Village Awashi, Taluka Khed, District Ratnagiri, Maharashtra 415 707 on Tuesday, the 30<sup>TH</sup> September, 2014, at 12.00 noon to transact the following business.

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year March 31, 2014.
2. To appoint a Director in place of Mr. Ashit P Dave who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and in this regard to consider and if thought fit to pass with or without modification, the following resolutions an ORDINARY RESOLUTION:

**"RESOLVED THAT** M/s. CNK & Associates LLP (formerly known as M/s. Contractor, Nayak and Kishnadwala), Chartered Accountants, Mumbai, Statutory Auditors bearing Registration No. 101961W issued by the Institute of Chartered Accountants of India (ICAI), the retiring auditor of the Company, be and are hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on a remuneration as may be mutually agreed between the Board of Directors and the said Auditors and reimbursement of out-of-pocket expenses, travelling and other expenses in connection with the work of audit carried out by them."

#### SPECIAL BUSINESS:

4. To appoint Mr. Ramgopal Kaja (DIN 00140047), as an Independent Director.

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

**"RESOLVED THAT** Pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Ramgopal Kaja (DIN 00140047), who was appointed as a Director liable to retire by rotation and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company, for a period of 5 (five) years with effect from 30<sup>TH</sup> September, 2014, and not liable to retire by rotation."

5. Borrowing powers of the Board:

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

**"RESOLVED THAT** pursuant to the provisions of Section 180(1) (c) of the Companies Act 2013, the Rules made there under and its related and applicable provisions if any, or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof) and in terms of Article of Association of the Company, the Company hereby accords its consent to and authorises the Board of Directors (herein after called "the Board", which term shall be deemed to include any other Committee of the Board, which the Board may have constituted or hereinafter constitute for the time being, to exercise its powers conferred on the Board of Directors by this resolution on, or any person(s) authorised by the Board or its Committee for such purpose) of the Company for borrowing any sum or sums of money from time to time whether in Indian Rupees or foreign currency (including External Commercial Borrowings in foreign denominated currencies from any foreign source / countries as prescribed by guidelines, if any in this respect) from any one or more Companies/ Bankers and /or from any one or more Persons, Firms, Bodies

Corporate, Financial Institutions, Banks or other acceptable source whether by way of advances, deposits, loans, debentures, bonds or other securities whether convertible into equity/preference shares and/ or securities with or without detachable warrants with a right exercisable by the warrant holder(s) to convert or subscribe for equity/preference shares to, Bank(s), Financial or other Institutions, Mutual Fund(s), Non-Resident Indians, Foreign Institutional Investors or any other Person(s), Body(ies) Corporate, etc., whether shareholder of the Company or not, whether unsecured or secured and on such terms and conditions as the Board may deem fit, any sum or sums of monies which together with the monies already borrowed by the Company (apart from the temporary loans obtained from the Company's Bankers in the ordinary course of business) will or may exceed the aggregate paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided such excess amount so borrowed by the Board shall not at any time exceed the limit of Rs. 1,000 Crores (One Thousand Crores Only)."

**"RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorised to do all such acts, deeds and things as it may in its absolute discretion deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient."

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolutions are hereby approved ratified and confirmed in all respects."

6. Creation of Charge on the Assets of the Company:

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

**"RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) of the Companies Act 2013, the Rules made there under and all other applicable provisions if any, or any other law for the time being in force (including any statutory modification on or amendment thereto or re-enactment thereof for the time being in force) and in terms of Articles of Association of the Company, the Board of Directors of the Company (herein after called "the Board", which term shall be deemed to include any other Committee of the Board, which the Board may have constituted or hereinafter constitute for the time being, to exercise its powers conferred on the Board of Directors by this resolution on, or any person(s) authorised by the Board or its Committee for such purpose) be and is hereby authorised to create such charges, mortgages and hypothecations created or to be created by them, on such movable and immovable properties, both present and future, or the whole, or substantially the whole, of the undertaking or undertakings of the Company, and with such ranking as to priority and for such time and on such terms and in such manner as the Board may think fit, in favour of lenders, agents, trustees and other agencies to secure the borrowings of the Company availed/to be availed by way of loan(s) (in foreign currency and/or Indian Rupee) and /or working capital facilities and/or Securities issued/ to be issued by the Company, from time to time, up to an aggregate amount of Rs. 1,000 (One Thousand Crores Only), together with interests, compound/additional interest, commitment charges, costs, expenses and all other monies payable by the Company to the concerned lenders".

Registered Office:  
B1/1, MIDC Indl. Area,  
Lote Parshuram, Vill:Awashi  
Taluka:Khed, Dist: Ratnagiri,  
Maharashtra 415 707.

BY ORDER OF THE BOARD OF DIRECTORS  
For AIMCO PESTICIDES LIMITED

Place : MUMBAI  
Date : 14<sup>th</sup> August, 2014

**Pradeep P. Dave**  
(CHAIRMAN)

## AIMCO PESTICIDES LIMITED

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### NOTES:

- 1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote at the meeting instead of him/her self and the proxy need not be a member of the company.**

Proxies/ power of Attorneys, in order to be effective must be lodged with the Company at its Registered Office, not later than 48 hours before the commencement of the meeting. A blank Proxy form is annexed to this Annual Report.

- 2.** A Body Corporate being a member shall be deemed to be personally present at the meeting, if represented in accordance with the provisions of Companies Act, 2013. The corporate Members intending to send their authorized representative are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
- 3.** Members are requested to bring their copies of the annual Report to the meeting.

- 4. Explanatory Statement**

The explanatory statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business items is given below and forms part hereof.

- 5.** Directors proposed to be appointed/ re-appointed: Members may kindly refer items is given below and forms part hereof.

- 6. Book Closure:**

Register of Members and Share Transfer books will be closed from 26<sup>TH</sup> September, 2014 to 30<sup>TH</sup> September, 2014 (both days inclusive) for the purpose of AGM.

- 7.** All correspondence regarding shares of the Company should be addressed to the Company's Registrar and Transfer Agent (RTA) viz. **Link Intime India Private Limited C- 13, Pannalal Silk Mills, L.B.S. Marg, Bhandup (West) -Mumbai- 400 078.** Members who hold shares in physical form and wish to make/change a nomination in respect of their shareholding in the Company, as permitted under the Companies Act, 2013, may submit the prescribed Form to System Support Services (RTA).
- 8.** Members who wish to obtain any information on the Company as regards the accounts for the financial year 31<sup>ST</sup> March 2014 are requested to write to the Company at least 10 days before the Annual General Meeting.
- 9.** For convenience of the members and for proper conduct of the meeting, entry to the place of meeting will be regulated by the attendance slip, which is annexed to the Proxy Form. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance of the Meeting.
- 10.** In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 11.** Members/Beneficial Owners are requested to quote their full name as per the Company's record, Folio No. / DP and Client ID Nos., as the case may be, in all correspondences with the Company.
- 12.** Members who hold shares in dematerialized form are requested to bring their depository account number for identification.
- 13.** Pursuant to Section 205A(5) of the Companies Act, 1956, the Company has transferred all unclaimed / unpaid dividends on their respective due dates to the Investor Education and Protection Fund established by the Central Government pursuant to Section 205C of the Companies Act, 1956.
- 14. Important Communication to Members:**

The Ministry of Corporate Affairs ( MCA), has taken a "Green Initiative in Corporate Governance" vide Circular No. 17/2011 dated 21.04.2011 and Circular No. 18/2011 dated 29.04.2011, respectively, by allowing paperless compliances by companies through electronic mode. Thus, companies are now permitted to send various communications / documents (including Notice of General Meetings, Audited Financial Statements, Directors Report, Auditors Report and all other documents including Postal Ballot documents) to its Members through electronic mode, to the registered e-mail address of the Members. In view of above, your company request you to register your e-mail address with your DP for the purpose of serving documents by the Company in electronic mode, if your e-mail address, if not registered with your Depository Participant (DP) so far, or get it updated in company register as well as

depository's records to facilitate implementation of such nature friendly initiative.

15. Listing Fees:

The Company has paid the listing fees for the year 2014-2015, to the Stock Exchange, Mumbai where the equity shares of the Company are listed.

16. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of Companies (Management and Administration) Rules, 2014, the Company is pleased to offer the facility of voting through electronic means, as an alternate, to all its Members to enable them to cast their votes electronically instead of casting their vote at the Meeting.

I The procedure and instructions for the voting through electronic means is, as follows:

- i. Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- ii. Click on "Shareholders" tab.
- iii. Now, select the "Aimco Pesticides Limited" from the drop down menu and click on "SUBMIT"
- 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](http://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"> <li>● 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.</li> <li>● 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.</li> </ul>
DOB	<p>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.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio</p> <ul style="list-style-type: none"> <li>● 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).</li> </ul>

- viii. After entering these details appropriately, click on "SUBMIT" tab.
- ix. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field.

## AIMCO PESTICIDES LIMITED

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Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN for the relevant < Aimco Pesticides Limited > on which you choose to vote.
- xii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvii. If Demat account holder has forgotten the 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.
- xviii. Note for Institutional Shareholders & Custodians:
  - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> 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](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create 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.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xix. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - II The voting rights of shareholders shall be in proportion to their share of the paid up equity share capital of the Company.
  - III. E-voting period will commence from 24<sup>TH</sup> September, 2014 at 10:00 a.m. and will end on 26<sup>TH</sup> September, 2014 at 6.00 p.m.
  - IV. Mr. Sanjay P. Parab, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner, whose e-mail address is [sanjay.parabcs@gmail.com](mailto:sanjay.parabcs@gmail.com).
  - V The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the

employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

- VI The Results shall be declared on or after the date of AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website <http://www.aimcopesticides.com> and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company.

17. Details of the Director seeking re-appointment at the forthcoming Annual General Meeting in pursuance of Clause 49 of the Listing Agreement.

1. Name of the Director	Mr. Ahit P. Dave (DIN 00184760)	Mr. Ramgopal Kaja (DIN 00140047)
2. Date of Birth	06/01/1971	21.02.1965
3. Experience in specific functional area and Position held	Business Executive with wide expertise in chemicals and Agrochemicals Industry	Business Executive with wide experience in Finance and Corporate Legal Matters
4. Qualification	B.Com, IIM Ahmadabad	Chartered Accountant
5. Directorship in other Companies (excluding Private and Foreign Companies)	1. AMISCO AGRO-CHEM LIMITED 2. AIMCO ECOSCIENCE LIMITED	NIL
6. Chairmanships / Memberships of Committee across other Companies	NIL	NIL
7. Relationships between Directors interested	NIL	NIL

Registered Office:  
B1/1, MIDC Indl. Area,  
Lote Parshuram, Vill:Awashi  
Taluka:Khed, Dist: Ratnagiri,  
Maharashtra 415 707.

BY ORDER OF THE BOARD OF DIRECTORS  
**For AIMCO PESTICIDES LIMITED**

Place : MUMBAI  
Date : 14<sup>th</sup> August, 2014

**Pradeep P. Dave**  
(CHAIRMAN)

**Explanatory Statement pursuant to Section 102(2) of the Companies Act, 2013**

**ITEM NO. 4.**

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013 with respect to appointment and tenure of the Independent Directors which came into effect from April 1, 2014, the Independent Directors shall be appointed for not more than two terms of five years each and shall not be liable to retire by rotation. The term shall be effective prospectively.



## AIMCO PESTICIDES LIMITED

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Mr. Ramgopal Kaja (DIN 00140047) is the Independent Director of the Company and has held the positions as such for about five years or more. The provisions of the Companies Act, 2013 read with amended clause 49 of the Listing Agreement inter-alia stipulate the conditions for appointment of Independent Directors by a listed Company. It is proposed to appoint Mr. Ramgopal Kaja as an Independent Directors under Section 149 of the Companies Act, 2013 read with Clause 49 of the Listing Agreement for a term of 5(five) consecutive years. Mr. Ramgopal Kaja is not disqualified from being appointed as Directors in terms of Section 164 and other applicable provisions of the Companies Act, 2013.

In the opinion of the Board, Mr. Ramgopal Kaja fulfills the conditions specified in the Companies Act, 2013 and Rules made there under for their appointment as Independent Directors of the Company and they are Independent of the management. He is not disqualified from being appointment as a Director in terms of Section 164 of the Companies Act, 2013.

Section 149 of the Act inter alia stipulates the criteria of independence should a Company propose to appoint an Independent Director on its Board. The Company has received a declaration from both Mr. Ramgopal Kaja that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Mr. Ramgopal Kaja fulfills the conditions for his appointment as an Independent Director as specified in the Companies Act, 2013 read with clause 49 of the listing agreement.

The Board commends the Ordinary Resolution set out at Item Nos. 4 of the Notice for approval by the shareholders. Mr. Ramgopal Kaja is interested in the resolutions set out with regard to his appointment. The relatives of Mr. Ramgopal Kaja may be deemed to be interested in the resolutions set out respectively at item No. 4 of this Notice, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

### **Item No. 5**

Under the erstwhile Section 293(1)(d) of the Companies Act, 1956, the Board of Directors of a Company could, with the consent of the shareholders obtained by an Ordinary Resolution, borrow moneys, apart from temporary loans obtained from the Company's Bankers in the ordinary course of business, in excess of the aggregate of paid-up capital and free reserves of the Company, that is to say, reserves not set apart for any specific purpose. Under the provisions of Section 180(1)(c) of the Companies Act, 2013, the above powers can be exercised by the Board only with the consent of the shareholders obtained by a Special Resolution. Further, as per a clarification issued by the Ministry of Corporate Affairs, the Ordinary Resolution earlier passed under Section 293(1)(d) of the Companies Act, 1956 will remain valid for a period of one year from the date of notification of Section 180 of the Companies Act, 2013, i.e. up to 11<sup>TH</sup> September, 2014. As such, it is necessary to obtain fresh approval of the shareholders by means of a Special Resolution, to enable the Board of Directors of the Company to borrow moneys, apart from temporary loans obtained from the Company's Bankers in the ordinary course of business, in excess of the aggregate of paid-up share capital and free reserves of the Company. The Board commends the Resolution at Item No.5 of the Notice for approval of the shareholders by a Special Resolution. None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item No. 5 of the Notice.

### **Item No. 6**

Under the erstwhile Section 293(1)(a) of the Companies Act, 1956, the Board of Directors of a Company could, with the consent of the shareholders obtained by an Ordinary Resolution, create charge/ mortgage/ hypothecation on the Company's assets, both present and future, in favour of the lenders/ trustees for the holders of debentures/ bonds etc., to secure the repayment of moneys borrowed by the Company (including Temporary Loans obtained from the Company's Bankers in the ordinary course of business). Under the provisions of Section 180(1)(a) of the Companies Act, 2013, the above powers can be exercised by the

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Board only with the consent of the shareholders obtained by a Special Resolution. Further, as per a clarification issued by the Ministry of Corporate Affairs, the Ordinary Resolution earlier passed under Section 293(1)(a) of the Companies Act, 1956 will remain valid for a period of one year from the date of notification of Section 180 of the Companies Act, 2013, i.e. up to 11<sup>TH</sup> September, 2014. As such, it is necessary to obtain fresh approval of the shareholders by means of a Special Resolution, to enable the Board of Directors of the Company to create charge/ mortgage/ hypothecation on the Company's assets, both present and future, in favour of the lenders/ trustees for the holders of debentures/ bonds, to secure the repayment of moneys borrowed by the Company (including Temporary Loans obtained from the Company's Bankers in the ordinary course of business). As the documents to be executed between the Company and the lenders/ trustees for the holders of debentures/ bonds may contain the power to take over the management of the Company in certain events, it is necessary to obtain Members' approval under Section 180(1)(a) of the Companies Act, 2013, by way of a Special Resolution. The Board commends the Resolution at Item No. 6 of the Notice for approval of the shareholders by a Special Resolution. None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item No.6.

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## AIMCO PESTICIDES LIMITED

### DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present the Twenty Seventh Annual Report together with the Audited Accounts of the Company for the year ended 31<sup>ST</sup> March, 2014.

### FINANCIAL HIGHLIGHTS

	(₹ In lacs)	
	For Year Ended on 31/03/2014	6 months Ended 31/03/2013*
Total turnover/income from Operations	14,050.25	4,574.93
Other Income	38.33	49.17
Total Revenue	14,088.58	4,624.10
Profit/(loss) before Tax	178.90	(1,647.99)
Add : Exceptional Items	—	2,295.48
Profit Before Tax	178.90	647.49
Provision for Taxation Current Tax	44.24	4.26
Add: Deferred Tax	(138.23)	142.50
Add: MAT Credit Entitlement	44.24	4.26
Profit /(loss)After Tax	40.67	790.00
Add: Balance b/f from earlier year	(902.16)	(1,692.16)
Less: Transfer from Capital Reserve	NIL	NIL
Balance carried to Balance Sheet	(861.49)	(902.16)

*\*Note: The previous year's financial statements have been prepared for the period of six months covering period from 01.10.2012 to 31.03.2013. Accordingly, the figures for the current period (01.04.2013 to 31.03.2014) are not comparable with figures of the previous year ended 31.03.2013(01.10.2012 to 31.03.2013)*

### OPERATIONS:

On account of variation of periodicity of financial statement of current year and that of last year, the figures are not absolutely comparable. During the period under review, the income recorded from operations was ₹ 14,050.25 lacs, representing a healthy sign of business growth of as compared to previous period. After offsetting all expenses/ credits, company generated profit after tax of ₹ 40.67 Lacs. The efforts of company management proved in favor of its business realignment and financial results turned into profits, indicating a sign of turnaround in its operations. Your Company has attempted to capture untapped foreign markets with new product line and as result volume of sales would see momentum in succeeding years.

We are pleased to inform you that based one time settlement (OTS) plan submitted by the Company and as approved by the State Bank of India, principle lender, company has cleared all their dues as on date. The Company has also made its representation to BIFR through State Bank of India, being operating agency to get necessary directions for removing its status as "Sick Company". The said matter is being perused by State Bank of India, before BIFR and necessary directions are awaited.

The management's business development plan has contributed in terms of development of new markets as well as launching of newer products in local and foreign markets. With given global business circumstances, coupled with right product mix, your directors are hopeful of better prospects during the year under review.

### CURRENT YEAR OUTLOOK

Your Company has continued focusing on registering, orienting more products in its own brand name in

exports market. It's company's endeavor to develop new markets as well as concentrating more on improvement of volume of its sales in current market so the sale can be maximized. On account of new export registrations & weakening of rupee your Company expects growth in the export sales in the coming year.

#### **DIVIDEND**

To conserve the available resources for the recovery of the company, the Board of Directors do not recommend payment of dividend on equity shares for the current financial year ended 31<sup>ST</sup> March, 2014.

#### **NEW PROJECTS/PRODUCTS**

The Company lays emphasis on Research and Development (R&D) for improvement in existing processes for better productivity and development of new products. Over the years, continuous R & D, better quality manufacturing facilities, has helped the Company to adapt to changing and difficult times and has been contributing with the current needs of the Company by maximum utilization of its existing resources.

#### **CORPORATE GOVERNANCE**

The Company equity shares are listed at Bombay Stock Exchange Limited. As per Listing Agreement with the Stock Exchange, the Company has taken utmost care to follow norms of good corporate governance mechanism. On account of continued losses in past few years, your directors could not able to appoint an additional independent director on company's board, during the financial year under review. Even under financial crises, your Company has continued with its basic philosophy to adhere with Corporate Governance norms, to assure stakeholders' satisfaction and is thus, committed to attain the highest level of transparency, accountability and compliance of law in all facets of operations. A report on Corporate Governance is attached to this report. A Management Discussion and Analysis Report and a Report on Corporate Governance are included in the Annual Report. A certificate from the auditors of the company is annexed to this report.

#### **DIRECTORS**

In accordance with the requirements of the Companies Act, 2013 the board recommend appointment of Mr. Ramgopal Kaja, an independent director, details of which are refereed in notice convening Annual General Meeting. Further, Mr. Ashit P. Dave who retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. Your Directors also recommends re-appointment of Mr. Ashit P. Dave, as Executive Director of Company.

The audit Committee comprises of three Directors out of which one is an independent Director. The Company is required to have at least two independent directors, to comply with Clause 49 of the Listing Agreement. The Company is in process to appoint a suitable candidate(s) as an independent Director(s).

#### **DIRECTOR'S RESPONSIBILITY STATEMENT**

Pursuant to the requirements under Section 217(2AA) of the Companies Act, 1956, the Board of Directors of the Company hereby state and confirm that:

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanatory statement 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 as on 31<sup>ST</sup> March, 2014 and of the Profit & Loss Account of the company for the year under review;
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. These accounts have been prepared on a going concern basis.

## AIMCO PESTICIDES LIMITED

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### **FIXED DEPOSITS**

The amount of outstanding Fixed Deposit held as on 31<sup>ST</sup> March, 2014 was ₹ 4.60 Lacs.

### **GREEN INITIATIVE:**

In line with the changes in law permitting companies to send electronic copies of Annual Report, notices, quarterly results intimation about dividend etc., to the e-mail IDs of shareholders, we have arranged to send the soft copies of these documents to the e-mail IDs of shareholder available with us or our depositories. In case any of the shareholders would like to receive physical copies of these documents, the same shall be forwarded on written request to the Registrars M/s. Linkintime India Pvt. Ltd.,

### **GENERAL:**

The Management Discussion and analysis Report discusses the operations of the Company in detail and forms part of this Annual Report.

### **AUDITORS**

M/s. CNK & Associates LLP (formerly known as M/s. Contractor, Nayak and Kishnadwala), Chartered Accountants, Mumbai, the Statutory Auditors, hold office until the conclusion of the ensuing Annual General Meeting and are recommended for re-appointment. The Company has received a certificate from the Auditors to the effect that their re-appointment, if made will be within the limits as stipulated under section 224(1B) of the Companies Act, 1956. The members are requested to consider appointment M/s. CNK & Associates LLP (formerly known as M/s. Contractor, Nayak and Kishnadwala), as statutory Auditors at the ensuing Annual General Meeting.

### **Observations of Auditors:**

The comments made by the Auditors in their report are self-explanatory. The management responses those observations are given herein below except that no further explanation is required.

1. The Applications to the Central Government for the approval of the re-appointment and payment of managerial personnel namely the Managing Director and/or Whole - Time Directors of the Company have been made to the Office of Central Government, Ministry of Corporate Affairs (MCA) apart from submitting reply on their observations in prescribed time period but approval/ reply from MCA is pending for some time.
2. Due to financial crunch, Company could not employ a Whole Time Company Secretary, under given circumstances; the Company is looking for a full time Company Secretary as required under section 383A of the Companies Act, 1956.
3. As pointed out by the Statutory Auditors the company has appointed a firm of Chartered Accountant to undertake internal audit work and based on advice of Statutory Auditor the Company have widened their scope of work and frequency of such check.
4. As advised by Statutory Auditor of the Company in their report, the Company has taken effective steps to undertake physical verification of inventory.
5. During the period under review Company has repaid all Fixed Deposit except one Fixed Deposit which would fall due for refund on 30/09/2014 in respect of which the Company has made adequate provisions to repay the same. Further during the year under review, no new Fixed Deposit has been accepted or renewed.
6. The other comments, if any on the financial statements are self explanatory and don't call for any clarification.

### **ENVIRONMENT**

Your company undertakes constant and persistent efforts to upgrade environmental performance and is putting its best efforts to augment the treatment and disposal of effluents satisfying the relevant norms of

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the pollution control authorities. Effluents from the plants are treated so effectively that it meets not only the legal parameters but also meets with Company's stringent internal standards. The Company shall make due arrangements for information, education, training and retraining to all employees about health and environment objectives at different levels and to interested parties and the general public whenever required. Your Company is the member of the Lote Common Effluent Treatment Plant & our effluent discharge is always confirming to the CETP norms.

#### **HUMAN RESOURCES**

Your Directors wish to place on record their deep appreciation to employees at all levels for their all-round efforts, dedication, commitment and loyal services which helped in achieving satisfactory performance during the year. The company has cordial and harmonious industrial relations. It's your company's endeavor to offer opportunities for individual growth, creativity and dedicated participation is organizational developments are being provided.

#### **PARTICULARS OF EMPLOYEES**

During the year under review, the company has no employee who was in receipt of Remuneration higher than the sum prescribed under the Section 217 (2A) of the Companies Act, 1956 read together with the Companies (Particulars of Employees) Rules, 1975.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information required under the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 relating to the conservation of energy, technology absorption and foreign exchange earnings and outgo is annexed hereto and forms part of this Report. Company has created special task force to address the issue of conservation of energy which keep continuous watch on company's energy consumption and suggest appropriate measures to conserve it.

#### **ACKNOWLEDGEMENT**

The Board is also grateful to Financial Institutions, Banks, Shareholders and Fixed Deposit Holders for their co-operation and assistance. Your Directors take this opportunity to thank State Bank of India, IDBI Ltd. & Department of Agriculture, and Government of Maharashtra for their continued assistance and co-operation. We would also like to acknowledge with gratitude the co-operation extended by our Suppliers, Customers, Distributors and Investors etc. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the executives, staff and workers of the Company.

Registered Office:  
B1/1, MIDC Indl. Area,  
Lote Parshuram, Vill:Awashi  
Taluka: Khed, Dist: Ratnagiri,  
Maharashtra 415 707.

By Order Of the Board Of Directors  
**For AIMCO PESTICIDES LIMITED**

Place : Mumbai  
Date: 14<sup>th</sup> August, 2014.

**Pradeep P. Dave**  
(CHAIRMAN)

# AIMCO PESTICIDES LIMITED

## ANNEXURE TO THE DIRECTORS' REPORT:

### 1. CONSERVATION OF ENERGY

#### A. Energy Conservation Measures taken:

Company has created task force to keep continuous watch on the energy consumption, this task force is also authorized to look in to the matter of conservation of energy and recommend to the management measure of improvement in energy consumption. This task force keeps continuous watch on improvement on steam to fuel ratio in Boiler so that energy can be conserved. This year Company has replaced the Economizer system of the Boiler to reduce the fuel consumption by 10%.

#### B. Additional Investments:

As per the recommendation of company's energy saving team, Effective steps will be taken. This year Company has planned for replacement of the Economizer system of the Boiler to reduce the energy consumption.

#### C. As per the recommendation of company's energy saving team, Effective steps will be taken. This year Company has planned for replacement of the Economizer system of the Boiler to reduce the energy consumption.

#### D. Total energy Consumption

#### I) Power & Fuel Consumption

	2013-2014	2012-13
Electricity Purchase		
Units	6.13 Lacs	2.37 Lacs
Total Amount	₹ 42.17 Lacs	₹ 17.81 Lacs
Rate / Unit	₹ 6.88	₹ 7.51
Solid fuel		
Quantity MT	2274.92MT	759.96MT
Total Amount	₹ 63.77 Lacs	₹ 19.21 Lacs
Average Rate	₹ 2.80	₹ 2.53

### 2. TECHNOLOGY ABSORPTION

#### A) R & D:

Working closely with customers in the marketplace, Aimco Pesticides Limited recognises the requirement for the highest level of support in product research, development and registration. The Company's R&D strategy is to continue to invest in innovative formulations which are essential to the growth of agro chemical companies.

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

It is mainly carried out in the field of process developments / modification for Agrochemical, Fine chemicals & Pharmaceutical intermediates.

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

New process to manufacture Herbicide was commercialized. Production Efficiency are improved substantially

#### 3. Future Plan of Action:

Contract R & D & Toll manufacturing for foreign & large local companies, new export market registrations are actively pursued and inventing cost efficient processes.

#### 4. Expenditure on R&D:

- |   |              |
|---|--------------|
| a) Capital  | ₹ 1.82 Lacs  |
| b) Recurring  | ₹ 17.85 lacs |
| c) Total  | ₹ 19.67 lacs |
| d) Total R&D expenditure as a percentage of total turnover :- | 0.14 %       |

### 3. FOREIGN EXCHANGE EARNING & OUTGO.

#### A. Your company is Government registered Export House & has been taking keen interest for developing new export markets for its products.

#### B. Total Foreign Exchange used & earned.

During the year foreign exchange outgo was ₹ 9,233.86 lacs.

The foreign exchange earned on export was ₹ 5,965.08 Lacs.

Registered Office:  
B1/1, MIDC Indl. Area,  
Lote Parshuram, Vill:Awashi  
Taluka:Khed, Dist: Ratnagiri,  
Maharashtra 415 707.

Place : Mumbai  
Date : 14<sup>th</sup> August, 2014.

BY ORDER OF THE BOARD OF DIRECTORS  
For AIMCO PESTICIDES LIMITED

**Pradeep P. Dave**  
(CHAIRMAN)

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## MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

### ECONOMIC SCENARIO:

The world economy has experienced downcast growth in 2013. Across all the sectors, economic growth has declined due to various domestic and international factors. Industries had to face high inflations, growing interest rates, fluctuating foreign currency, increase price of raw materials and huge power costs. The developing economies have slowed down in the past two years. India has faced various challenges viz: inflation, fiscal deficit, political uncertainty, weakening of rupee etc. These all have resulted in decline in domestic demand and growth. Central Government and RBI at the end of fiscal year have taken certain fiscal and monetary initiative to help stabilize financial market conditions, but the domestic macro-economic environment still remain challenging.

### INDUSTRY STRUCTURE & DEVELOPMENT:

India is one of the fastest developing countries. More than 50% of the population directly and indirectly depends on Agriculture as their primary source of livelihood; still its contribution to the GDP is less than 15%. Population growth, shrinking farmland, shortage of water continue to pressurize farm productivity. This is where pesticides play a crucial role to the farmer in trying to minimize the losses caused due to insects, weeds and diseases; wherein about 35 to 45 % of crop production is lost on this account. Non availability of agricultural labour resulted in increase in usage of Agro-Chemical. Food Shortages, increasing food prices and growing concern for food security have underlined the importance of food crop farming. Agro-Chemicals have a significant role in farming and food security of a densely populated country like India. These provide an opportunity to scale up the pesticide market and this makes optimistic future for the Indian Agro-Chemical Industry.

India is ranked Fourth in Agro-Chemicals production in the world after the United States, Japan and China. The Agro-Chemicals Industry is pivotal to the Indian economy which is great degree dependent on the agricultural sector. With domestic consumption increasing, application of advanced technology and strategic moves by the agrochemical industry can actually escalate the export capacity of Indian agricultural Industry. However, despite the many advantage of using Agrochemicals in a heavily monsoon-dependent agricultural economy, the use of these in India remains uncharacteristically low. The present economic scenario tagged by higher inflation rate, high farm labour rates posed challenges for farming activities. The competition in export market one hand and weakening of rupee affected to Indian economy too.

### OPPORTUNITIES:

India is among the rapidly developing agrarian economies in Asia Pacific region with over 50% of the population being dependent on agriculture which is dependent on four main factors viz: water, fertilizers, seeds and pesticides. The twelve five year plan period has expected the segment to grow at 12% to 13% p.a. with rise in domestic demand at 8% to 9% p.a. and export demand at 15% to 16% p.a.

**Scope for increase in usage:** With only 35-40% of the total farmland under crop protection, there is a significant unserved market to seize into. By educating farmers and conducting special training programmes regarding the need to use agrochemicals, Company can hope to increase consumption of its products.

**Huge export potential:** The excess production capacity is a perfect opportunity to increase exports by utilizing India's low cost producer status.

Under challenging conditions, your Company will continue to focus on cost control mechanism and cost effective measures supplemented by excellence in quality and specific thrust to innovative Branded formulation export.

### THREATS, RISK AND CONCERN:

With sizeable number of end users spread across the geography inventory management and distribution costs is a challenge for the industry players. Efficacy of current supply practices in agrochemicals is another area of concern for the industry. Raw material prices have continuously increased during the year. The constant increase in the prices of raw material continues to build up further pressure. The uncertainty in power supply continues to be a concern for the company. Despite the strong growth drivers, Indian agrochemicals industry faces challenges in terms of low awareness among farmers (only 25-30% of the farmers are aware of agrochemical products and their usage). With large number of end users spread across the geography, managing inventory & distribution costs is a challenge for the industry players. Due to seasonal nature of the business and uncertainties involved in the coverage of monsoon, a large inventory is required to be maintained. The growth of Indian agriculture sector was supplemented by several agriculture oriented policy initiatives taken by the Government recently and resultant improving productivity in the Agriculture Sector and the availability of credit to the agriculture sector as priority sector, the prospects of Agrochemicals industry is expected to improve as a whole.

Management of your Company always keeps stakeholders' interests in mind while taking all decisions such that their interests are not adversely affected. The Company has also put in place a risk management framework to identify, assess, prioritize and alleviate risk. The risks are periodically assessed and reviewed



## AIMCO PESTICIDES LIMITED

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and corrective actions are taken to mitigate effects.

### **INTERNAL CONTROL SYSTEM:**

The Company has proper and adequate system of internal controls which ensure that all the assets are adequately safeguarded. Accordingly, your Company has appropriate internal control systems for business processes with regard to its operations, financial reporting and compliance with applicable laws and regulations. The Company maintains an adequate and effective internal control system commensurate with its size and nature of business. These internal policies ensure efficient use and protection of company's assets and resources, compliance with policies and statues as well as promptness of financial and operational report.

The company has proper and adequate systems of internal controls which ensure that all the assets are safeguarded and that all transactions are authorized recorded and reported correctly The company maintains adequate and effective control system and suitable monitoring procedures with regard to the purchase of raw materials, stores, plant & machinery, equipment and other assets as well as sale of goods. The finance and commercial functions have been structured to provide adequate support and controls for the business of the company.

### **ENVIRONMENT AND SAFETY:**

Company undertakes constant efforts to lift up environmental performance and is putting its best efforts to enhance the treatment and disposal of effluents satisfying the relevant norms of the pollution control authorities. Effluents from the plants are treated so effectively that it meets not only the legal parameters but also meets with Company's stringent internal standards. The company's environment policy follows strict compliance with the environmental legislations for prevention of pollution of air and water and to make continuous efforts for improvement in such environmental friendly performance. The company believes that its resources are conserved by minimization of process wastes and also by having an efficient environmental management system for treatment and safe disposal of such wastes. The company provides safe work place within the organization and ensures that safety consciousness is spread amongst all the employees.

### **INDUSTRIAL RELATIONS AND HUMAN RESOURCE DEVELOPMENT:**

Company has undertaken various measures to boost the efficiency and effectiveness of its manpower and other measure to improve sourcing of talent, improving employee's satisfaction, skill development and retention of talent. Your Company believes that human resources are the most precious assets of the Company. Company's ongoing thrust is to maintain productive work culture and to orient the employees to effectively face the new and emerging challenges emanating from the competitive environment. Your Company is privileged to have the right blend of professionals and executives in the organization and makes sincere efforts to ensure numerous opportunities for their growth in the organization. The industry relations situation was cordial and harmonious and continues to be so at present. Extensive training was given to workers on personal effectiveness, corporate compliance, first aid, safe driving, emergency handling and fire fighting, health and employee safety and risk assessment.

The Company considers that its relationship with its employees as vital and ensures that employees feel valued and is endeavoring to create an environment and culture within which every employees can put his best efforts and maximize his contribution.

### **DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:**

The financial performance of the company has been steadily improving throughout the year. During the year under review, although not comparable with that of earlier period (consisting of six months period), there has been an increase in sales to ₹ 14,022.09 Lacs from ₹ 4,563.52 Lacs (for 6 months). The Company has recorded a profit of ₹ 40.67 Lacs.

### **The key objectives of future financial strategy of the company are**

- To raise cost efficient funds for the growth plans of the company
- To provide financial flexibility in the Balance sheet for Contingencies
- To manage Foreign Exchange exposure effectively
- To develop strategy to focus on EPS accretion.

### **CAUTIONARY STATEMENT:**

Statements in this report on Management Discussion and Analysis describing the company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectation of future events. Actual results could however differ from those expressed or implied. Many important factors including global and domestic demand-supply conditions, prices, raw materials costs and availability, change in government regulations, tax laws and other statutes, force majeure may affect the actual result which could be different from what the director's envisage in terms of future performance and outlook.

**CORPORATE GOVERNANCE REPORT**  
(Pursuant to the Clause 49 of the Listing Agreement)

**1 CORPORATE GOVERNANCE PHILOSOPHY**

The Philosophy of the Company in relation to Corporate Governance is to ensure highest transparency, disclosures and reporting thereof to stakeholders. It is our endeavor through this reporting system to conform fully to law, regulations and guidelines, and to promote ethical conduct throughout the organization, with primary objective of enhancing shareholders' value while being a responsible corporate citizen. Aimco Pesticides Limited believes that transparency in operations strengthens investors' confidence.

Your company continues to focus on good Corporate Governance in line with local and global standards. Its primary objective is to observe the highest level of ethics in all its dealings, create and adhere to a corporate culture of conscience and consciousness, integrity, transparency and accountability for efficient and ethical conduct of business for meeting its obligations towards its shareholders and other stakeholders.

**2 BOARD OF DIRECTORS**

**2.1 Composition and category of Directors**

The Composition of the Board of Directors of the Company represents the combination of professionalism, knowledge and experience. The Board comprises of five (5) Directors as on March 31, 2014. Of these one (1) Director is Non Executive -Independent and four are Executive Directors (including Chairman) of the Company.

<b>Name of the Director</b>	<b>Designation</b>
Mr. Pradeep Dave	Executive Director & Chairman #
Mr. Ashit Dave	Executive Director
Dr. Samir Dave	Executive Director
Ms. Elizabeth Shrivastava	Managing Director ##
Mr. Ramgopal Kaja	Independent Non Executive Director

#Designated as Executive Director w.e.f. 14/08/2013 and continue to act as Chairman of the Company.

##Designated as Managing Director w.e.f 14/08/2013.

The Composition of the Board of Directors of the Company as on March 31, 2014 is given below:

<b>Name of the Director</b>	<b>Designation</b>	<b>Independent / Non Independent</b>	<b>Shareholding as on March 31/03/2014</b>
Mr. Pradeep Dave	Executive Director - Chairman	Non Independent	5,88,634
Mr. Ashit Dave	Executive Director	Non Independent	2,43,037
Dr. Samir Dave	Executive Director	Non Independent	2,98,250
Ms. Elizabeth Shrivastava	Managing Director	Non Independent	24,296
Mr. Ramgopal Kaja	Independent Non Executive Director	Independent	3,235

The Company need to appoint an independent directors and management is in process of identifying and inducting an independent board member(s), to comply with requirements as set out in clause 49(l) of the Listing Agreement with the Stock Exchange.

**2.2 Attendance of each Director at the Board Meetings and the last Annual General meeting:**

The Company holds at least four Board meetings in a year, one in each quarter inter-alia to review the financial results of the Company. The gap between the two board meetings does not exceed four calendar months. Apart from the four scheduled board meetings, additional board meetings are also convened to address the specific matters. Urgent matters are also approved by the board by passing resolution by circulation. Every Director on the Board is free to suggest any item for inclusion in the agenda for the consideration of the Board. All the departments in the Company communicate to the Executive Director well in advance, the matters requiring approval of the Board/ Committees of the Board to enable inclusion of the same in the agenda for the Board/Committee meeting(s). The important decisions taken at the Board/Committee meetings are promptly

## AIMCO PESTICIDES LIMITED

communicated to the concerned department. Action taken report on the decisions/ minutes of the previous meeting is placed at the succeeding meeting of the Board/Committee for noting.

During the year under review, five Board Meetings were held respectively on April 26, 2013, May 30, 2013, August 14, 2013, November 13, 2013 and February 14, 2014.

The attendance of the Directors at the Board Meetings and the Annual General Meeting held during the year 2013-2014 was as follows:

Directors	Board Meetings attended during the year	Whether attended last AGM	Other Directorships/Board Committees	
			Directorship of other Indian Public Companies	Board/ Committees Membership/ (Chairmanship)
Mr.Pradeep P. Dave	5	Yes	2	—
Dr. Samir P. Dave	5	Yes	3	—
Mr. Ashit P. Dave	5	Yes	2	—
Ms.ElizabethShrivastava	##3	No	1	—
Mr. Ramgopal Kaja	5	Yes	—	—

## Was appointed as an Additional Director and designated as Managing Director w.e.f 14/08/2013.

### Notes:

- None of the Directors of the Company hold membership of more than ten Committees nor is a Chairperson of more than five Committees (as specified in Clause 49), across all Companies of which he is a director. Necessary disclosure regarding Committee positions in other Indian public companies as at March 31, 2014 have been made by the Directors.
- The Committees considered for the above purpose include and are those as specified in existing Clause 49 of the Standard Listing Agreement(s) i.e. Audit Committee and Shareholders/Investor Grievance Committee.

### 2.3 The details of Directorship of the Company's Directors in other Indian Public Companies are given below :

Mr. Pradeep P. Dave	Amisco Agro-Chem Limited Aimco Ecoscience Limited
Dr. Samir P. Dave	Amisco Agro-Chem Limited Aimco Ecoscience Limited Agriculture Skill Council Of India
Mr. Ashit P. Dave	Amisco Agro-Chem Limited Aimco Ecoscience Limited
Ms. Elizabeth Shrivastava	Aimco Ecoscience Limited
Mr. Ramgopal Kaja	NIL

### 2.4 Information provided to the Board:

The Board meetings are generally scheduled well in advance and the notice of each Board meeting is given in writing to directors of the Company. The Board papers, comprising the agenda backed by comprehensive background information are circulated to the Directors in Advance. The information as specified in annexure IA to clause 49 of the listing Agreement, as applicable at the meeting, is placed before / made available to the Board.

The Board periodically reviews compliance reports of various laws applicable to the Company.

**2.5 Brief resume of Directors who is retiring by rotation being eligible for re-appointment at this Annual General Meeting of the Company:**

Name of the Director	<b>Mr. Ashit P. Dave</b>
Date of Birth	06.01.1971
Date of Appointment	20.08.1996
Qualification	B. Com, IIM
Expertise in specific Functional areas	Business Executive with wide experience in Chemicals and Agrochemicals Industry.
Name(s) of other Public companies in Which Directorship held	Amisco Agro-Chem Limited Aimco Ecoscience Limited
Name(s) of other Companies in which Committee Membership(s)/Chairmanship(s) held (as per Clause 49 of the Listing Agreement with the Stock Exchange)	NIL

**3. Audit Committee**

The primary objective of the Audit Committee is to monitor and provide effective supervision of the management's financials reporting process with a view to ensure accurate, timely and proper disclosures and transparency, integrity and quality of financial reporting.

The Committee oversees the work carried out by the Management, Statutory and Internal Auditors on the financial reporting process and the safeguards employed by them.

The Company has adopted the audit Committee Charter as per requirements set in Clause 49 of the Listing Agreement.

**Broad terms of reference:**

The terms of reference of the Audit Committee is as mentioned in the provisions of section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement with the Stock Exchange as amended from time to time. The Audit Committee also reviews Management Discussion and Analysis section of Director's Report.

**3.1 COMPOSITION, NAME OF MEMBERS AND CHAIRMAN:**

The Audit Committee of the Company comprised of the three members as on March 31, 2014 viz., Mr. Ramgopal Kaja (Chairman), Mr. Pradeep P. Dave (Member) and Mr. Ashit P. Dave (Member).

All members of the Audit Committee have accounting and financial management expertise. Mr. Ramgopal Kaja is the Chairman of the Audit Committee.

During the year under review, the Audit Committee met Four times respectively on May 30, 2013, August 14, 2013, November 13, 2013 and February 14, 2014. The attendance of the members at the Meetings held during the year was as follows:

Name of the Director	Category	No. of meetings held during the year	
		Held	Attended
Mr. Ramgopal Kaja	Independent	4	4
Mr. Pradeep P. Dave	Non-Independent	4	4
Mr. Ashit P. Dave	Non-Independent	4	4

The Company is in process of identifying and inducting an independent board member(s), to comply with requirements as set out in clause 49(II) of the Listing Agreement with the Stock Exchange read with section 292A of the Companies Act, 1956.

**4. Remuneration and Compensation Committee:**

**4.1 Brief description of terms of reference, composition, name of members, chairman, meetings and attendance during the year:**

The Remuneration and Compensation Committee of the Company comprised of the following members as on March 31, 2014. Mr. Ramgopal Kaja, Non- Executive & Independent Director (Chairman), Mr. Pradeep P. Dave, Executive Director & Mr. Ashit P. Dave, Executive Director are members of the committee.

## AIMCO PESTICIDES LIMITED

The scope of this committee is to determine the compensation of Executive directors and senior management personnel and other matters as prescribed by the Listing Agreement from time to time.

The Company is in process of identifying and inducting an independent board member(s), as set out in Schedule XIII read with Listing Agreement to comply with regulatory requirement as well provisions of the of Companies Act, 1956.

### 4.2 Remuneration Policy:

The remuneration policy is directed towards rewarding performance, based on review of achievements. It is aimed at attracting and retaining high caliber talent. The remuneration policy is in consonance with the existing practice in the Industry.

### 4.3 Meetings and Attendance during the year 2013-14:

During the year the Remuneration and Compensation Committee met once during the year on August 14, 2013.

The attendance record is as per the table given below:

Name of the Director	Category	No. of meetings held during the year	
		Held	Attended
Mr. Ramgopal Kaja	Independent	1	1
Mr. Pradeep P. Dave	Non-Independent	1	1
Mr. Ashit P. Dave	Non-Independent	1	1

### 4.4 Details of Remuneration paid or payable to Directors during the year 2013-2014:

(Amount in ₹)

Name of the Director	Mr. Pradeep P. Dave -	Dr. Samir P. Dave	Mr. Ashit P. Dave	Ms. Elizabeth Shrivastava
Salary and Allowances	8,64,000	8,64,000	8,64,000	8,01,653
Commission	Nil	Nil	Nil	Nil
Perquisite	5,76,000	5,76,000	5,76,000	5,34,436
Stock Options	Nil	Nil	Nil	Nil
<b>Total</b>	<b>14,40,000</b>	<b>14,40,000</b>	<b>14,40,000</b>	<b>13,36,089</b>

**Note:** The Company has not paid any sitting fees to its non-executive director, for attending meetings for the year 2013-2014, on account of waiver of sitting fees by the director.

## 5. Shareholders / Investors Grievance Committee

### 5.1 Scope of Shareholders Grievances Committee's activities:

The scope of the Shareholders Grievance Committee is to review and address the grievances of the shareholders in respect of share transfers, transmission, non-receipt of annual report, dividend etc. and other related activities. In addition, the Committee also looks into matters which can facilitate better investors' services and relations.

The Shareholders' Grievance Committee is headed by Mr. Ramgopal Kaja, the Non-Executive & Independent Director.

### 5.2 Composition, Meetings and Attendance of Committee:

The composition of the Committee as on March 31, 2014 and the attendance record of the members of the Committee are given below. During the year the Shareholders Grievances Committee met fourtimes on 30.05.2013, 14.08.2013, 13.11.2013 and 14.02.2014 respectively.

Name of the Director	Category	No. of meetings held during the year	
		Held	Attended
Mr. Ramgopal Kaja	Independent and Non Executive	4	4
Mr. Pradeep P. Dave	Non-Independent	4	4
Mr. Ashit P. Dave	Non-Independent	4	4

### 5.3 Details of shareholders complaints received, cleared and pending, during the year:

During the period under review one complaint/ enquiry was received and the same was attended to the satisfaction of the shareholder.

#### 5.4 Compliance Officer as on March 31, 2014

Name of the Compliance Officer	Mrs. Priya S. Surati
Address	Akhand Jyoti, 8th Road, Santacruz (East), Mumbai - 400055.
Contact	+91-22-676040000
E-mail	aimco@aimcopesticides.com
Fax	+91-22-67604060/4070

#### 6. Risk Management

The Company has laid down procedure to inform board members about the risk assessment and minimization procedure. These procedures are periodically reviewed to ensure that executive management controls risk through means of a properly defined framework.

Detailed note on risk management is given in the Management Discussion and Analysis Report.

#### 7. Code of Conduct for Board Members and Senior Management:

The code of conduct for all Directors and the senior management of the Company have been posted on the website of the Company at [www.aimcopesticides.com](http://www.aimcopesticides.com). All directors and the Senior Management Personnel are under a requirement to affirm the compliance with the said Code annually. The necessary declaration by the MD of the Company regarding compliance of the above mentioned code by the Directors and the Senior Management of the Company forms part of the Annual Report.

#### 8. Details of Annual General Meetings

8.1 Location, date and time where the last three Annual General Meetings were held and the special resolutions passed:

Financial Year	General Meeting	Location	Date	Time	Special Resolutions passed
2013	Annual General Meeting	B-1/1, MIDC Industrial Area, Lote Parshuram, Village Awashi, Taluka Khed, District Ratnagiri, Maharashtra 415 707	September 30, 2013	12.00 noon.	Appointment of Mrs. Elizabeth Shirivastava as Managing Director and payment of Remuneration.
2012	Annual General Meeting	B-1/1, MIDC Industrial Area, Lote Parshuram, Village Awashi, Taluka Khed, District Ratnagiri, Maharashtra 415 707	December 30, 2012	12.00 noon.	Nil
2011	Annual General Meeting	B-1/1, MIDC Industrial Area, Lote Parshuram, Village Awashi, Taluka Khed, District Ratnagiri, Maharashtra 415 707	September 30, 2011	12.00 noon.	<ol style="list-style-type: none"> <li>1. Re-appointment and payment of revised remuneration to Mr. Pradeep Dave, Managing Director for period of 5 years with effect from 11<sup>th</sup> April, 2011.</li> <li>2. Re-appointment and payment of revised remuneration to Dr. Samir P. Dave, Executive Director for period of 5 years with effect from 11<sup>th</sup> April, 2011.</li> <li>3. Re-appointment and payment of revised remuneration to Mr. Ashit P. Dave, Executive Director for period of 5 years with effect from 11<sup>th</sup> April, 2011.</li> <li>4. Resolution(s) for cancellation in increase in authorized capital, a resolution passed on 31<sup>st</sup> December, 2010</li> </ol>

## AIMCO PESTICIDES LIMITED

### 8.2 Postal Ballot

Whether special resolutions:

- |   |      |
|---|------|
| a) Were put through postal ballot last year :                     | No   |
| Details of voting pattern:  | N.A. |
| Person who conducted the postal ballot exercise :                 | N.A. |
| b) Are proposed to be conducted through postal ballot this year : | N.A. |
| Procedure for postal ballot :                                     | N.A. |

### 9. Disclosures

- There were no materially significant related party transactions during the year having conflict with the interests of the Company. Disclosures of Related party transactions as required by Accounting Standard - 18 have been given in the financial statement attached to the Report.
- During the FY 2013-2014, the Company has received show cause notices for non compliance of clause 49 of the Listing agreement as to composition of board of directors as well as audit committee thereof. The Company has replied as to efforts to identify and induction of independent board members. Except this, there has been no non-compliance by the Company or penalty or strictures imposed on the Company by the Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last 3 years.
- Though there is no formal whistle blower policy, the Company takes cognizance of complaints made and suggestions given by the employees and others. Even anonymous complaints, if any, are looked into and whenever necessary suitable corrective steps are taken. No employee of the Company has been denied access to the Audit Committee of the Board of Directors of the Company.

### 10. Means of Communication

- The quarterly and half yearly / others communications were published in Free Press Journal in English and Navshakti in Marathi
- The Company's audited and un-audited periodic financial results, press releases are posted on the Company's website - [www.aimcopesticides.com](http://www.aimcopesticides.com).

### 11. GENERAL SHAREHOLDER INFORMATION

#### 11.1 Details of AGM

- Date, time and the venue of 27<sup>th</sup> AGM 30<sup>th</sup> September, 2014 at 12.00 Noon  
B-1/1, MIDC Industrial Area,  
Lote Parshuram, Village Awashi,  
Taluka Khed, District Ratnagiri,  
Maharashtra 415707.
- Date of Book Closure 26<sup>th</sup> day of September, 2014 to 30<sup>th</sup> day of  
September, 2014 (both days inclusive)
- Dividend Payment Date N.A
- Listing on Stock Exchanges The Bombay Stock Exchange Limited
- ISIN No. INE008B01013
- BSE stock code 524288
- Stock market price data for the last financial year ended March 31, 2014 on The Stock Exchange, Mumbai is as under:

Date	Open	High	Low	Close	No. of Shares
Apr 13	05.76	06.60	05.72	06.60	73,891
May 13	06.28	10.38	06.28	08.66	39,133
Jun 13	08.23	09.09	05.34	05.35	25,361
Jul 13	05.45	06.19	05.20	05.46	9,350
Aug 13	05.73	06.35	05.50	06.35	49,240
Sep 13	06.66	09.96	05.51	09.96	1,01,168
Oct 13	10.41	11.45	08.18	10.00	30,549
Nov 13	09.81	13.50	09.60	10.82	52,246
Dec 13	10.75	14.15	10.31	14.10	16,369
Jan 14	14.80	17.90	13.99	15.40	90,450
Feb 14	16.00	17.05	13.95	14.50	35,601
Mar 14	13.95	15.75	12.39	13.00	52,854

8. Registrar & Share Transfer Agent

Link Intime India Pvt. Ltd., C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West),  
Mumbai-400078  
Tel. no: +91-22-5963838  
Fax no: +91-22-25946969  
E-mail : rnt.helpdesk@linkintime.co.in

9. Share Transfer System:

The Company's shares are traded in the Stock Exchange compulsorily in demat mode. Shares sent for physical transfer or dematerialization requests are registered promptly within stipulated time from the date of receipt of completed and validly executed documents.

10. Compliance Officer

Mrs. Priya Surati  
Akhand Jyoti, 8th Road,  
Santacruz (East),  
Mumbai-400 055  
Tel. No. 67604000  
Fax nos.67604060/4070  
E-mail- priya@aimcopesticides.com

11. Dematerialization of Shares and liquidity as on 31-03-2014, 65.64% of the company's shares representing 60,62,390 shares were held in dematerialized form with National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL). The Company does not have outstanding GDRS / ADRS / Warrants or any Convertible instruments.

12. Reconciliation of Secretarial Capital Audit:

The firm of Practicing Company Secretaries carried out a secretarial audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit confirms that the total issued / paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

13. Shareholding Pattern as on March 31, 2014

Category	No. of Shares	% of total
Promoter's holding	48,38,294	52.38
Mutual Funds and UTI	3,000	0.03
Financial Institution / Banks	100	0.00
Foreign Institutional Investors	3,600	0.04
NRIs / OCBs	75,839	0.82
Companies / Bodies Corporate	1,55,443	1.68
Clearing Members	8,024	0.09
Trust	1,000	0.01
General Public	41,51,213	44.95
<b>Total</b>	<b>92,36,513</b>	<b>100.00</b>

14. Distribution of Shareholding as on March 31, 2014

No. of Shares	No. of Shareholders	% of Shareholders	Total No. of Shares	% of Shareholding
1 to 500	9,198	88.8867	12,90,501	13.9717
501 to 1000	535	5.1701	4,47,722	4.8473
1001 to 2000	243	2.3483	3,65,773	3.9601
2001 to 3000	112	1.0823	2,88,077	3.1189
3001 to 4000	64	0.6185	2,33,943	2.5328
4001 to 5000	40	0.3865	1,89,587	2.0526
5001 to 10000	62	0.5991	4,63,906	5.0225
10001 & above	94	0.9084	59,57,004	64.4941
<b>Total</b>	<b>10,348</b>	<b>100.00</b>	<b>92,36,513</b>	<b>100.00</b>



## AIMCO PESTICIDES LIMITED

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15. Outstanding GDRs / ADRs /Warrants or any convertible instruments, conversion date and likely impact on equity: Not Applicable

16. Plant Location

Lote Parshuram, Ratnagiri, Maharashtra.

17. Registered Office

B-1/1, MIDC Industrial Area, Lote Parshuram, Village Awashi, Taluka Khed, District Ratnagiri, Maharashtra 415 707

18. Correspondence Address:

Akhand Jyoti, 8th Road,  
Santacruz (East),  
Mumbai -400 055  
Tel. No. 67604000  
Fax nos. 67604060/4070  
E-mail- aimco@aimcopesticides.com

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### CERTIFICATE OF COMPLIANCE BY THE CEO/CFO OF THE COMPANY

We, Pradeep Dave, Chief Executive Officer, and Ashit Dave, Chief Financial Officer and Executive Director of Aimco Pesticides Limited, hereby certify on behalf of the Board of Directors.

- (a) We have reviewed the financial statements and the cash flow statements for the year ended 31<sup>st</sup> March, 2014 and that to the best of our knowledge and belief.
- (i) These statements do not contain any untrue statement or omit any material fact or contain statements that might be misleading.
- (ii) Statements present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of our knowledge and belief, no transactions are entered into by the company during the year which is fraudulent, illegal or violative of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the 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 we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit Committee:
- (i) the significant changes, if any, in internal control over financial reporting during the year.
- (ii) the significant changes in accounting policies during the year and that the same have been disclosed in the notes to Financial Statements; and
- (iii) instances of significant fraud of which they 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 systems over financial reporting.

ON BEHALF OF BOARD OF DIRECTORS

Place: Mumbai  
Date: 30<sup>th</sup> May, 2014

**Ashit P. Dave (CFO)**  
*Executive Director*

**Pradeep P. Dave**  
*(CEO)*

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### AUDITORS' REPORT ON CORPORATE GOVERNANCE

To the Members of

**AIMCO PESTICIDES LIMITED.**

- We have examined the compliance of conditions of Corporate Governance by Aimco Pesticides Limited for the year ended on 31<sup>st</sup> March, 2014 as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.
- The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to procedures and implementations thereof adopted by the Company for ensuring the compliance of the conditions of the corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
- We further report that:
  - As required under Clause 49(I)(A)(ii) of the Listing Agreement at least half of the Board members of the Company are not independent directors;
  - As required under Clause 49(II)(A)(i) of the Listing Agreement two-thirds of the members of audit committee are not independent directors ;
- In our opinion and to the best of our information and according to the explanations given to us, subject to matters stated in paragraph 3 above, we certify that the Company has complied with the conditions of corporate governance as stipulated in the abovementioned Listing Agreement.
- We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

**For CNK & Associates LLP**  
*Chartered Accountants*  
Firm Regn. No. 101961W  
**H. V. Kishnadwala**  
*Partner*  
Membership No. 37391

Place : Mumbai  
Date: 30<sup>th</sup> May, 2014.

**INDEPENDENT AUDITORS' REPORT**

**To the members of Aimco Pesticides Limited**

**Report on the Financial Statements:**

We have audited the accompanying financial statements of Aimco Pesticides Limited which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

Management is responsible for the preparation of these financial statements in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 [which continue to be applicable in respect of section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13<sup>TH</sup> September 2013, issued by the Ministry of Corporate Affairs]. The responsibility includes the design, implementation and maintenance of internal control relevant to the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessments of the risk of material misstatements of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

**Basis for Qualified Opinion**

*The Company has paid remuneration, including commission, to directors and the ex- director in earlier years which is subject to approval of the Central Government under section 309 of the Companies Act, 1956. (Refer Note 29.4 of the financial statements);*

*The above matter had caused us to qualify our audit opinion on the financial statements for the six months period ended 31<sup>ST</sup> March, 2013.*

**Opinion**

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

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

Report on Other Legal and Regulatory Requirements

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1. As required by the Companies (Auditor's Report) Order, 2003 ('the Order') issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
  2. As required by section 227(3) of the Act, we report that:
    - a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
    - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
    - c. The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
    - d. The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
    - e. On the basis of written representations received from the directors as on March 31, 2014 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause(g) of sub-section (1) of section 274 of the Companies Act, 1956.
  3. The Company does not have a whole-time secretary as required under section 383A of the Companies Act, 1956;

For and on behalf of  
**CNK & Associates LLP,**  
*Chartered Accountants*  
Firm Registration No.: 101961W

**H. V. Kishnadwala**  
*Partner*  
Membership No.: 37391

Place: Mumbai  
Date: 30<sup>th</sup> May, 2014

## AIMCO PESTICIDES LIMITED

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### Annexure to the Independent Auditors Report

The Annexure referred to in our report to the members of Aimco Pesticides Limited ('the Company') for the year ended 31<sup>ST</sup> March 2014. We report that:

- 1(a) The Company is maintaining proper records showing full particulars including quantitative details and situation of the fixed assets.
- 1(b) As per the information and explanations given to us, the fixed assets have been physically verified by the management during the year in accordance with the phased programme of verification adopted by the Company and no material discrepancies were noticed on such verification.
- 1(c) The fixed assets disposed of during the year do not constitute substantial part of the fixed assets.
- 2(a) As per the information furnished, the inventories (*except goods-in-transit*) have been physically verified during the year by the management at the end of the year. *In our opinion, having regard to the nature and location of stocks, the frequency of the physical verification needs to be increased;*
- 2(b) In our opinion and according to the information and explanations given to us, *procedures of physical verification of inventory should be at more frequent intervals;*
- 2(c) The Company is maintaining proper records of inventory. In our opinion, discrepancies noticed on physical verification of stocks were not material in relation to the operations of the Company and the same have been properly dealt with in the books of account.
- 3(a) As per the information and explanations given to us, the Company has in earlier years paid deposit to a party covered in the register maintained under section 301 of the Companies Act, 1956. The balance outstanding as at 31<sup>ST</sup> March, 2014 and the maximum amount outstanding during the period was ₹ 70,02,068. (Also refer Note below 15 in the Financial Statements).
- 3(b) In case of the aforesaid deposit the terms and conditions are not prima-facie prejudicial to the interests of the Company.
- 3(c) In case of the aforesaid deposit, the same is repayable on surrender of leased premises.
- 3(d) In case of the aforesaid deposit, since there is no default by the party, the question of taking reasonable steps for the recovery of the principal amount does not arise.
- 3(e) As per the information and explanations given to us, the unsecured loans taken in earlier years from parties covered in the register maintained under section 301 of the Companies Act, 1956 have been repaid and no balance is outstanding as at 31<sup>ST</sup> March, 2014.
- 4 In our opinion and as explained to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchase of inventory and fixed assets and for the sale of goods. During the course of our audit, no major weakness has been noticed in the internal controls and there is no continuing failure for the same.
- 5(a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that the Company has not entered into any transactions which needs to be entered in the register maintained under section 301 of the Companies Act, 1956.
- 5(b) As referred to above, since there are no transactions the particulars of which are required to be entered in the register maintained under section 301 of the Act, the clause regarding reasonableness or otherwise of such transaction is not applicable.
- 6 In our opinion and according to the explanations given to us, *the Company has not complied with the provisions of Section 58A and 58AA and other relevant provision of the Companies Act, 1956 and rules made there under in so far as that its Net Owned Fund as at the beginning of the year is below ₹ 1 crore and hence, it is not permitted to accept / renew deposits under rule 3(i)(e)*. According to the information and explanation given to us, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any other Tribunal on the Company in respect of the aforesaid deposits.
- 7 The Company has appointed a firm of Chartered Accountants to conduct the internal audit. In our opinion, *the internal audit needs to be further strengthened and scope thereof widened in order to cover additional areas and make it commensurate with the size and nature of business and the activities of the Company.*
- 8 On the basis of the records produced, we are of the opinion that *prima facie*, the cost records and accounts prescribed by the Central Government under section 209(1)(d) of the Act have been made and maintained by the Company. However, we are not required to carry out and have not carried out any detailed examination of such records and accounts.
- 9(a) According to the information and explanations given to us and the records examined by us, *there is a delay by the Company in depositing with the appropriate authorities undisputed statutory dues on account of income-tax, service tax and other statutory dues*. According to, the information and explanations given to us, following

undisputed arrears of statutory dues were outstanding as at 31<sup>st</sup> March, 2014, for a period of more than six months from the date they became payable.

Nature of the Statute	Nature of the Dues	Amount(₹)	Period to which relates
Income Tax Act	Income tax	1,01,18,048	1998-99
Income Tax Act	Tax deducted at Source	1, 34,640	2005-06
Income Tax Act	Tax deducted at Source	3, 51,202	2006-07
Income Tax Act	Tax deducted at Source	1, 60,512	2007-08
Income Tax Act	Tax deducted at Source	1, 68,838	2008-09
Income Tax Act	Fringe Benefit Tax	6, 22,645	2006-07
Income Tax Act	Fringe Benefit Tax	3, 84,256	2007-08
Income Tax Act	Fringe Benefit Tax	4, 34,285	2008-09

- 9(b) According to the records of the Company, there are no dues of Income Tax, sales tax, wealth-tax, service tax, custom duty, excise duty, cess which have not been deposited on account of disputes.
- 10 The Company has accumulated losses as on 31<sup>st</sup> March, 2014 which are more than fifty percentage of the net worth of the Company. The Company has not incurred cash losses during the current financial year as well as during the immediately preceding financial period.
- 11 As per the information and explanation furnished to us the Company has not defaulted in repayment of dues to a bank during the year.
- 12 Based on our examination of the records and the information and explanations given to us, the Company has not granted any loans and/or advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13 Clause (xiii) of the Order is not applicable to the Company as the Company is not a Chit fund company or nidhi/mutual benefit fund/society.
- 14 In our opinion and according to the information and explanations given to us, the Company is not dealing or trading in shares, securities, debentures and other investments. The shares held as investments are held in the name of the company.
- 15 According to the information and explanations given to us, the Company has not given any guarantees for loans taken by others from bank or financial institutions.
- 16 According to the information and explanations given to us, no term loan is raised during the year and the term loans raised during the earlier years were used for the purpose for which it was raised.
- 17 Based on our examination of the Balance Sheet of the Company as at 31<sup>st</sup> March, 2014, we report that *the Company has used short-term funds amounting to ₹ 4,24,11,140 for long-term investments.*
- 18 The Company has not made any preferential allotment of shares during the year.
- 19 During the year covered by our audit the Company has not issued any secured debentures.
- 20 The Company has not raised any money by public issues during the year covered by our report.
- 21 As per the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

**For CNK & Associates LLP**  
Chartered Accountants  
Firm Registration No. 101961W

**H. V. Kishnadwala**  
Partner  
Membership No: 37391

Mumbai  
Dated : 30<sup>th</sup> May, 2014

# AIMCO PESTICIDES LIMITED

## BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2014

Particulars	Note No.	As at 31, March 2014 (₹)	As at 31, March 2013 (₹)
<b>A EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' funds</b>			
(a) Share capital	3	92,365,130	92,365,130
(b) Reserves and Surplus	4	(86,149,098)	(90,216,242)
		<u>6,216,032</u>	<u>2,148,888</u>
<b>2 Non-current liabilities</b>			
(a) Long-term borrowings	5	222,236	18,716,455
(b) Other long-term liabilities	6	1,596,398	1,533,398
(c) Long-term provisions	7	10,968,482	6,521,826
		<u>12,787,116</u>	<u>26,771,679</u>
<b>3 Current liabilities</b>			
(a) Short-term borrowings	8	300,000	9,486,374
(b) Trade payables	9	406,475,812	264,694,163
(c) Other current liabilities	10	199,362,989	165,613,483
(d) Short-term provisions	11	12,552,799	11,271,619
		<u>618,691,601</u>	<u>451,065,640</u>
		<b><u>637,694,749</u></b>	<b><u>479,986,207</u></b>
<b>B ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Fixed assets	12	44,990,084	41,586,173
(b) Non Current Investments	13	996,576	—
(c) Deferred tax assets (net)	14	427,655	14,250,788
(d) Long-term loans and advances	15	14,082,499	10,766,405
(e) Other non-current assets	16	917,476	33,087,317
		<u>61,414,290</u>	<u>99,690,683</u>
<b>2 Current assets</b>			
(a) Inventories	17	152,812,800	112,986,198
(b) Trade receivables	18	348,835,856	209,923,061
(c) Cash and bank balances	19	16,145,985	9,457,069
(d) Short-term loans and advances	20	27,533,095	20,319,864
(e) Other current assets	21	30,952,724	27,609,331
		<u>576,280,460</u>	<u>380,295,524</u>
		<b><u>637,694,749</u></b>	<b><u>479,986,207</u></b>
Significant accounting policies and Notes forming part of the financial statements	1 - 33		

As per our Report of even date  
**For CNK & Associates LLP**  
Chartered Accountants  
(Firm Regn. No. 101961W)

**H.V.Kishnadwala**  
Partner  
Membership No 37391

Place: Mumbai  
Dated:30<sup>th</sup> May, 2014

For and on behalf of the Board

**Elizabeth Shrivastava**  
(Managing Director)

**Ashit P. Dave**  
(Executive Director)

**Pradeep P. Dave**  
(Executive Director)



Statement of Profit and Loss for the year ended 31<sup>ST</sup> March, 2014

Particulars	Note No.	For the year ended 31, March, 2014 (₹)	For the 6 Months ended 31, March, 2013 (₹)
1 Revenue from Operations (Gross)	22	1,414,335,741	466,531,102
Less: Excise duty	22	9,311,218	9,038,470
Revenue from Operations (Net)		1,405,024,523	457,492,632
2 Other income	23	3,833,107	4,917,858
<b>3 Total Revenue</b>		<b>1,408,857,630</b>	<b>462,410,490</b>
<b>4 Expenses</b>			
(a) Cost of materials consumed	24.a	635,420,922	277,997,039
(b) Purchases of stock-in-trade	24.b	580,678,021	53,530,103
(c) (Increase)/Decrease in inventories of finished goods, work-in-progress and stock-in-trade	24.c	(24,978,147)	100,490,682
(d) Employees' benefits expense	25	27,384,905	11,745,115
(e) Finance costs	26	7,228,232	1,452,095
(f) Depreciation and amortisation expense	12	3,515,942	1,721,774
(g) Other expenses	27	161,717,479	180,272,834
<b>Total Expenses</b>		<b>1,390,967,353</b>	<b>627,209,641</b>
<b>5 Profit / (Loss) before exceptional items and tax</b>		17,890,277	(164,799,151)
6 Exceptional items	28	—	229,548,848
<b>7 Profit / (Loss) before tax</b>		17,890,277	64,749,698
<b>8 Tax expense:</b>			
Current Tax (including ₹ 6,68,177/- of earlier year)		(4,424,744)	(426,170)
Deferred Tax	14	(13,823,133)	14,250,788
MAT Credit Entitlement (including ₹ 6,68,177/- of earlier year)		4,424,744	426,170
		(13,823,133)	14,250,788
<b>9 Profit / (Loss) for the year</b>		<b>4,067,144</b>	<b>79,000,486</b>
<b>10 Earnings per share</b>			
Basic and Diluted		0.44	8.55
Significant accounting policies and Notes forming part of the financial statements	1 - 33		

As per our Report of even date  
**For CNK & Associates LLP**  
Chartered Accountants  
(Firm Regn. No. 101961W)

**H.V.Kishnadwala**  
Partner  
Membership No 37391

Place: Mumbai  
Dated: 30<sup>th</sup> May, 2014

For and on behalf of the Board

**Elizabeth Shrivastava**  
(Managing Director)

**Ashit P. Dave**  
(Executive Director)

**Pradeep P. Dave**  
(Executive Director)



# AIMCO PESTICIDES LIMITED

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2014

	YEAR ENDED As on 31.03.2014	6 MONTHS ENDED As on 31.03.2013
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) before tax and exceptional items	17,890,277	(164,799,151)
Adjustment for:		
Depreciation	3,515,942	1,721,774
Interest Paid	4,440,532	222,376
Inventories written off	-	46,892,790
Bad Debts Written off	27,945,258	132,633,126
Excise duty liability no longer payable written back	-	(4,772,879)
Exchange difference on translation of foreign currency cash and cash equivalents	831	(198,461)
Net (Gain)/Loss on Foreign currency translations	(4,859,677)	51,173
Interest income	(204,687)	(85,022)
	<u>30,838,199</u>	<u>176,464,877</u>
<b>Operating Profit/(Loss) before working capital changes</b>	<b>48,728,476</b>	<b>11,665,726</b>
Adjustment for:		
(Increase)/Decrease in Trade Receivables	(137,808,771)	103,698,084
(Increase)/Decrease in Loans and advances and Other Assets	(13,872,717)	56,870,826
(Increase)/Decrease in Inventories	(39,826,602)	158,971,638
(Increase)/Decrease in Deferred Tax Asset	13,823,133	(14,250,788)
Increase/(Decrease) in Trade Payables and Current Liabilities	245,634,083	(417,175,511)
Increase/(Decrease) in Provisions	9,878,099	498,681
	<u>77,827,225</u>	<u>(111,387,070)</u>
Cash generated from operations	126,555,701	(99,721,344)
Direct Taxes paid (Net)	(17,973,397)	(13,092,788)
	<u>108,582,305</u>	<u>(86,628,556)</u>
Cash flow before exceptional items	108,582,305	(86,628,556)
<b>Exceptional items</b>		
Write-back on account of one time settlement with bank and other lenders	-	124,690,687
	<u>108,582,305</u>	<u>38,062,131</u>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of fixed assets	(6,919,852)	(2,007,077)
Purchase of Non-current Investments in Subsidiaries	(996,576)	-
Increase in Margin Money deposit	(119,229)	(149,351)
Interest income	204,687	85,022
	<u>(7,830,970)</u>	<u>(2,071,406)</u>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Repayment of long term borrowings	(80,553,911)	(2,698,302)
Repayment of short term borrowings	(9,186,374)	(30,390,464)
Interest Paid	(4,440,532)	(222,376)
	<u>(94,180,817)</u>	<u>(33,311,142)</u>
<b>NET CHANGES IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>6,570,518</b>	<b>2,679,583</b>
Cash and Cash equivalent as at the beginning of the year		
Cash and Bank balances	7,363,056	4,485,012
Unrealised Foreign Exchange Fluctuation on cash and cash equivalents	(831)	198,461
	<u>13,932,744</u>	<u>7,363,056</u>
<b>Cash and Cash equivalent as at the end of the year (Refer Note 19)</b>	<b>13,932,744</b>	<b>7,363,056</b>

**Notes :**

- (i) Figures in the brackets represent cash outflows.  
(ii) Previous year figures have been regrouped wherever necessary to confirm to the current year's classification.

As per our report of even date  
**For CNK & Associates LLP**  
Chartered Accountants  
(Firm Regn. No. 101961W)

**H. V. Kishnadwala**  
Partner  
Membership No.37391

Place: Mumbai  
Dated : 30<sup>th</sup> May, 2014

For and on behalf of the Board

**Elizabeth Shrivastava**  
(Managing Director)

**Ashit P Dave**  
(Executive Director)

**Pradeep P. Dave**  
(Executive Director)

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NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014

**Notes**

**1 Corporate information**

Aimco Pesticides Limited ('the Company') is a public limited company domiciled in India incorporated under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange in India. The Company is engaged in the business of manufacturing and trading in agrochemical products. Its manufacturing plant is located at Taluka Khed, District Ratnagiri, Maharashtra. The Company caters to both domestic and international markets.

**2 Significant accounting policies :**

**2.1 Basis of accounting**

The financial statements of the Company have been prepared and presented in conformity with Generally Accepted Accounting Principles (GAAP) in India and comply in all material respects with the applicable Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006 and other relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on the accrual basis.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule VI to the Companies Act, 1956. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets and liabilities.

**2.2 Use of estimates**

The preparation of financial statements in conformity with 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 as of the date of the financial statements and reported amounts of income and expenses for the year. Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results may differ from the estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in the current and future periods.

**2.3 Fixed Assets**

Fixed assets are carried at the cost of acquisition or construction less accumulated depreciation. The cost of fixed assets includes non-refundable taxes, duties, freight and other incidental expenses related to the acquisition and installation of the respective assets. Borrowing costs directly attributable to acquisition or construction of those fixed assets which necessarily take a substantial period of time to get ready for their intended use are capitalised.

**2.4 Depreciation and amortisation**

Depreciation on fixed assets is provided using the straight-line method at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956. Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed of. Individual assets costing less than ₹ 5,000/- are depreciated in full in the year of acquisition.

Leasehold land is amortized over the period of lease.

**2.5 Impairment of Fixed Assets**

The Company assesses at each balance sheet date whether there is any indication that an asset may

## AIMCO PESTICIDES LIMITED

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be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of amortized historical cost.

### 2.6 Inventories

Items of Inventory are valued on the principle laid down by Accounting Standard 2 on "Valuation of Inventories" on the basis given below:

- i) Raw materials, Packing Materials, Stores and Spares : At lower of cost (determined on FIFO basis) or net realisable value;
- ii) Finished Goods and Work in progress : At cost plus all manufacturing overheads OR Net realisable value, whichever is less. Cost includes direct materials, labour, a proportion of manufacturing overheads, based on normal operating capacity and excise duty.
- iii) Excise Duty is included in valuation of Finished Goods.
- iv) Materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

### 2.7 Employee benefits

#### Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to recognized provident funds and approved superannuation schemes which are defined contribution plans are recognized as an employee benefit expense in the statement of profit and loss as and when the services are received from the employees.

#### Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of gratuity plan, which is a defined benefit plan, and certain other defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs and the fair value of any plan assets are deducted. The discount rate is the yield at the reporting date on risk free government bonds that have maturity dates approximating the terms of the Company's obligations and that are denominated in the same currency in which the benefits are expected to be paid. The calculation is performed annually by a qualified actuary using the projected unit credit method.

#### Retirement and other employee benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages, and paid annual leave, bonus, leave

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travel assistance, medical allowance, contribution to provident fund and superannuation etc. are recognized as actual amounts due in the period in which the employee renders the related services.

- (i) Retirement benefits in the form of Provident Fund is a defined contribution scheme and the contributions are charged to the statement of profit and loss for the year when the contribution to the fund accrues. There are no obligations other than the contribution payable to the recognized Provident Fund.
- (ii) Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.
- (iii) Other Long – term employee benefit viz. leave encashment is recognised as an expenses in the Statement of Profit and Loss as and when it accrues. The Company determines the liability using the Projected Unit Credit Method, with actuarial valuation carried out as at the balance sheet date. The Actuarial gains and losses in respect of such benefit are charged to the Statement of Profit and Loss.

## 2.8 Foreign currency transactions and balances

Foreign currency transactions are recorded using the exchange rates prevailing on the dates of the respective transactions. Exchange differences arising on foreign currency transactions settled during the year are recognised in the statement of profit and loss.

Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated using the foreign exchange rates as at the balance sheet date. The resultant exchange differences are recognised in the statement of profit and loss. Non-monetary assets and liabilities are not translated.

## 2.9 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.

### i) Sale of goods:

Revenue from sale of goods is recognised when significant risks and rewards in respect of ownership of goods are transferred. Revenue from sales of goods is recognized upon its delivery to stockiest / customers by clearing and forwarding agents of the Company. Revenue from export sales is recognized when the significant risks and rewards of ownership of products are transferred to the customers, which is based upon the terms of the applicable contract.

Revenue from product sales is stated exclusive of returns, sales tax, value added tax and trade discounts but includes excise duty.

### ii) Export incentives:

Benefit on account of entitlement to import goods free of duty under the 'Duty Entitlement Pass Book under Duty Exemption Scheme' is accounted in the year of exports. Incentive in the form of duty drawback is accounted for when the right to receive the same is established and when there is no significant uncertainty regarding the ultimate collection of export proceeds.

Export benefit in the form of duty saved on cost of material purchased is recognised as reduction from material consumption when the advance licence is used for the import of material and there is no significant uncertainty regarding the fulfillment of export obligation attached to it. The amount of duty saved is treated as contingent liability and disclosed as such till the export obligation is met.

### iii) Interest income:

Income from interest on deposits, loans and interest bearing securities is recognised on the time proportionate method.

**iv) Lease rental income:**

Income from operating lease is recognised as rental as per the lease agreement over the period of lease.

**2.10 Borrowing Costs**

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized for the period until the asset is ready for its intended use. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognised as an expense in the period in which they are incurred.

**2.11 Research and Development Costs**

Research and Development Costs in the nature of revenue expenses are charged as an expense in the year in which they are incurred and are reflected under the appropriate heads of account.

Research and Development Costs being Capital Expenditure is reflected under the appropriate heads of fixed asset.

**2.12 Leases**

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognised as operating leases. Lease rentals under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis.

**2.13 Provisions and contingencies**

**Provisions:**

A provision is recognized when an enterprise has a present obligation as a result of past event; when 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 are not discounted to its present value and are determined based on 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 Liability:**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

**Contingent liabilities disclosed for:-**

- (i) possible obligations which will be confirmed only by future events not wholly within the control of the Company, or
- (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of obligation cannot be made.

Contingent assets are not recognized in the financial statements, since this may result in recognition of income that may never be realized.

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## 2.14 Taxes on income

Tax expense comprises of current and deferred tax charge or credit.

Current tax is determined as the amount of tax payable to the taxation authorities in respect of taxable income for the period.

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantially enacted by the balance sheet date.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the Balance Sheet date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the taxes on income levied by same governing taxation laws.

Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets.

All deferred tax asset are reviewed at each balance sheet date and is written-down or written-up to reflect the amount that is reasonably / virtually certain (as the case may be) to be realised.

The Company recognises credit for Minimum Alternative Tax (MAT) only when and to the extent there is a convincing evidence that the same would be set off during the specified period. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

## 2.15 Forward Exchange Contracts :

The Company uses foreign exchange forward contracts and foreign currency options contracts to mitigate its risk of changes in foreign currency exchange rates and does not use them for trading or speculative purposes.

The premium or discount on such contracts is amortized as income or expense over the life of the contract. The exchange difference measured by the change in exchange rate between the inception date of the contract and the balance sheet date is recognised in the statement of profit and loss. Any gain / loss on cancellation / maturity of such contract is recognised as income / expense of the period.

## 2.16 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

## 2.17 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 Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalents. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

## AIMCO PESTICIDES LIMITED

### 2.18 Cash and Cash equivalents

Cash and cash equivalents consist of cash and cash on deposit with banks. The Company considers all liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalents.

### Note 3 Share capital

Particulars	As at 31 March, 2014		As at 31 March, 2013	
	Number of shares	₹	Number of shares	₹
<b>(a) Authorised</b>				
Equity shares of ₹ 10/- each	10,000,000	100,000,000	10,000,000	100,000,000
<b>(b) Issued, Subscribed and fully paid up</b>				
Equity shares of ₹10/- each	9,236,513	92,365,130	9,236,513	92,365,130
<b>Total</b>	<b>9,236,513</b>	<b>92,365,130</b>	<b>9,236,513</b>	<b>92,365,130</b>

#### Notes :

#### Terms/rights attached to equity shares

- The Company has only one class of share referred to as equity shares having a par value of ₹ 10. Each holder of equity share is entitled to one vote per share.
- The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of directors is subject to the approval of the shareholders in the Annual General Meeting.
- 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 amount. The distribution will be proportionate to the number of equity shares held by the share holders.
- There is no change in issued and paid up share capital during the year.
- Details of shareholder holding more than 5% shares:

Name of shareholder	As at 31 March, 2014		As at 31 March, 2013	
	Number of shares held	% held	Number of shares held	% held
<b>Equity shares with voting rights</b>				
Excel Crop Care Limited	2,330,120	25.23%	2,330,120	25.23%
Pradeep P Dave	588,634	6.37%	529,954	5.74%
Aimco Investment Private Limited	546,345	5.92%	546,345	5.92%

### Note 4 Reserves and Surplus

Particulars	As at	As at
	31 March, 2014	31 March, 2013
	₹	₹
Securities premium account		
Balance as per last year	79,967,790	79,967,790
(b) Surplus / (deficit) in Statement of Profit and Loss		
Opening balance	(170,184,032)	(249,184,517)
Add : Profit for the year	4,067,144	79,000,486
Closing balance	(166,116,888)	(170,184,032)
<b>Total</b>	<b>(86,149,098)</b>	<b>(90,216,242)</b>

### Note 5 Long-term borrowings

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Loan from Bank		
- Vehicle Loan (Refer Note (i) below)	222,236	—
- Other Loan from Bank (Refer Note (ii) below)	—	17,500,000
(b) Deposits (Refer Note (iii) below) Unsecured	—	1,216,455
<b>Total</b>	<b>222,236</b>	<b>18,716,455</b>

**Notes:**

- (i) Vehicle loan is secured by hypothecation of specified vehicle. The loan is repayable in 35 monthly installments starting from 01/03/14 and last installment falling due on 01/01/17.
- (ii) Other loan is secured by first pari passu charge and second charge on the fixed assets of the Company and first charge on Hyderabad property.
- (iii) Fixed Deposits from public and shareholders carry interest @ 11% p.a. and are repayable after 2 and 3 years from the date of deposit.

### Note 6 Other long-term liabilities

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
Other Payables:		
Security deposits received	1,596,398	1,533,398
<b>Total</b>	<b>1,596,398</b>	<b>1,533,398</b>

### Note 7 Long-term provisions

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Provision for employee benefits:		
(i) Provision for compensated absences	1,635,148	1,098,698
(ii) Provision for gratuity	5,606,994	4,985,073
(b) Provision for Taxation [Net of advance tax ₹ 2,93,962/- (Previous year ₹ 9,635/-)]	3,726,341	438,055
<b>Total</b>	<b>10,968,482</b>	<b>6,521,826</b>



## AIMCO PESTICIDES LIMITED

### Note 8 Short-term borrowings

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Loan from a company Secured (Refer Note below)	—	3,800,000
(b) Loan from a related party Unsecured	—	828,025
(c) Deposits (Refer Note 5 (iii)) Unsecured	300,000	4,858,349
<b>Total</b>	<b>300,000</b>	<b>9,486,374</b>

#### Notes:

Loan from a company is secured by a first mortgage on all the Company's immovable properties both present and future, located at Lote Parshuram and first charge by way of hypothecation of all the Company's movables (save and except book debts) including moveable machinery, machinery spares, tools and accessories, both present and future.

### Note 9 Trade payables

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
Trade payables	406,475,812	264,694,163
<b>Total</b>	<b>406,475,812</b>	<b>264,694,163</b>

#### Note:

The Company has not received any information from its vendors regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure, if any, required under the said Act has not been made.

### Note 10 Other current liabilities

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Current maturities of long-term debt [Refer Note 5 (i)]	440,308	62,500,000
(b) Interest accrued and due on borrowings	11,805	265,853
(c) Unclaimed matured deposits and interest accrued thereon	160,000	3,831,653
(d) Other payables		
(i) Book Overdraft from bank	14,706,910	9,039,176
(ii) Advances from customers	158,242,645	65,450,481
(iii) Advance from Others	7,860,000	7,860,000
(iv) Statutory Dues	9,607,981	11,644,637
(v) Other Current Liabilities	8,333,341	5,021,683
<b>Total</b>	<b>199,362,989</b>	<b>165,613,483</b>

## Note 11 Short-term provisions

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Provision for employee benefits:		
(i) Provision for bonus	264,950	213,209
(ii) Provision for compensated absences	545,049	309,819
(iii) Provision for gratuity	623,000	553,897
(iv) Provision for employee incentives	465,435	402,306
	1,898,434	1,479,231
(b) Provision for Taxation [Net of advance tax ₹ 28,33,740/- (Previous year ₹15,64,833/-)]	10,654,365	9,792,388
<b>Total</b>	<b>12,552,799</b>	<b>11,271,619</b>

## Note 12 Fixed assets

### Current Period (1st April, 2013 to 31st March, 2014)

Tangible assets	Gross Block				Depreciation and amortisation				Net Block	
	Balance as at 1st April, 2013	Additions	Deduction	Balance as at 31-03-2014	Balance as at 1-04-2013	Depreciation/ amortisation for the year	Deduction	Balance as at 31-03-2014	Balance as at 31-03-2014	Balance as at 31-03-2013
	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
Land										
Freehold	3,200,923	—	—	3,200,923	—	—	—	—	3,200,923	3,200,923
Leasehold	613,790	—	—	613,790	121,370	6,445	—	127,815	485,975	492,420
Buildings	20,283,198	88,650	—	20,371,848	10,988,025	665,397	—	11,653,422	8,718,426	9,295,173
Plant and Equipment	124,948,162	3,369,400	—	128,317,561	100,458,698	2,188,269	—	102,646,967	25,670,595	24,489,464
Furniture and Fixtures	2,494,529	48,600	—	2,543,129	1,773,455	57,516	—	1,830,971	712,158	721,074
Vehicles	6,018,655	3,235,559	—	9,254,214	4,072,895	348,698	—	4,421,593	4,832,621	1,945,760
Office Equipment	4,455,819	106,910	—	4,562,729	3,459,523	150,245	—	3,609,769	952,960	996,296
Computer Equipments	2,203,366	70,733	—	2,274,099	1,758,302	99,371	—	1,857,674	416,426	445,064
<b>Total</b>	164,218,443	6,919,852	—	171,138,294	122,632,269	3,515,942	—	126,148,211	44,990,083	41,586,174

### Previous Period (1st October, 2012 to 31st March, 2013)

Tangible assets	Gross Block				Depreciation and amortisation				Net Block	
	Balance as at 1-10-2012	Additions	Deduction	Balance as at 31-03-2013	Balance as at 1-10-2012	Depreciation/ amortisation for the year	Deduction	Balance as at 31-03-2013	Balance as at 31-03-2013	Balance as at 30-09-2012
	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
Land										
Freehold	3,200,923	—	—	3,200,923	—	—	—	—	3,200,923	3,200,923
Leasehold	613,790	—	—	613,790	118,157	3,214	—	121,370	492,420	495,633
Buildings	20,283,198	—	—	20,283,198	10,656,298	331,727	—	10,988,025	9,295,173	9,626,900
Plant and Equipment	123,268,259	1,679,903	—	124,948,162	99,400,430	1,058,267	—	100,458,698	24,489,464	23,867,828
Furniture and Fixtures	2,464,529	30,000	—	2,494,529	1,741,569	31,886	—	1,773,455	721,074	722,960
Vehicles	6,018,655	—	—	6,018,655	3,888,720	184,175	—	4,072,895	1,945,760	2,129,935
Office Equipment	4,289,245	166,574	—	4,455,819	3,389,147	70,376	—	3,459,523	996,296	900,098
Computer Equipments	2,072,766	130,600	—	2,203,366	1,716,173	42,129	—	1,758,302	445,064	356,593
<b>Total</b>	162,211,366	2,007,077	—	164,218,443	120,910,495	1,721,774	—	122,632,269	41,586,174	41,300,871

## AIMCO PESTICIDES LIMITED

### Note 13 Non Current Investments (At Cost)

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
Trade and Unquoted : In wholly owned subsidiaries :		
(a) 1 (Previous Year Nil) Equity Share of United Arab Emirates Dirham 30,000/- each fully paid up in Aimco International FZE	496,576	—
(b) 50,000 (Previous Year Nil) Equity Shares of ₹10/- each fully paid up in Aimco Ecoscience Limited	500,000	—
<b>Total</b>	<b>996,576</b>	<b>—</b>

### Note 14 Deferred Tax Assets (Net)

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
Deferred Tax Assets (Net)	427,655	14,250,788
<b>Total</b>	<b>427,655</b>	<b>14,250,788</b>

The break up of deferred tax assets and liabilities is as under:

Nature of timing difference	Deferred Tax Assets/ (Liability) as at 1.04.2013 ₹	Charge/ (Credit) for the year ₹	Deferred Tax Assets/(Liability) as at 31.03.2014 ₹
a) Deferred Tax Liabilities			
Depreciation	(6,549,063)	(224,259)	(6,773,322)
b) Deferred tax assets			
(i) Items covered u/s 43B	666,160	127,290	793,450
(ii) Gratuity	1,623,272	398,361	2,021,633
(iii) Other Items	4,176,398	209,496	4,385,894
(iv) Unabsorbed Losses and unabsorbed depreciation	14,334,021	(14,334,021)	—
	<u>20,799,851</u>	<u>(13,598,874)</u>	<u>7,200,977</u>
Deferred tax Asset (Net)	<u>14,250,788</u>	<u>(13,823,133)</u>	<u>427,655</u>

### Note 15 Long-term loans and advances

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Security deposits (Refer Note below)	8,107,602	8,107,602
(b) Loans and advances to employees	21,000	77,500
(c) Balances with government authorities	1,102,983	2,155,133
(d) MAT Credit Entitlement	4,850,914	426,170
<b>Total</b>	<b>14,082,499</b>	<b>10,766,405</b>

**Note:**

The security deposit paid includes sum of ₹ 70,02,068 (Previous year ₹ 70,02,068) paid by way of a Rent deposit to a firm wherein some of the directors are also partners.

### Note 16 Other non-current assets

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
Long-term Trade Receivables Unsecured, considered good	917,476	33,087,317
<b>Total</b>	<b>917,476</b>	<b>33,087,317</b>

### Note 17 Inventories

(At lower of cost and net realisable value)

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Raw materials and Packing Materials (Including goods in transit of ₹ 29,02,500/-, Previous Year ₹ 13,13,828)	49,951,497	35,335,441
(b) Work-in-progress	15,362,994	2,463,979
(c) Finished goods (other than those acquired for trading) (Including goods in transit of ₹ Nil, Previous Year ₹ 3,00,223)	62,550,482	64,889,438
(d) Stock-in-trade (acquired for trading) (Including goods in transit of ₹ 89,08,821, Previous Year ₹ Nil)	24,417,035	9,998,947
(e) Stores and spares	530,792	298,393
<b>Total</b>	<b>152,812,800</b>	<b>112,986,198</b>

## AIMCO PESTICIDES LIMITED

### Notes:

Particulars	Organic Chemicals ₹	Others ₹	Total ₹
Raw materials and Packing Materials	37,197,174 (29,335,291)	12,754,323 (6,000,150)	49,951,497 (35,335,441)

Particulars	Work-in-progress ₹	Finished goods ₹	Stock-in-trade ₹
Agro Chemicals			
Technical	10,685,291 (870,709)	44,303,567 (57,369,447)	20,617,833 (7,003,425)
Formulation	4,677,703 (1,593,270)	18,246,915 (7,519,991)	2,246,028 (2,107,643)
Bio-Chemical	— —	— —	1,553,174 (887,879)
<b>Total</b>	<b>15,362,994</b> <b>(2,463,979)</b>	<b>62,550,482</b> <b>(64,889,438)</b>	<b>24,417,035</b> <b>(9,998,947)</b>

### Note 18 Trade receivables

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
Unsecured, considered good		
(a) Due for more than six months from the date they were due for payments	4,778,622	47,484,860
(b) Others	344,057,234	162,438,201
<b>Total</b>	<b>348,835,856</b>	<b>209,923,061</b>

**Note:** Trade receivables include debts due from following

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
Wholly owned subsidiary companies:		
Aimco Ecoscience Ltd., due for more than six months from the date they were due for payment	439,360	439,360
Aimco International FZE	25,696,555	—
	<u>26,135,915</u>	<u>439,360</u>

**Note 19 Cash and Bank Balances**

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Cash and cash equivalents:		
(i) Balances with banks		
- In deposit accounts with original maturity period of less than 3 months	10,061	300,218
- In current accounts	13,239,980	6,498,461
(ii) Cash on hand	682,702	564,378
(b) Other Bank Balances:		
Margin Money with a bank (Refer Note below)	2,213,242	2,094,013
<b>Total</b>	<b><u>16,145,985</u></b>	<b><u>9,457,069</u></b>

**Note:** The balance in Margin money account with a bank is subject to confirmation and consequent reconciliation, if any.

**Note 20 Short-term loans and advances**

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
Unsecured, considered good:		
(a) Loans and advances to employees	119,500	81,000
(b) Loans to others	17,650,000	13,436,647
(c) Advances to Suppliers	9,763,595	6,802,217
<b>Total</b>	<b><u>27,533,095</u></b>	<b><u>20,319,864</u></b>

## AIMCO PESTICIDES LIMITED

### Note 21 Other current assets

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Accruals		
Interest accrued on deposits but not due	84,007	41,514
(b) Others		
(i) Advances recoverable in cash or in kind or for value to be received	14,097,723	11,279,164
(ii) Dues from a company in which directors are interested,	4,101,473	3,605,000
(iii) Share application money	—	250,000
(c) Balances with government authorities	12,669,521	12,433,654
<b>Total</b>	<b>30,952,724</b>	<b>27,609,331</b>

### Note 22 Revenue from operations

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
(a) Sale of products (Refer Note below)	1,411,520,896	465,390,545
Less: Excise duty	9,311,218	9,038,470
	<u>1,402,209,678</u>	<u>456,352,075</u>
(b) Other operating revenues - Duty drawback	2,814,845	1,140,557
<b>Total</b>	<b>1,405,024,523</b>	<b>457,492,632</b>

#### Notes:

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
<u>Manufactured goods</u>		
Agro Chemicals		
Technical	723,767,038	360,958,338
Formulation	57,826,929	31,285,414
<u>Traded goods</u>		
Agro Chemicals		
Technical	590,857,517	52,177,164
Formulation	26,549,074	13,407,582
Bio-Chemical	12,520,338	7,562,047
<b>Total</b>	<b>1,411,520,896</b>	<b>465,390,545</b>

**Note 23 Other income**

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
(a) Interest income	2,181,494	114,979
(b) Other non-operating income		
(i) Rental income from operating leases	60,000	30,000
(ii) Insurance Claim received	1,591,613	—
(iii) Excise duty liability no longer payable written back	—	4,772,879
	<u>1,651,613</u>	<u>4,802,879</u>
<b>Total</b>	<b><u>3,833,107</u></b>	<b><u>4,917,858</u></b>

**Note 24.a Cost of materials consumed**

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
Opening stock	35,335,441	140,774,594
Add: Purchases	650,036,978	172,557,886
	<u>685,372,419</u>	<u>313,332,480</u>
Less: Closing stock	49,951,497	35,335,441
<b>Cost of material consumed</b>	<b><u>635,420,922</u></b>	<b><u>277,997,039</u></b>

**Material consumed comprises:**

Organic Chemicals	623,952,345	271,720,716
Others	11,468,578	6,276,323
<b>Total</b>	<b><u>635,420,922</u></b>	<b><u>277,997,039</u></b>

**Note 24.b Purchase of traded goods**

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
Agro Chemicals :		
Formulation	53,912,668	10,637,464
Technical	519,530,982	39,806,731
Bio-Chemicals	7,234,370	3,085,908
<b>Total</b>	<b><u>580,678,021</u></b>	<b><u>53,530,103</u></b>



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### Note 24.c (Increase)/Decrease in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
<u>Inventories at the end of the year:</u>		
Finished goods	62,550,482	64,889,438
Work-in-progress	15,362,994	2,463,979
Stock-in-trade	24,417,035	9,998,947
	102,330,511	77,352,364
<u>Inventories at the beginning of the year:</u>		
Finished goods	64,889,438	148,267,328
Work-in-progress	2,463,979	5,290,685
Stock-in-trade	9,998,947	24,285,033
	77,352,364	177,843,046
<b>Net (increase) / decrease</b>	<b>(24,978,147)</b>	<b>100,490,682</b>

### Note 25 Employee benefits expense

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
Salaries and wages	25,869,365	11,051,518
Contributions to provident and other funds	611,290	317,660
Staff welfare expenses	904,250	375,937
<b>Total</b>	<b>27,384,905</b>	<b>11,745,115</b>

### Note 26 Finance costs

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
(a) Interest expense:		
(i) On Borrowings	4,440,532	222,376
(ii) To Suppliers of goods	1,191,738	94,513
(iii) To Others		
- Interest on delayed payment of statutory dues and Income Tax	1,595,962	1,135,206
<b>Total</b>	<b>7,228,232</b>	<b>1,452,095</b>

**Note 27 Other expenses**

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
Consumption of stores and spare parts	3,328,532	2,086,512
Increase / (decrease) of excise duty on inventory	(1,833,270)	(9,841,694)
Power and fuel	10,594,398	3,702,038
Rent including lease rentals	1,378,293	650,274
Repairs and maintenance - Buildings	874,882	131,328
Repairs and maintenance - Machinery	773,877	935,535
Repairs and maintenance - Others	639,271	245,304
Insurance	1,175,868	555,179
Rates and taxes	54,104	21,564
Communication Expenses	980,549	351,333
Travelling and conveyance	5,614,713	2,378,077
Freight and forwarding	52,791,374	24,356,677
Advertisement and Sales promotion	2,857,700	984,882
Legal and professional charges	3,201,987	1,715,893
Payments to Auditors (Refer Note (i) below)	700,000	310,000
Sales Tax / VAT Expenses	7,270,375	2,145,472
Labour Charges	9,185,375	2,965,685
Brokerage / Commission	304,061	238,260
Bank Charges and Commission	669,327	419,080
Trade and other receivables, loans and advances written off (Net)	27,945,258	137,319,476
Net loss on foreign currency transactions and translation	24,755,512	4,450,890
Prior period items (net) (Refer Note (ii) below)	118,716	74,134
Miscellaneous expenses	8,336,575	4,076,935
<b>Total</b>	<b>161,717,479</b>	<b>180,272,834</b>

**Note 27 Other expenses (contd.)**

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
(i) Payments to auditors (Net of Service Tax) comprises:		
As auditors - Statutory Audit	250,000	120,000
For Tax Audit	75,000	75,000
For Taxation matters	100,000	75,000
For other services	275,000	40,000
<b>Total</b>	<b>700,000</b>	<b>310,000</b>

## AIMCO PESTICIDES LIMITED

(ii) Details of Prior period items:

**Prior period expenses**

Interest Expenses	135,016	—
Freight and forwarding	—	53,050
Brokerage / Commission	—	21,084
	<u>135,016</u>	<u>74,134</u>

**Prior period incomes**

Interest received	16,300	—
	<u>16,300</u>	<u>—</u>

<b>Total</b>	<b>118,716</b>	<b>74,134</b>
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**Note 28 Exceptional items**

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
Write-back on account of one time settlement with bank and other lender	—	229,548,848
<b>Total</b>	<b>—</b>	<b>229,548,848</b>

**Note 29 Additional information**

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
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**29.1 Contingent liabilities and commitments (to the extent not provided for)**

**a) Contingent liabilities**

- Claims against the Company not acknowledged as debt 2,479,239 2,705,695

**b) Commitments**

- Estimated amount of obligation on account of non fulfillment of export commitments under various advance licences. 9,972,441 106,944

29.2 The Current Assets and Loans and Advances are approximately of the value stated, if realized in the ordinary course of business.

29.3 The Company is in the process of reconciling balances of some parties. The Company believes that on completion of the said process, there would be no material adjustments necessary in the accounts.

29.4 (a). The Company has applied for the Central Government approval in respect of the remuneration ₹ 7,43,580/- paid to Mrs. Elizabeth Shrivastava, the director of the company for the period from 29.07.03 to 31.03.05 and commission of ₹ 4,38,356/- for the period from 01.04.05 to 31.12.05. However the approval for the same is not yet received.

(b). Directors' remuneration paid as under is also subject to approval of the Central Government under section 309 of the Companies Act, 1956.

	F Y 2013-14	F Y 2009-10	F Y 2008-09	F Y 2007-08	For the period 1.1.2007 to 31.03.2007
	₹	₹	₹	₹	₹
Mrs.Elizabeth Shrivastava (Managing Director)	1,336,089				
Mr.Pradeep P.Dave (Managing Director)		356,000	284,800	854,400	213,600
Mr.Samir P.Dave (Executive Director)		792,000	792,000	672,000	168,000
Mr.Ashit P.Dave (Executive Director)		792,000	792,000	672,000	168,000
<b>Total</b>	<b>1,336,089</b>	<b>1,940,000</b>	<b>1,868,800</b>	<b>2,198,400</b>	<b>549,600</b>

### Note 30 Disclosures in accordance with Accounting Standards

#### 30.1 Accounting Standard (AS) 15 - Employee Benefits

##### (A) Defined Contribution Plans:

The Company has recognized the following amounts in the Statement of Profit and Loss:

Particulars	
Contribution to Employees' Provident Fund	547,605
	(267,751)

##### (B) Defined Benefit Plans:

Gratuity is payable to all members at the rate of 15 days salary for each completed year of service.

##### (i) Changes in the Present Value of Obligation

Particulars	Gratuity	Leave Encashment	Total
(a) Present Value of Obligation as at April 1, 2013	5,538,970	1,408,517	6,947,487
	(4,948,689)	(1,239,274)	(6,187,963)
(b) Interest cost	443,118	112,681	555,799
	(197,948)	(49,571)	(247,519)
(c) Past Service Cost	NIL	NIL	NIL
	(NIL)	(NIL)	(NIL)
(d) Current Service Cost	431,359	484,357	915,716
	(189,416)	(177,600)	(367,016)
(e) Benefits Paid	45,000	77,400	122,400
	NIL	NIL	NIL
(f) Actuarial (Gain)/ Loss	(138,453)	252,042	113,589
	Loss (202,917)	Gain (57,928)	Loss (144,989)
(g) Present Value of Obligation as at March 31, 2014	6,229,994	2,180,197	8,410,191
	(5,538,970)	(1,408,517)	(6,947,487)

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### (ii) Expenses/(Income) recognized in the Statement of Profit and Loss

Particulars	Gratuity	Leave Encashment	Total
(a) Current Service Cost	431,359 (189,416)	484,357 (177,600)	915,716 (367,016)
(b) Past Service Cost	NIL (NIL)	NIL (NIL)	NIL (NIL)
(c) Interest cost	443,118 (197,948)	112,681 (49,571)	555,799 (247,519)
(d) Curtailment Cost/ (Credit)	NIL (NIL)	NIL (NIL)	NIL (NIL)
(e) Settlement Cost/ (Credit)	NIL (NIL)	NIL (NIL)	NIL (NIL)
(f) Net Actuarial (Gain)/ Loss	(138,453) Loss (202,917)	252,042 Gain (57,928)	113,589 Loss (144,989)
(g) Employees' Contribution	NIL (NIL)	NIL (NIL)	NIL (NIL)
(h) Total (Income)/Expenses recognized in Statement of Profit and Loss	736,024 (590,281)	849,080 (169,243)	1,585,104 (759,524)

### (iii) Following are the Principal Actuarial Assumptions used as at the balance sheet date:

Particulars	Gratuity	Leave Encashment
(a) Discount Rate	8.00% (8.00%)	8.00% (8.00%)
(b) Salary Escalation Rate – Management	5.00% (5.00%)	5.00% (5.00%)
(c) Staff Turnover Rate	1% p.a. (1% p.a.)	1% p.a. (1% p.a.)
(d) Mortality Table	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate

(iv) The estimates of future salary increases considered in actuarial valuation take into account inflation, seniority, promotion and other relevant factors.

### Experience Adjustment:

Particulars	For the year ended				
	2014	2013	2012	2011	2010
On plan Liability (Gains) / Loss	(138,453)	202,917	(300,588)	75,307	1,018,018

### 30.2 Accounting Standard (AS) 17 - Segment Reporting

As permitted by paragraph 4 of Accounting Standard 17, 'Segment Reporting' notified by the Companies (Accounting Standards) Rules, 2006, the Company has disclosed segment result on the basis of consolidated financial statements. The same are therefore not disclosed in separate financial statement of the Company.

### 30.3 Accounting Standard (AS) 18 - Related Party Disclosures

#### A Related Parties and Relationship

- a) Parties where control exist:  
Wholly owned subsidiaries of the Company:
  - i) Aimco Ecoscience Limited;
  - ii) Aimco International FZE, United Arab Emirates.

b) Companies/ Firms in which the directors' have substantial interest (i.e. more than 20% in voting power directly or indirectly) :

- i) Amisco Agrochem Ltd.
- ii) Aimco Investment Pvt Ltd.
- iii) Aurangabad Oil Extraction Co Pvt Ltd.
- iv) All India Medical Corporation
- v) NDR & Co.

c) Key Management Personnel :

- i) Mrs. Elizabeth Shrivastava (Managing Director w.e.f. 14.08.2013)
- ii) Mr. Pradeep P Dave (Executive Director and Chairman) (Managing Director till 14.08.2013)
- iii) Dr. Samir P Dave ( Executive Director)
- iv) Mr. Ashit P Dave ( Executive Director)

**B Details of Transaction with above Parties**

Particulars	Wholly owned subsidiaries of the Company	Companies/firms in which the Directors have substantial interest	Key Management Personnel	Total
Rent Paid		29,148	1,080,000	1,109,148
		(16,374)	(540,000)	(556,374)
Rent Received		60,000	—	60,000
		(30,000)	—	(30,000)
Asset Purchased			2,366,728	2,366,728
			—	—
Outstanding Loan Payable		16,437	1,377,131	1,393,568
		(116,437)	(1,169,847)	(1,286,284)
Other Liabilities		15,850	—	15,850
		(15,850)	—	(15,850)
Outstanding Deposits Receivable		7,002,068	—	7,002,068
		(7,002,068)	—	(7,002,068)
Advance Receivable		4,101,473	—	4,101,473
		(3,605,000)	—	(3,605,000)
Trade Receivable	26,135,915	—	—	26,135,915
	—	(439,360)	—	(439,360)
Investment - Subsidiaries	996,576	—	—	996,576
	—	—	—	—
Share Application Money		—	—	—
		(250,000)	—	(250,000)
Loan Repaid		560,000	1,569,073	2,129,073
		(12,332,000)	(335,440)	(12,667,440)
Loan Received		460,000	1,776,357	2,236,357
		(5,001,800)	(200,000)	(5,201,800)
Advance Received		—	1,196,103	1,196,103
		(16,395,000)	—	(16,395,000)

- C i) Remuneration (including perquisites) paid to Chairman, Managing Director and Executive Directors is ₹ 56,56,089/- (Previous year ₹ 21,60,000/-)
- ii) Details of Transactions with related parties having 10% or more of the above :

## AIMCO PESTICIDES LIMITED

Particulars	Wholly owned subsidiaries of the Company	Companies/firms in which the Directors have substantial interest	Key Management Personnel	Total
<u>Rent paid</u>				
Ashit P Dave (HUF)	—	—	360,000	360,000
	—	—	(180,000)	(180,000)
Samir P Dave (HUF)	—	—	360,000	360,000
	—	—	(180,000)	(180,000)
Pradeep P Dave (HUF)	—	—	360,000	360,000
	—	—	(180,000)	(180,000)
<u>Rent Received</u>				
NDR & Co.		60,000	—	60,000
		(30,000)	—	(30,000)
<u>Vehicle Purchased</u>				
Ashit P Dave			1,179,781	1,179,781
			—	—
E P Shrivastava			1,186,947	1,186,947
			—	—
<u>Outstanding Loan Payable</u>				
Ashit P. Dave	—	—	1,377,131	1,377,131
	—	—	—	—
Samir P. Dave			—	—
	—	—	(254,048)	(254,048)
Pradeep P. Dave	—	—	—	—
	—	—	(828,025)	(828,025)
<u>Other Liabilities</u>				
All India Medical Corporation		15,850	—	15,850
		(15,850)	—	(15,850)
<u>O/S Deposit Receivable</u>				
All India Medical Corpn		7,002,068	—	7,002,068
		(7,002,068)	—	(7,002,068)
<u>Advance Receivable</u>				
Amisco Agrochem Ltd		4,101,473	—	4,101,473
		(3,605,000)	—	(3,605,000)
<u>Trade Receivable</u>				
Aimco International FZE	25,696,555	—	—	25,696,555
	—	—	—	—
Aimco Ecoscience Limited	—	—	—	—
	—	(439,360)	—	(439,360)

Particulars	Wholly owned subsidiaries of the Company	Companies/firms in which the Directors have substantial interest	Key Management Personnel	Total
<u>Investment - Subsidiaries</u>				
Aimco International FZE	496,576	—	—	496,576
	—	—	—	—
Aimco Ecoscience Limited	500,000	—	—	500,000
	—	—	—	—
<u>Share Application Money</u>				
Aimco Ecoscience Limited		—	—	-
		(250,000)	—	(250,000)
<u>Loan Repaid</u>				
Amisco Agrochem Ltd		460,000	—	460,000
		(12,300,000)	—	(12,300,000)
Ashit P Dave		—	487,000	487,000
		—	—	—
Samir P Dave		—	254,048	254,048
		—	—	—
Pradeep P.Dave		—	828,025	828,025
		—	—	—
<u>Loan received</u>				
Amisco Agrochem Ltd		460,000	—	460,000
		(5,000,000)	—	(5,000,000)
Ashit P Dave		—	1,776,357	1,776,357
		—	—	—
<u>Advance Paid</u>				
Amisco Agrochem Ltd		496,473	—	496,473
		—	—	—
Elizabeth Shrivastava		—	336,766	336,766
		—	—	—
<u>Advance Received</u>				
Amisco Agrochem Ltd		—	—	—
		(16,395,000)	—	(16,395,000)
Elizabeth Shrivastava		—	1,196,103	1,196,103
		—	—	—



## AIMCO PESTICIDES LIMITED

### 30.4 Accounting Standard (AS) 19 - Leases

Disclosure in respect of operating lease (as Lessee):

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
(a) Operating Leases		
Disclosures in respect of cancelable agreements for office and residential premises taken on lease		
(i) Lease payments recognized in the Statement of Profit and Loss	1,378,293	650,274
(ii) Significant leasing arrangements	NIL	NIL
The Company has given refundable interest free security deposits under the agreements. The lease agreements are for a period of thirty four to sixty months. These agreements also provided for increase in rent. These agreements are non-cancelable by both the parties except in certain exceptional circumstances.		
(iii) Future minimum lease payments under non-cancelable agreements		
Not later than one year	1,275,200	1,086,600
Later than one year and not later than five years	1,188,000	1,980,000
Later than five years	NIL	NIL

Disclosure in respect of operating lease (as Lessor):

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
(a) Operating Leases		
Disclosures in respect of cancelable agreements for office and residential premises given on lease		
(i) Lease receipts recognized in the Statement of Profit and Loss	60,000	30,000
(ii) Significant leasing arrangements		
The Company has taken refundable interest free security deposits under the agreements. The lease agreements are for a period of twelve months. These agreements are non cancelable by both the parties for twelve months except in certain exceptional circumstances.		

### 30.5 Accounting Standard (AS) 20 - Earning Per Share (EPS)

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
<b>Earnings Per Share</b>		
Profit/(Loss) attributed to Equity Shareholders (₹)	4,067,144	79,000,486
No of Equity Shares (of ₹ 10 each)	9,236,513	9,236,513
Earning per Share (Basic and diluted)	0.44	8.55

#### Note 31 Additional information as per Schedule VI of the companies act, 1956

##### 31.1

(A) Details of consumption of imported and indigenous raw materials consumed and the percentage of each to the total:

	For the year ended 31 March, 2014		For the 6 Months ended 31 March, 2013	
	₹	%	₹	%
Imported	426,741,800	67.16	186,065,148	66.93
Indigenous	208,679,122	32.84	91,931,891	33.07
	<u>635,420,922</u>	<u>100.00</u>	<u>277,997,039</u>	<u>100.00</u>

(B) Stores and spare parts and components consumed are 100% indigenously.

##### 31.2 Value of imports calculated on CIF basis (on accrual basis) :

Particulars	For the year ended 31 March, 2014 ₹	For the 6 Months ended 31 March, 2013 ₹
Raw Materials	394,194,558	82,530,658
Purchases of Traded goods	527,289,343	40,362,175

##### 31.3 Expenditure in foreign currencies (on cash basis) :

Travelling, advertisement and other matters	1,901,807	1,006,782
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##### 31.4 Earnings in foreign exchange (on accrual basis) :

Exports of goods calculated on FOB basis	596,508,205	167,615,282
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AIMCO PESTICIDES LIMITED

**32 As at the year end, the open exposures in foreign currency of the Company is as under :**

Particulars	As at 31 March, 2014		As at 31 March, 2013	
	Foreign	Amount	Foreign	Amount
	Currency		Currency	
	\$	₹	\$	₹
Accounts Receivable	1,775,869	106,647,604	1,201,055	65,324,519
Accounts Payable	4,389,547	263,810,897	2,686,865	146,136,707

**33 Comparatives:**

The figures of the previous year are for the period for 6 months from 1<sup>ST</sup> October, 2012 to 31<sup>ST</sup> March, 2013 hence, not comparable with those of the current year. Previous year's figures have been regrouped / reclassified wherever necessary. Figures in bracket are in respect of the previous year.

As per our report of even date

**For CNK & Associates LLP**

*Chartered Accountants*

*(Firm Regn. No. 101961W)*

**H. V. Kishnadwala**

*Partner*

Membership No.37391

Place: Mumbai

Dated : 30<sup>th</sup> May, 2014

For and on behalf of the Board

**Elizabeth Shrivastava**

*(Managing Director)*

**Ashit P Dave**

*(Executive Director)*

**Pradeep P. Dave**

*(Executive Director)*

**CONSOLIDATED FINANCIAL STATEMENT**

# AIMCO PESTICIDES LIMITED

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## **INDEPENDENT AUDITOR'S REPORT**

To the Board of Directors of  
**AIMCO PESTICIDES LIMITED**

### **Report on the Consolidated Financial Statements:**

We have audited the accompanying consolidated financial statements of **AIMCO PESTICIDES LIMITED** ("the Company") and its subsidiaries (collectively referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2014, and the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

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

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956("the Act") read with the General Circular 15/2013 dated 13<sup>TH</sup> September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control 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 consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

### **Basis for Qualified Opinion**

*The Company has paid remuneration, including commission, to directors and the ex- director in earlier years which is subject to approval of the Central Government under section 309 of the Companies Act, 1956. (Refer Note 27.4 of the financial statements).*

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, and based on consideration of the reports of the other auditors on the financial statements, the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

(a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2014;

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- (b) in the case of the Consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date; and
- (c) in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

**Other Matters**

We did not audit the financial statements of one of the subsidiaries viz., Aimco Ecoscience Limited, whose financial statements, prepared under the generally accepted accounting principles ('GAAPs'), reflect in relation to the amounts considered in the consolidated financial statements total assets (net) of ₹ 96,387 as at March 31, 2014 and net cash inflows amounting to ₹ 35,787 for the year then ended. These financial statements have been audited by other auditor, who has given their audit opinion under generally accepted auditing standards, whose report has been furnished to us by the Management. Our opinion thus, insofar as it relates to amounts included in respect of this subsidiary is based solely on the report of the other auditor.

For and on behalf of  
**CNK & Associates LLP,**  
*Chartered Accountants*  
Firm Registration No.: 101961W

**H. V. Kishnadwala**  
*Partner*  
Membership No.:37391

Place: Mumbai  
Date: 30<sup>th</sup> May, 2014

# AIMCO PESTICIDES LIMITED

## Consolidated Balance Sheet as at 31<sup>ST</sup> March, 2014

Particulars	Note	As at 31 <sup>st</sup> March, 2014 ₹
<b>A EQUITY AND LIABILITIES</b>		
<b>1 Shareholders' Funds</b>		
(a) Share Capital	3	92,365,130
(b) Reserves and Surplus	4	(85,464,216)
		6,900,914
<b>2 Non-current liabilities</b>		
(a) Long-term borrowings	5	222,236
(b) Other long-term liabilities	6	1,596,398
(c) Long-term provisions	7	10,968,482
		12,787,116
<b>3 Current liabilities</b>		
(a) Short-term borrowings	8	430,000
(b) Trade payables	9	406,541,165
(c) Other current liabilities	10	202,626,930
(d) Short-term provisions	11	12,552,799
		622,150,894
		<b>641,838,925</b>
<b>B ASSETS</b>		
<b>1 Non-current assets</b>		
(a) Fixed assets	12	45,833,056
(b) Deferred tax assets (net)	13	427,655
(c) Long-term loans and advances	14	14,107,499
(d) Other non-current assets	15	917,476
		61,285,686
<b>2 Current assets</b>		
(a) Inventories	16	152,812,800
(b) Trade receivables	17	345,222,392
(c) Cash and bank balances	18	23,868,580
(d) Short-term loans and advances	19	27,696,743
(e) Other current assets	20	30,952,724
		580,553,239
		<b>641,838,925</b>
Significant accounting policies and Notes forming part of the financial statements	1 - 30	
As per our report of even date <b>For CNK &amp; Associates LLP</b> <i>Chartered Accountants</i> <i>(Firm Regn. No. 101961W)</i>		For and on behalf of the Board
<b>H. V. Kishnadwala</b> <i>Partner</i> Membership No.37391		<b>Elizabeth Shrivastava</b> <i>(Managing Director)</i>
Place: Mumbai Dated : 30 <sup>th</sup> May, 2014		<b>Ashit P Dave</b> <i>(Executive Director)</i> <b>Pradeep P. Dave</b> <i>(Executive Director)</i>



**Consolidated Statement of Profit and Loss for the year ended 31<sup>ST</sup> March, 2014**

Particulars	Note	As at 31 <sup>ST</sup> March, 2014 ₹
1 Revenue from Operations (Gross)	21	1,414,335,741
Less: Excise duty	21	9,311,218
Revenue from Operations (Net)		1,405,024,523
2 Other income	22	3,833,107
<b>3 Total Revenue</b>		<b>1,408,857,630</b>
<b>4 Expenses</b>		
(a) Cost of materials consumed	23.a	635,420,922
(b) Purchases of stock-in-trade	23.b	580,678,021
(c) (Increase)/Decrease in inventories of finished goods, work-in-progress and stock-in-trade	23.c	(24,978,147)
(d) Employees' benefits expense	24	27,384,905
(e) Finance costs	25	7,228,232
(f) Depreciation and amortisation expense	12	3,515,942
(g) Other expenses	26	161,844,686
<b>Total Expenses</b>		<b>1,391,094,561</b>
<b>5 Profit / (Loss) before tax</b>		<b>17,763,070</b>
<b>6 Tax expense:</b>		
Current Tax (including ₹ 6,68,177/- of earlier year)		(4,424,744)
Deferred Tax	13	(13,823,133)
MAT Credit Entitlement (including ₹ 6,68,177/- of earlier year)		4,424,744
		(13,823,133)
<b>7 Profit / (Loss) for the year</b>		<b>3,939,937</b>
8 Earnings per share Basic and Diluted		0.43
Significant accounting policies and Notes forming part of the financial statements	1 - 30	

As per our report of even date  
**For CNK & Associates LLP**  
Chartered Accountants  
(Firm Regn. No. 101961W)

**H. V. Kishnadwala**  
Partner  
Membership No.37391

Place: Mumbai  
Dated : 30<sup>th</sup> May, 2014

For and on behalf of the Board

**Elizabeth Shrivastava**  
(Managing Director)

**Ashit P Dave**                      **Pradeep P. Dave**  
(Executive Director)              (Executive Director)



# AIMCO PESTICIDES LIMITED

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014

₹ ₹

<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) before tax		17,763,070
Adjustment for:		
Depreciation	3,515,942	
Interest Paid	4,440,532	
Bad Debts Written off	27,945,258	
Adjustment for foreign exchange currency translation	1,836	
Exchange difference on translation of foreign currency cash and cash equivalents	831	
Net (Gain)/Loss on Foreign exchange fluctuation	(4,859,677)	
Interest income	(204,687)	30,840,035
<b>Operating Profit/(Loss) before working capital changes</b>		<b>48,603,105</b>
Adjustment for:		
(Increase)/Decrease in Trade Receivables	(134,195,307)	
(Increase)/Decrease in Loans and advances and Other Assets	(14,061,365)	
(Increase)/Decrease in Inventories	(39,826,602)	
(Increase)/Decrease in Deferred Tax Asset	13,823,133	
Increase/(Decrease) in Trade Payables and Current Liabilities	248,963,376	
Increase/(Decrease) in Provisions	9,878,099	84,581,334
Cash generated from operations		133,184,439
Taxes paid (Net)		17,973,397
<b>NET CASH FROM OPERATING ACTIVITIES</b>		<b>115,211,043</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of fixed assets		(7,762,824)
Net difference between cost of Investments in a subsidiary and net assets at the time of investment		728,658
Balance in Statutory Reserve in a subsidiary at the time of acquisition / investment		81,595
Increase in Margin Money deposit		(119,229)
Interest income		204,687
<b>NET CASH USED IN INVESTING ACTIVITIES</b>		<b>(6,867,113)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Repayment of long term borrowings		(80,553,911)
Repayment of short term borrowings		(9,056,374)
Interest Paid		(4,440,532)
<b>NET CASH USED IN FINANCING ACTIVITIES</b>		<b>(94,050,817)</b>
<b>NET CHANGES IN CASH AND CASH EQUIVALENTS (A+B+C)</b>		<b>14,293,113</b>
Cash and Cash equivalent as at the beginning of the year		7,363,056
Cash and Bank balances		(831)
Unrealised Foreign Exchange Fluctuation on cash and cash equivalents		(831)
Cash and Cash equivalent as at the end of the year (Refer Note 18)		<b>21,655,338</b>

**Notes :**

- (i) Figures in the brackets represent cash outflows.
- (ii) This being the first year of preparation of consolidated financial statements, the figures of the previous year are not given.

For and on behalf of the Board

**For CNK & Associates LLP**  
Chartered Accountants  
(Firm Regn. No. 101961W)

**H. V. Kishnadwala**  
Partner  
Membership No.37391

Place: Mumbai  
Dated : 30<sup>th</sup> May, 2014

**Elizabeth Shrivastava**  
(Managing Director)

**Ashit P Dave**  
(Executive Director)

**Pradeep P. Dave**  
(Executive Director)

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**Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014****1 Corporate information**

Aimco Pesticides Limited ('the Company') is a public limited company domiciled in India incorporated under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange in India. The Company is engaged in the business of manufacturing and trading in agrochemical products. Its manufacturing plant is located at Taluka Khed, District Ratnagiri, Maharashtra. The Company caters to both domestic and international markets.

The Company has two subsidiaries in India and United Arab Emirates. The Group is engaged in the business of manufacturing and trading in agrochemical products.

**2 Significant accounting policies :****2.1 Basis of Preparation**

The financial statements of the subsidiary companies used in the consolidation are drawn upto the same reporting date as of the Company i.e. year ended 31st March, 2014. The financial statements of the Group have been prepared in accordance with the principles and procedures for the preparation and presentation of consolidated financial statements as laid down in the Accounting Standard 21 "Consolidated Financial Statements" as notified by the Companies (Accounting Standards) Rules, 2006.

**2.2 Use of estimates**

The preparation of financial statements in conformity with 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 as of the date of the financial statements and reported amounts of income and expenses for the year. Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results may differ from the estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in the current and future periods.

**2.3 Principles of consolidation**

- a). The consolidated financial statements include the financial statements of Aimco Pesticides Limited, the parent company, and two of its wholly owned subsidiaries (collectively referred to as the group), viz. Aimco Ecoscience Limited, India and Aimco International FZE, United Arab Emirates.
- b). The Financial statements of the Company and its subsidiaries have been combined on a line by line basis by adding together book values of similar items of assets, liabilities, income and expenses. The intra-group balances and intra-group transactions have been fully eliminated.
- c). The difference between the cost of investments in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries is recognized in the financial statements as Goodwill or Capital Reserve, as the case may be. Goodwill arising on consolidation is disclosed under Fixed Assets - Intangible assets and is not amortised but tested for impairment annually.
- d). Consolidated Financial Statements have been prepared using uniform accounting policies to the extent possible and are presented to the extent possible, in the same manner as the Company's standalone financial statements.
- e). Indian Rupee is the reporting currency for the Group. In case of a foreign subsidiary, being non-integral foreign operations, all revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at the rates prevailing at the balance sheet date. Any exchange difference arising on consolidation is recognised in the 'Foreign currency translation reserve'.

**Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014**

**2.4 Fixed Assets**

Fixed assets are carried at the cost of acquisition or construction less accumulated depreciation. The cost of fixed assets includes non-refundable taxes, duties, freight and other incidental expenses related to the acquisition and installation of the respective assets. Borrowing costs directly attributable to acquisition or construction of those fixed assets which necessarily take a substantial period of time to get ready for their intended use are capitalised.

**2.5 Depreciation and amortisation**

Depreciation on fixed assets is provided using the straight-line method at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956. Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed of. Individual assets costing less than ₹ 5,000/- are depreciated in full in the year of acquisition.

Leasehold land is amortized over the period of lease.

**2.6 Impairment of Fixed Assets**

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of amortized historical cost.

**2.7 Inventories**

Items of Inventory are valued on the principle laid down by Accounting Standard 2 on "Valuation of Inventories" on the basis given below:

- i) Raw materials, Packing Materials, Stores and Spares : At lower of cost (determined on FIFO basis) or net realisable value;
- ii) Finished Goods and Work in progress : At cost plus all manufacturing overheads OR Net realisable value, whichever is less. Cost includes direct materials, labour, a proportion of manufacturing overheads, based on normal operating capacity and excise duty.
- iii) Excise Duty is included in valuation of Finished Goods.
- iv) Materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

**2.8 Employee benefits**

**Defined contribution plan**

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to recognized provident funds and approved superannuation schemes which are defined contribution plans are recognized as an employee benefit expense in the

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**Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014**

statement of profit and loss as and when the services are received from the employees.

**Defined benefit plans**

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of gratuity plan, which is a defined benefit plan, and certain other defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs and the fair value of any plan assets are deducted. The discount rate is the yield at the reporting date on risk free government bonds that have maturity dates approximating the terms of the Company's obligations and that are denominated in the same currency in which the benefits are expected to be paid. The calculation is performed annually by a qualified actuary using the projected unit credit method.

**Retirement and other employee benefits:**

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages, and paid annual leave, bonus, leave travel assistance, medical allowance, contribution to provident fund and superannuation etc. are recognized as actual amounts due in the period in which the employee renders the related services.

- (i) Retirement benefits in the form of Provident Fund is a defined contribution scheme and the contributions are charged to the statement of profit and loss for the year when the contribution to the fund accrues. There are no obligations other than the contribution payable to the recognized Provident Fund.
- (ii) Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.
- (iii) Other Long – term employee benefit viz. leave encashment is recognised as an expenses in the Statement of Profit and Loss as and when it accrues. The Company determines the liability using the Projected Unit Credit Method, with actuarial valuation carried out as at the balance sheet date. The Actuarial gains and losses in respect of such benefit are charged to the Statement of Profit and Loss.

**2.9 Foreign currency transactions and balances**

Foreign currency transactions are recorded using the exchange rates prevailing on the dates of the respective transactions. Exchange differences arising on foreign currency transactions settled during the year are recognised in the statement of profit and loss.

Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated using the foreign exchange rates as at the balance sheet date. The resultant exchange differences are recognised in the statement of profit and loss. Non-monetary assets and liabilities are not translated.

**2.10 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.

**i) Sale of goods:**

Revenue from sale of goods is recognised when significant risks and rewards in respect of ownership of goods are transferred. Revenue from sales of goods is recognized upon its delivery to stockiest / customers by clearing and forwarding agents of the Company. Revenue from export sales is recognized when the significant risks and rewards of ownership of products are transferred to the customers,

**Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014**

which is based upon the terms of the applicable contract.

Revenue from product sales is stated exclusive of returns, sales tax, value added tax and trade discounts but includes excise duty.

**ii) Export incentives:**

Benefit on account of entitlement to import goods free of duty under the 'Duty Entitlement Pass Book under Duty Exemption Scheme' is accounted in the year of exports. Incentive in the form of duty drawback is accounted for when the right to receive the same is established and when there is no significant uncertainty regarding the ultimate collection of export proceeds.

Export benefit in the form of duty saved on cost of material purchased is recognised as reduction from material consumption when the advance licence is used for the import of material and there is no significant uncertainty regarding the fulfillment of export obligation attached to it. The amount of duty saved is treated as contingent liability and disclosed as such till the export obligation is met.

**iii) Interest income:**

Income from interest on deposits, loans and interest bearing securities is recognised on the time proportionate method.

**iv) Lease rental income:**

Income from operating lease is recognised as rental as per the lease agreement over the period of lease.

**2.11 Borrowing Costs**

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized for the period until the asset is ready for its intended use. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognised as an expense in the period in which they are incurred.

**2.12 Research and Development Costs**

Research and Development Costs in the nature of revenue expenses are charged as an expense in the year in which they are incurred and are reflected under the appropriate heads of account.

Research and Development Costs being Capital Expenditure is reflected under the appropriate heads of fixed asset.

**2.13 Leases**

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognised as operating leases. Lease rentals under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis.

**2.14 Provisions and contingencies**

**Provisions:**

A provision is recognized when an enterprise has a present obligation as a result of past event; when 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 are not discounted to its present value and are determined based on 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.

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**Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014**

**Contingent Liability:**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

**Contingent liabilities disclosed for:-**

- (i) possible obligations which will be confirmed only by future events not wholly within the control of the Company, or
- (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of obligation cannot be made.

Contingent assets are not recognized in the financial statements, since this may result in recognition of income that may never be realized.

**2.15 Taxes on income**

Tax expense comprises of current and deferred tax charge or credit.

Current tax is determined as the amount of tax payable to the taxation authorities in respect of taxable income for the period.

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantially enacted by the balance sheet date.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the Balance Sheet date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the taxes on income levied by same governing taxation laws.

Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets.

All deferred tax asset are reviewed at each balance sheet date and is written-down or written-up to reflect the amount that is reasonably / virtually certain (as the case may be) to be realised.

The Company recognises credit for Minimum Alternative Tax (MAT) only when and to the extent there is a convincing evidence that the same would be set off during the specified period. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

**2.16 Forward Exchange Contracts :**

The Company uses foreign exchange forward contracts and foreign currency options contracts to mitigate its risk of changes in foreign currency exchange rates and does not use them for trading or speculative purposes.

## AIMCO PESTICIDES LIMITED

### Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014

The premium or discount on such contracts is amortized as income or expense over the life of the contract. The exchange difference measured by the change in exchange rate between the inception date of the contract and the balance sheet date is recognised in the statement of profit and loss. Any gain / loss on cancellation / maturity of such contract is recognised as income / expense of the period.

#### 2.17 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares

#### 2.18 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 Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalents. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information

#### 2.19 Cash and Cash equivalents

Cash and cash equivalents consist of cash and cash on deposit with banks. The Company considers all liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalents.

### Note 3 Share Capital

Particulars	As at 31 March, 2014	
	Number of shares	₹
<b>(a) Authorised</b> Equity shares of ₹ 10/- each	10,000,000	100,000,000
<b>(b) Issued, Subscribed and fully paid up</b> Equity shares of ₹ 10/- each	9,236,513	92,365,130
Total	9,236,513	92,365,130

#### Notes :

Terms/rights attached to equity shares

- (i) The Company has only one class of share referred to as equity shares having a par value of ₹ 10. Each holder of equity share is entitled to one vote per share.
- (ii) The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of directors is subject to the approval of the shareholders in the Annual General Meeting.
- (iii) 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 amount. The distribution will be proportionate to the number of equity shares held by the share holders.
- (iv) There is no change in issued and paid up share capital during the year.

**Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014**

(v) Details of shareholder holding more than 5% shares:

Name of shareholder	As at 31 March, 2014	
	Number of shares	% held
<b>Equity shares with voting rights</b>		
Excel Crop Care Limited	2,330,120	25.23%
Pradeep P Dave	588,634	6.37%
Aimco Investment Private Limited	546,345	5.92%

**Note 4 Reserves and Surplus**

Particulars	As at 31 March, 2014 ₹
(a) Securities premium account Balance as per last year	79,967,790
(b) Statutory Reserve Balance as per last year Add / (Less): For the Year	— 81,595
	<u>81,595</u>
(c) Capital Reserve on Acquisition	<u>728,658</u>
(d) Foreign Currency Translation Reserve Balance as per last year Add / (Less): For the Year	— 1,836
	<u>1,836</u>
(e) Surplus / (deficit) in Statement of Profit and Loss Opening balance Add: Profit for the year	(170,184,032) 3,939,937
Closing balance	<u>(166,244,095)</u>
<b>Total</b>	<b><u>(85,464,216)</u></b>

**Note 5 Long-term borrowings**

Particulars	As at 31 March, 2014 ₹
Loan from Banks: - Vehicle Loan (Refer Note below)	222,236
<b>Total</b>	<b><u>222,236</u></b>

**Note:**

Vehicle loan is secured by hypothecation of specified vehicle. The loan is repayable in 35 monthly installments starting from 01/03/14 and last installment falling due on 01/01/17.



## AIMCO PESTICIDES LIMITED

Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014

### Note 6 Other long-term liabilities

Particulars	As at 31 March, 2014 ₹
Other Payables:	
Security deposits received	1,596,398
<b>Total</b>	<b>1,596,398</b>

### Note 7 Long-term provisions

Particulars	As at 31 March, 2014 ₹
(a) Provision for employee benefits:	
(i) Provision for compensated absences	1,635,148
(ii) Provision for gratuity	5,606,994
(b) Provision for Taxation (Net of advance tax ₹ 2,93,962/-)	3,726,341
<b>Total</b>	<b>10,968,482</b>

### Note 8 Short-term borrowings

Particulars	As at 31 March, 2014 ₹
(a) Loan from a related party	
Unsecured	130,000
(b) Deposits (Refer Note below)	
Unsecured	300,000
<b>Total</b>	<b>430,000</b>

**Note:**

Fixed Deposits from public and shareholders carry interest @ 11% p.a. and are repayable after 2 and 3 years from the date of deposit.

### Note 9 Trade payables

Particulars	As at 31 March, 2014 ₹
Trade payables	406,541,165
<b>Total</b>	<b>406,541,165</b>

**Note:**

The Company has not received any information from its vendors regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure, if any, required under the said Act has not been made.

**Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014**

**Note 10 Other current liabilities**

Particulars	As at 31 March, 2014 ₹
(a) Current maturities of long-term debt (Refer Note 5)	440,308
(b) Interest accrued and due on borrowings	11,805
(c) Unclaimed matured deposits and interest accrued thereon	160,000
(d) Other payables	
(i) Book Overdraft from bank	14,706,910
(ii) Advances from customers	158,242,645
(iii) Advance from Others	7,860,000
(iv) Statutory Dues	9,609,693
(v) Other Current Liabilities	11,595,569
<b>Total</b>	<b>202,626,930</b>

**Note 11 Short-term provisions**

Particulars	As at 31 March, 2014 ₹
(a) Provision for employee benefits:	
(i) Provision for bonus	264,950
(ii) Provision for compensated absences	545,049
(iii) Provision for gratuity	623,000
(iv) Provision for employee incentives	465,435
	<u>1,898,434</u>
(b) Provision for Taxation (Net of advance tax ₹ 28,33,740/-)	10,654,365
<b>Total</b>	<b>12,552,799</b>

**Note 12 Fixed assets**

Tangible assets	Gross Block				Depreciation and amortisation				Net Block
	Balance as at 1-04-2013	Additions	Disposals	Balance as at 31-03-2014	Balance as at 1-04-2013	Depreciation/ amortisation expenses for the year	Eliminated disposal of assets	Balance as at 31-03-2014	Balance as at 31-03-2014
	₹	₹	₹	₹	₹	₹	₹	₹	₹
Land									
Freehold	3,200,923	—	—	3,200,923	—	—	—	—	3,200,923
Leasehold	613,790	—	—	613,790	121,370	6,445	—	127,815	485,975
Buildings	20,283,198	88,650	—	20,371,848	10,988,025	665,397	—	11,653,422	8,718,426
Plant and Equipment	124,948,162	3,369,400	—	128,317,561	100,458,698	2,188,269	—	102,646,967	25,670,595
Furniture and Fixtures	2,494,529	48,600	—	2,543,129	1,773,455	57,516	—	1,830,971	712,158
Vehicles	6,018,655	3,235,559	—	9,254,214	4,072,895	348,698	—	4,421,593	4,832,621
Office Equipment	4,455,819	106,910	—	4,562,729	3,459,523	150,245	—	3,609,769	952,960
Computer Equipments	2,203,366	70,733	—	2,274,099	1,758,302	99,371	—	1,857,674	416,426
<b>Total (A)</b>	164,218,443	6,919,852	—	171,138,294	122,632,269	3,515,942	—	126,148,211	44,990,083
<b>Intangible Assets</b>									
Goodwill	—	842,973	—	842,973	—	—	—	—	842,973
<b>Total (B)</b>	—	842,973	—	842,973	—	—	—	—	842,973
<b>Total (A+B)</b>	164,218,443	7,762,824	—	171,981,267	122,632,269	3,515,942	—	126,148,211	45,833,056

## AIMCO PESTICIDES LIMITED

Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014

### Note 13 Deferred Tax Assets (Net)

Particulars	As at 31 March, 2014 ₹
Deferred Tax Assets (Net)	427,655
<b>Total</b>	<b>427,655</b>

**Note:**

The break up of deferred tax assets and liabilities is as under:

Nature of timing difference	Deferred Tax Assets/ (Liability) as at 1.04.2013 ₹	Charge/(Credit) for the current year ₹	Deferred Tax Assets/ (Liability) as at 31.03.2014 ₹
a) Deferred Tax Liabilities			
Depreciation	(6,549,063)	(224,259)	(6,773,322)
b) Deferred tax assets			
(i) Items covered u/s 43B	666,160	127,290	793,450
(ii) Gratuity	1,623,272	398,361	2,021,633
(iii) Other Items	4,176,398	209,496	4,385,894
(iv) Unabsorbed Losses and unabsorbed depreciation	14,334,021	(14,334,021)	—
	<u>20,799,851</u>	<u>(13,598,874)</u>	<u>7,200,977</u>
Deferred tax Asset (Net)	<u>(13,823,133)</u>	<u>(13,823,133)</u>	<u>427,655</u>

### Note 14 Long-term loans and advances

Particulars	As at 31 March, 2014 ₹
(a) Security deposits (Refer Note below)	8,107,602
(b) Loans and advances to employees	21,000
(c) Balances with government authorities	1,127,983
(d) MAT Credit Entitlement	4,850,914
<b>Total</b>	<b>14,107,499</b>

**Note:**

The security deposit paid includes sum of ₹ 70,02,068 paid by way of a Rent deposit to a firm wherein some of the directors are also partners.

### Note 15 Other non-current assets

Particulars	As at 31 March, 2014 ₹
Long-term Trade Receivables Unsecured, considered good	917,476
<b>Total</b>	<b>917,476</b>

**Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014**

**Note 16 Inventories**

(At lower of cost and net realisable value)

Particulars	As at 31 March, 2014 ₹
(a) Raw materials and Packing Materials (Including goods in transit of ₹ 29,02,500)	49,951,497
(b) Work-in-progress	15,362,994
(c) Finished goods (other than those acquired for trading)	62,550,482
(d) Stock-in-trade (acquired for trading) (Including goods in transit of ₹ 89,08,821)	24,417,035
(e) Stores and spares	530,792
<b>Total</b>	<b>152,812,800</b>

**Note 17 Trade receivables**

Particulars	As at 31 March, 2014 ₹
Unsecured, considered good	
(a) Due for more than six months from the date they were due for payments	26,861,722
(b) Others	318,360,671
<b>Total</b>	<b>345,222,392</b>

**Note 18 Cash and Bank Balances**

Particulars	As at 31 March, 2014 ₹
(a) Cash and cash equivalents:	
(i) Balances with banks	
- In deposit accounts with original maturity period of less than 3 months	10,061
- In other accounts	20,707,575
(ii) Cash on hand	937,702
	<u>21,655,338</u>
(b) Other Bank Balances:	
Margin Money with banks (Refer Note below)	2,213,242
<b>Total</b>	<b>23,868,580</b>

**Note:**

The balance in Margin money account with a bank is subject to confirmation and consequent reconciliation, if any.

**Note 19 Short-term loans and advances**

Particulars	As at 31 March, 2014 ₹
<b>Unsecured, considered good:</b>	
(a) Loans and advances to employees	119,500
(b) Loans to others	17,650,000
(c) Advances to Suppliers	9,927,243
<b>Total</b>	<b>27,696,743</b>

## AIMCO PESTICIDES LIMITED

### Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014

#### Note 20 Other current assets

Particulars	As at 31 March, 2014 ₹
(a) Accruals Interest accrued but not due	84,007
(b) Others	
(i) Advances recoverable in cash or in kind or for value to be received	14,097,723
(ii) Dues from a company in which directors are interested	4,101,473
(c) Balances with government authorities	12,669,521
<b>Total</b>	<b>30,952,724</b>

#### Note 21 Revenue from operations

Particulars	As at 31 March, 2014 ₹
(a) Sale of products (Refer Note below) Less : Excise duty	1,411,520,896 9,311,218
	1,402,209,678
(b) Other operating revenues - Duty drawback	2,814,845
<b>Total</b>	<b>1,405,024,523</b>

#### Note 22 Other income

Particulars	As at 31 March, 2014 ₹
(a) Interest income	2,181,494
(b) Other non-operating income	
(i) Rental income from operating leases	60,000
(ii) Insurance Claim received	1,591,613
	1,651,613
<b>Total</b>	<b>3,833,107</b>

#### Note 23.a Cost of materials consumed

Particulars	As at 31 March, 2014 ₹
Opening stock	35,335,441
Add: Purchases	650,036,978
	685,372,419
Less: Closing stock	49,951,497
Cost of material consumed	635,420,922

**Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014**

**Note 23.b Purchase of traded goods**

Particulars	As at 31 March, 2014 ₹
Agro Chemicals :	
Formulation	53,912,668
Technical	519,530,982
Bio-Chemicals	7,234,370
<b>Total</b>	<b>580,678,021</b>

**Note 23.c (Increase)/Decrease in inventories of finished goods, work-in-progress and stock-in-trade**

Particulars	As at 31 March, 2014 ₹
Inventories at the end of the year:	
Finished goods	62,550,482
Work-in-progress	15,362,994
Stock-in-trade	24,417,035
	<u>102,330,511</u>
Inventories at the beginning of the year:	
Finished goods	64,889,438
Work-in-progress	2,463,979
Stock-in-trade	9,998,947
	<u>77,352,364</u>
<b>Net (increase) / decrease</b>	<b>(24,978,147)</b>

**Note 24 Employee benefits expense**

Particulars	As at 31 March, 2014 ₹
Salaries and wages	25,869,365
Contributions to provident and other funds	611,290
Staff welfare expenses	904,250
<b>Total</b>	<b>27,384,905</b>

**Note 25 Finance costs**

Particulars	As at 31 March, 2014 ₹
(a) Interest expense:	
(i) On Borrowings	4,440,532
(ii) To Suppliers of goods	1,191,738
(iii) To Others	
- Interest on delayed payment of statutory dues and Income Tax	1,595,962
<b>Total</b>	<b>7,228,232</b>

## AIMCO PESTICIDES LIMITED

Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014

### Note 26 Other expenses

Particulars	As at 31 March, 2014 ₹
Consumption of stores and spare parts	3,328,532
Increase / (decrease) of excise duty on inventory	(1,833,270)
Power and fuel	10,594,398
Rent including lease rentals	1,378,293
Repairs and maintenance - Buildings	874,882
Repairs and maintenance - Machinery	773,877
Repairs and maintenance - Others	639,271
Insurance	1,175,868
Rates and taxes	54,104
Communication Expenses	980,549
Travelling and conveyance	5,614,713
Freight and forwarding	52,791,374
Advertisement and Sales promotion	2,857,700
Legal and professional charges	3,201,987
Payments to Auditors (Refer Note (i) below)	827,207
Sales Tax / VAT Expenses	7,270,375
Labour Charges	9,185,375
Brokerage / Commission	304,061
Bank Charges and Commission	669,327
Trade and other receivables, loans and advances written off (Net)	27,945,258
Net loss on foreign currency transactions and translation	24,755,512
Prior period items (net) (Refer Note (ii) below)	118,716
Miscellaneous expenses	8,336,575
<b>Total</b>	<b>161,844,686</b>

### Note 26 Other expenses (contd.)

Particulars	As at 31 March, 2014 ₹
(i) Payments to auditors (Net of Service Tax) comprises:	
As auditors - Statutory Audit	377,207
For Tax Audit	75,000
For Taxation matters	100,000
For other services	275,000
<b>Total</b>	<b>827,207</b>
(ii) Details of Prior period items:	
<b>Prior period expenses</b>	
Interest Expenses	135,016
<b>Prior period incomes</b>	
Interest received	16,300
<b>Total</b>	<b>118,716</b>

**Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014**

**Note 27 Additional Information**

Particulars	As at 31 March, 2014 ₹
27.1 Contingent liabilities and commitments (to the extent not provided for)	
<b>a) Contingent liabilities</b>	
- Claims against the Company not acknowledged as debt	2,479,239
<b>b) Commitments</b>	
- Estimated amount of obligation on account of non fulfillment of export commitments under various advance licences.	9,972,441
	12,451,680
27.2 The Current Assets and Loans and Advances are approximately of the value stated, if realized in the ordinary course of business.	
27.3 The Company is in the process of reconciling balances of some parties. The Company believes that on completion of the said process, there would be no material adjustments necessary in the accounts.	
27.4 (a). The Company has applied for the Central Government approval for the remuneration of ₹ 7,43,580/- paid to Mrs. E.P. Shrivastava, ex-director of the company for the period from 29.07.03 to 31.03.05 and commission of ₹ 4,38,356/-for the period from 01.04.05 to 31.12.05. However the approval for the same is not yet received.	
(b). Directors' remuneration paid as under is also subject to approval of the Central Government under section 309 of the Companies Act,1956	

	F Y 2013-14	F Y 2009-10	F Y 2008-09	F Y 2007-08	For the period 1.1.2007 to 31.03.2007
	₹	₹	₹	₹	₹
Mrs.Elizabeth Shrivastava (Managing Director)	1,336,089				
Mr.Pradeep P.Dave (Managing Director)		356,000	284,800	854,400	213,600
Mr.Samir P.Dave (Executive Director)		792,000	792,000	672,000	168,000
Mr.Ashit P.Dave (Executive Director)		792,000	792,000	672,000	168,000
<b>Total</b>	<b>1,336,089</b>	<b>1,940,000</b>	<b>1,868,800</b>	<b>2,198,400</b>	<b>549,600</b>



## AIMCO PESTICIDES LIMITED

Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014

### Note 28 Disclosures in accordance with Accounting Standards

#### 28.1 Accounting Standard (AS) 15 - Employee Benefits

(A) Defined Contribution Plans:

The Company has recognized the following amounts in the Statement of Profit and Loss:

#### Particulars

Contribution to Employees' Provident Fund	547,605
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(B) Defined Benefit Plans:

Gratuity is payable to all members at the rate of 15 days salary for each completed year of service.

(i) Changes in the Present Value of Obligation

Particulars	Gratuity	Leave Encashment	Total
(a) Present Value of Obligation as at April 1, 2013	5,538,970	1,408,517	6,947,487
(b) Interest cost	443,118	112,681	555,799
(c) Past Service Cost	NIL	NIL	NIL
(d) Current Service Cost	431,359	484,357	915,716
(e) Benefits Paid	45,000	77,400	122,400
(f) Actuarial (Gain)/ Loss	(138,453)	252,042	113,589
(g) Present Value of Obligation as at March 31, 2014	6,229,994	2,180,197	8,410,191

(ii) Expenses/(Income) recognized in the Statement of Profit and Loss

Particulars	Gratuity	Leave Encashment	Total
(a) Current Service Cost	431,359	484,357	915,716
(b) Past Service Cost	NIL	NIL	NIL
(c) Interest cost	443,118	112,681	555,799
(d) Curtailment Cost/ (Credit)	NIL	NIL	NIL
(e) Settlement Cost/ (Credit)	NIL	NIL	NIL
(f) Net Actuarial (Gain)/ Loss	(138,453)	252,042	113,589
(g) Employees' Contribution	NIL	NIL	NIL
(h) Total (Income)/Expenses recognized in Statement of Profit and Loss	736,024	849,080	1,585,104

(iii) Following are the Principal Actuarial Assumptions used as at the balance sheet date:

Particulars	Gratuity	Leave Encashment
(a) Discount Rate	8.00%	8.00%
(b) Salary Escalation Rate – Management	5.00%	5.00%
(c) Staff Turnover Rate	1% p.a.	1% p.a.
(d) Mortality Table	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate

(iv) The estimates of future salary increases considered in actuarial valuation take into account inflation, seniority, promotion and other relevant factors.

#### Experience Adjustment:

Particulars	For the year ended				
	2014	2013	2012	2011	2010
On plan Liability (Gains) / Loss	(138,453)	202,917	(300,588)	75,307	1,018,018

**Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014**

**28.2 Accounting Standard (AS) 17 - Segment Reporting**

a) Primary segment - Business segment:

The Company has only one business segment namely "Agrochemicals" as primary segment. Since the entire business of the Company is from agrochemicals, there are no other primary reportable segments. Hence, the disclosures as required under Accounting Standard 17 "Segment Reporting" qua the primary segment is not given.

b) Secondary segment - Geographical segment:

The geographical segment is based on the geographical location of the customers. The secondary segment information for year ended 31<sup>ST</sup> March, 2014 is as under:

Particulars	2013-14 ₹
<b>Revenue:</b>	
India	788,306,378
Outside India	613,903,300
Total	<u>1,402,209,678</u>
<b>Carrying amount of assets:</b>	
India	538,372,072
Outside India	103,466,853
Total	<u>641,838,925</u>
<b>Capital Expenditure in India</b>	<u>6,919,852</u>

**28.3 Accounting Standard (AS) 18 - Related Party Disclosures**

A Related Parties and Relationship

a) Companies/ Firms in which the directors' have substantial interest ( i.e. more than 20% in voting power directly or indirectly) :

- i) Amisco Agrochem Ltd.
- ii) Aimco Investment Pvt Ltd.
- iii) Aurangabad Oil Extraction Co Pvt Ltd.
- iv) All India Medical Corporation
- v) NDR & Co.

b) Key Management Personnel :

- i) Mrs. Elizabeth Shrivastava (Managing Director w.e.f. 14.08.2013)
- ii) Mr. Pradeep P Dave (Executive Director and Chairman) (Managing Director till 14.08.2013)
- iii) Dr. Samir P Dave ( Executive Director)
- iv) Mr. Ashit P Dave ( Executive Director)

## AIMCO PESTICIDES LIMITED

### Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014

#### B Details of Transaction with above Parties

Particulars	Companies/firms in which the Directors have substantial interest	Key Management Personnel	Total
Rent Paid	29,148	1,080,000	1,109,148
Rent Received	60,000	—	60,000
Asset Purchased	—	2,366,728	2,366,728
Outstanding Loan Payable	16,437	1,377,131	1,393,568
Other Liabilities	15,850	—	15,850
Outstanding Deposits Receivable	7,002,068	—	7,002,068
Advance Receivable	4,101,473	—	4,101,473
Loan Repaid	560,000	1,569,073	2,129,073
Loan Received	460,000	1,776,357	2,236,357
Advance Paid	496,473	336,766	833,239
Advance Received	—	1,196,103	1,196,103

C i) Remuneration (including perquisites) paid to Chairman, Managing Director and Executive Directors is ₹ 56,56,089/-.

ii) Details of Transactions with related parties having 10% or more of the above :

Particulars	Companies/firms in which the Directors have substantial interest	Key Management Personnel	Total
<u>Rent paid</u>			
Ashit P Dave (HUF)	—	360,000	360,000
Samir P Dave (HUF)	—	360,000	360,000
Pradeep P Dave (HUF)	—	360,000	360,000
<u>Rent Received</u>			
NDR & Co.	60,000	—	60,000
<u>Asset Purchased</u>			
Ashit P Dave	—	1,179,781	1,179,781
E P Shrivastava	—	1,186,947	1,186,947
<u>Outstanding Loan Payable</u>			
Ashit P Dave	—	1,377,131	1,377,131
<u>Other Liabilities</u>			
All India Medical Corpn	15,850	—	15,850
<u>O/S Deposit Receivable</u>			
All India Medical Corpn	7,002,068	—	7,002,068
<u>Advance Receivable</u>			
Amisco Agrochem Ltd	4,101,473	—	4,101,473
<u>Loan Repaid</u>			
Amisco Agrochem Ltd	460,000	—	460,000
Ashit P Dave	—	487,000	487,000
Samir P Dave	—	254,048	254,048
Pradeep P.Dave	—	828,025	828,025
<u>Loan received</u>			
Amisco Agrochem Ltd	460,000	—	460,000
Ashit P Dave	—	1,776,357	1,776,357
<u>Advance Paid</u>			
Amisco Agrochem Ltd	496,473	—	496,473
E P Shrivastava	—	336,766	336,766
<u>Advance Received</u>			
E P Shrivastava	—	1,196,103	1,196,103

Notes forming part of the Consolidated financial statements for the year ended 31<sup>ST</sup> March, 2014

28.4 Accounting Standard (AS) 19 - Leases

Particulars	For the year ended 31 March, 2014
<b>Disclosure in respect of operating lease (as Lessee):</b>	
(a) Operating Leases	
Disclosures in respect of cancelable agreements for office and residential premises taken on lease	
(i) Lease payments recognized in the Statement of Profit and Loss	1,378,293
(ii) Significant leasing arrangements	NIL
The Company has given refundable interest free security deposits under the agreements. The lease agreements are for a period of thirty four to sixty months. These agreements also provided for increase in rent. These agreements are non-cancelable by both the parties except in certain exceptional circumstances.	
(iii) Future minimum lease payments under non-cancelable agreements	
Not later than one year	1,275,200
Later than one year and not later than five years	1,188,000
Later than five years	NIL

**Disclosure in respect of operating lease (as Lessor):**

(a) Operating Leases	
Disclosures in respect of cancelable agreements for office and residential premises given on lease	
(i) Lease receipts recognized in the Statement of Profit and Loss	60,000
(ii) Significant leasing arrangements	
The Company has taken refundable interest free security deposits under the agreements. The lease agreements are for a period of twelve months. These agreements are non cancelable by both the parties for twelve months except in certain exceptional circumstances.	

**28.5 Accounting Standard (AS) 20 - Earning Per Share (EPS)**

**Earnings Per Share**

Profit/(Loss) attributed to Equity Shareholders (₹)	3,939,937
No of Equity Shares (of ₹ 10 each)	9,236,513
Earning per Share (Basic and dilluted)	0.43

29 As at the year end, the open exposures in foreign currency of the Company is as under :

Particulars	As at 31 March, 2014	
	Foreign Currency	Amount ₹
Accounts Receivable	USD 13,48,304	103,885,172
Advance Payable	AED 13,76,273	267,073,126
	USD 43,89,547	
	AED 1,99,344	

30 This being the first year of preparation of Consolidated Financial Statements, the figures of the previous year are not given.

For and on behalf of the Board

**For CNK & Associates LLP**

Chartered Accountants  
(Firm Regn. No. 101961W)

**H. V. Kishnadwala**

Partner  
Membership No.37391

Place: Mumbai  
Dated : 30<sup>th</sup> May, 2014

**Elizabeth Shrivastava**  
(Managing Director)

**Ashit P Dave**  
(Executive Director)

**Pradeep P. Dave**  
(Executive Director)

AIMCO PESTICIDES LIMITED

Registered Office : B1/1, MIDC Indl. Area, Lote Parshuram, Vill:Awashi, Taluka:Khed, Dist: Ratnagiri, Maharashtra 415 707.

ATTENDANCE SLIP

Full name of the Shareholder

(In Block Letters) \_\_\_\_\_

Ledger folio No. / Client ID No. \_\_\_\_\_ No. of Share(s) held \_\_\_\_\_

Name of Proxy

(In Block Letter) \_\_\_\_\_

I hereby record my presence at the Twenty-Seventh Annual General Meeting of the Company to be held at B1/1, MIDC Indl. Area, Lote Parshuram, Vill:Awashi, Taluka:Khed, Dist: Ratnagiri, Maharashtra 415 707 on Tuesday, the 30TH September, 2014 at 12.00 noon.

\* To be signed at the time of handing over this slip.

Member's or Proxy's Signature

AIMCO PESTICIDES LIMITED

Registered Office : B1/1, MIDC Indl. Area, Lote Parshuram, Vill:Awashi, Taluka:Khed, Dist: Ratnagiri, Maharashtra 415 707.

FORM OF PROXY

Reg Folio No. / Client ID No. & Name of the Shareholder to be furnished below)

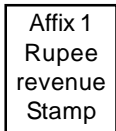
I/We.....of..... in the district of .....

being a member/members of AIMCO PESTICIDES LIMITED hereby appoint ..... of

..... in the district of ..... or failing him ..... of

..... in the district of..... as my/our proxy to vote for me/us and on my/our behalf at the Twenty-Seventh Annual General Meeting of the Company to be held on Tuesday, the 30TH September, 2014 at 12.00 noon.

Signed this.....day of.....2014.



- NOTE: 1. The form should be signed across the stamp as per specimen signature registered with the Company. 2. The Proxy must be returned so as to reach the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting. 3. A proxy need not be a member.

**AIMCO PESTICIDES LIMITED**

AIMCO PESTICIDES LIMITED, Registered Office: B-1/1 MID C Indl Areaawashi, Khed, lote Parshuram,  
Maharashtra India - 415707, CIN No. L24210MH1987PLC044362

**BALLOT/POLL FORM**

(The members who are not able to attend the annual general meeting can send their assent or dissent in writing in respect of the resolutions as set out in the Notice by sending the duly filled and signed ballot/Poll form to Mr. Sanjay Parab, Practicing Company Secretary (the Scrutinizer) C/o Link Intime Indai Pvt. Ltd. C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400 078)

Name	:	_____
Address	:	_____
		_____
DP Id*	:	_____
Client Id*	:	_____
Folio No.	:	_____
No. of shares held	:	_____

\*Applicable for investors holding shares in Electronic form.

I/We hereby exercise my/our vote in respect of the Ordinary resolution(s) / Special Resolution(s) as specified in the notice of Aimco Psticides Limited to be passed through postal ballot/Poll for the business stated in the said notice by conveying my/our assent or dissent on the said resolution in the relevant box below.

Sr. No.	Resolution	TYPR OF RESOLUTION (ORDINARY/SPECIAL)	No. of Ordinary Shares for which votes cast	(FOR)	(AGAINST)
				I/We assent to the Resolutions	I/We dissent to the Resolutions
<b>Ordinary Business</b>					
1	Adoption of Audited Financial Statement for the year ended March 31, 2014.	Ordinary			
2	Re-Appointment of Mr. Ashit P. Dave as an Director.	Ordinary			
3	Appointment Of M/s. CNK & Associates LLP, Chartered Accountants, as Auditors	Ordinary			
<b>Special Business</b>					
4	To appoint Mr. Ramgopal Kaja, a Independent Director.	Ordinary			
5	Borrowing powers of the Board	Special			
6	Creation of Charge on the Assets of the Company	Special			

PLACE: \_\_\_\_\_

DATE: \_\_\_\_\_

\_\_\_\_\_  
SIGNATURE OF MEMBER/BENEFICIAL OWNER

**BOOK-POST**

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To.

*If undelivered, please return to :*

**AIMCO PESTICIDES LIMITED**

B1/1, MIDC Indl. Area,

Lote Parshuram, Vill:Awashi,

Taluka:Khed, Dist: Ratnagiri,

Maharashtra 415 707.