

ANNUAL REPORT 2013-2014



Super Crop Safe Limited





Ishwarbhai B. Patel
Chairman & Managing Director



NSIC-CRISIL Rating : SE1B

**'Highest Performance
Capability and
Moderate Financial
Strength'**

indicates the level of
creditworthiness, adjudged in
relation to other SSIs

Report Date **Valid Till**
May 28, 2014 May 27, 2015

CHAIRMAN'S STATEMENT

Dear Shareholders,

It gives me immense pleasure in addressing this communication to you, particularly considering the fact that the Fiscal Year 2013-14 in a way is a landmark year for your Company considering the fact that your Company has surpassed the Sales figure of Rs. 61 crores and also considering the fact that we are now considered as a Serious Long Term Player in the national market of agrochemicals.

Let me share with you certain important developments which I feel are strategic in terms of charting the course of the future growth trajectory of your Company. Thus first and foremost, your Company has continued its strong march of further consolidating its position as a leading quality supplier of high quality agrochemicals countrywide with our presence being in 8 states in brand product and others states in bulk formulations. Thus most of the major companies in this industry are our customers or suppliers. It is heartening to mention that notwithstanding the continuation of a relatively depressed economic growth scenario in the major markets of the country and overseas, we have actually achieved a positive growth through a growth in the market share and also by geographical extension of our market reach which is now practically in major parts of the contrary.

However, more heartening is the fact that the endeavour that we began in the marketing and production around 6 years ago and continued till date has now gathered momentum and in the year to come this will be a major growth driver on a sustained basis. In Fiscal year 2013-14 we have achieved a 10.59% which predominantly has come through increased sales in the different levels of customers in wide spread geographical area. Today your Company is servicing major agrochemicals companies in domestic and export markets. Several new opportunities are under development. Thus, the medium to long term growth prospects are indeed bright.

Through a strong and dedicated team your Company has demonstrated a proven capability profile of finding cost effective and innovative solutions for the customers and this process will continue on a consistent basis in the years to come; which will eventually help your Company in achieving its vision of becoming a one of the National leader in this niche business of agrochemicals.

I gratefully acknowledge the un-stinted support of all the Board Members and Senior Managerial Personnel, the Staff Members and Workers and each and every member of SCSL family for their untiring efforts in making the Company what it is today. I cannot forget our customers, vendors and suppliers for reposing strong confidence in the Company. I also acknowledge the kind co-operation and support of bankers. Last but not the least, I sincerely once again thanks all the stake holders for supporting the encouraging in Company's endeavour.

Ishwarbhai B. Patel
Chairman & Managing Director



COMPANY INFORMATION

BOARD OF DIRECTORS

Shri Ishwarbhai B. Patel	<i>Chairman & Managing Director</i>
Shri Ambalal B. Patel	<i>Executive Director</i>
Shri Nitinbhai I. Patel	<i>Executive Director</i>
Shri Piyushbhai K. Patel	<i>Non Executive Independent Director</i>
Shri N. R. Krishna	<i>Non Executive Independent Director</i>
Shri Kaushal C. Patel	<i>Non Executive Independent Director</i>

AUDITORS

Parimal S. Shah & Co.,
Chartered Accountants
104-105/B, Anand Chambers,
Near Old High Court Rly. Crossing,
Behind Hindustan Garage,
Ahmedabad - 9.

BANKERS

HDFC Bank Ltd.
State Bank of India
ICICI Bank Limited
Yes Bank Ltd.

REGISTRARS & SHARE TRANSFER AGENTS

Link Intime India Pvt. Ltd.
C-13, Pannalal Silk Mills Compound,
L. B. S. Marg, Bhandup (W),
Mumbai - 400 078.

FACTORY

Survey No.: 864
At & Post : Himatpura (Bilodra)
Ta : Mansa, Dist : Gandhinagar.

REGISTERED OFFICE

C-1/290, G.I.D.C. Estate,
Phase I, Naroda, Ahmedabad - 382 330.

CIN

L24231GJ1987PLC009392

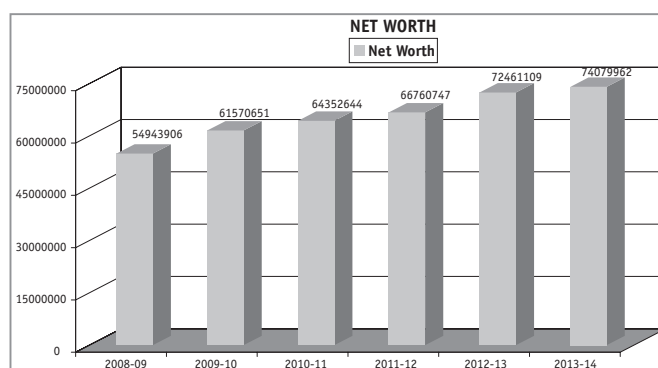
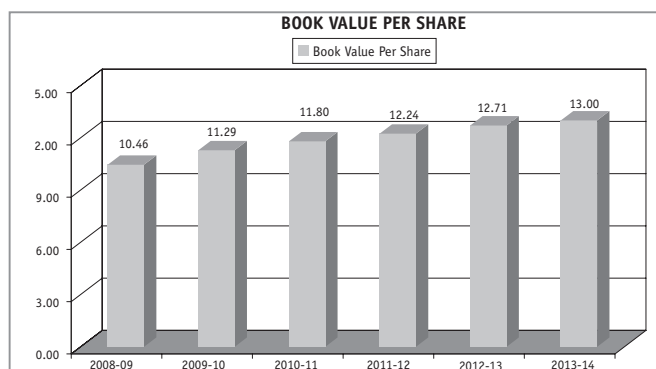
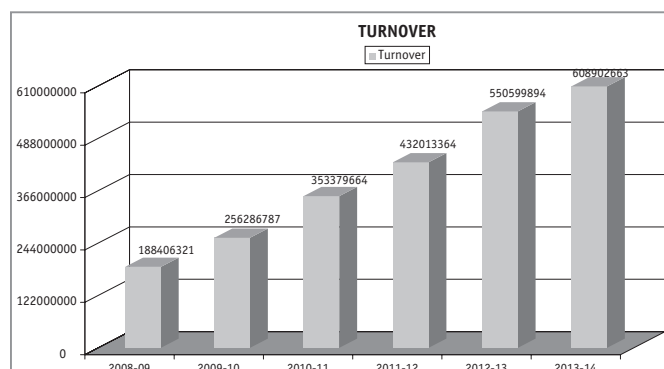
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FINANCIAL HIGHLIGHTS AND KEY INDICATORS

Year	2013-14	2012-13	2011-12	2010-11	2009-10	2008-09
Turnover	608902663	550599894	432013364	353379664	256286787	188406321
Earning Before Depreciation and Tax (EBDT)	12497066	11888362	12838729	11343904	7754557	11072581
Depreciation	4403150	3851483	3429753	2928689	2061429	1029334
Profit After Tax	4953213	8036879	5559069	5952328	4126745	8748770
Equity Dividend	2850000	2850000	2727350	2727350	0	0
Earning Per Share	0.8690	0.8396	1.0191	1.0912	0.7829	1.6649
Reserves and Surplus	17204128	15585275	12337913	9948644	7166651	2539906
Net Worth	74079962	72461109	66760747	64352644	61570651	54943906
Gross Fixed Assets	66254868	48984744	48992576	40064183	33175158	26800236
Net Fixed Assets	29848359	25200673	25884798	20389128	16308934	11892971
Market Capitalisation	83790000	106305000	101457420	103639300	65347306	32053670
Number of Share	5700000	5700000	5454700	5454700	5454700	5254700
Book Value Per Share	13.00	12.71	12.24	11.80	11.29	10.46





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NOTICE

NOTICE is hereby given that the **Annual General Meeting** of the Company will be held on **Thursday, 11th September, 2014 at 11.00 a.m.** at the Registered Office of the Company at C-1/290, GIDC Estate, Phase I, Naroda, Ahmedabad 382 330 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Balance Sheet as at 31st March, 2014, the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors' thereon.
2. To declare dividend on Equity Shares for the financial year ended 31st March, 2014.
3. To appoint a Director in place of Mr. Nitinbhai I Patel (DIN: **00206561**), who retires by rotation and being eligible offers himself for re- appointment.
4. To appoint a Director in place of Mr. Piyushbhai K Patel (DIN: **01051013**), who, retires by rotation and being eligible offers himself for re- appointment.
5. To consider and if thought fit, to pass with or without modification/s, the following resolution as an **Ordinary Resolution**:
"**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013; M/s Parimal S. Shah & Co., Chartered Accountants, (Firm Regn. No. 107591W) be and are hereby appointed as Auditors of the Company to hold office for a period of three (3) years from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting for the financial year 2016-17 at such remuneration plus Service tax at the applicable rate, from time to time, plus traveling and out-of-pocket expenses incurred by them for the purpose of audit of the Company's accounts, exclusive of any remuneration, fees or charges payable to them for rendering any other services that may be rendered by them to the Company from time to time other than in the capacity of Auditors, as may be fixed by the Board of Directors."

SPECIAL BUSINESS:

6. 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, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, and as also pursuant to Clause 49 of the Listing Agreement, **Mr. N. R. Krishna (DIN:00229442)**, a Non-Executive Director of the Company whose period of the office is liable to determination by retirement of Directors by rotation and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, being eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of 5 (five) consecutive years w.e.f. 1st April, 2014.
RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."
7. To consider and if thought fit, to pass with or without modification/s, the following resolution as an **Ordinary Resolution**:
"**RESOLVED THAT** Ms Kalapana Pandya (DIN: 06945909), a Non Executive Independent Director who was appointed as an Additional Director of the Company by the Board of Directors w.e.f 9th August, 2014 pursuant to the provisions of Section 161 of the Companies Act, 2013 (Act) and Articles of Association of the Company and whose term of office expires at this Annual General Meeting and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act, who is eligible for appointment pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV of the Act, as amended from time to time, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of 5 (five) consecutive years w.e.f. 11th September, 2014"
RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."
8. To consider and if thought fit, to pass with or without modification/s, the following resolution as a **Special Resolution**:
"**RESOLVED THAT** in supersession of the resolution passed under Section 293(1)(d) of the erstwhile Companies Act, 1956 and pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification/s or re-enactment thereof for the time being in force), consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "Board" which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this resolution) to borrow by way of loan / debentures (whether secured or unsecured) / bonds / deposits / fund based / non fund based limits / guarantee for the purpose of the business of the Company any sum or sums of money either in Indian or Foreign Currency from time to time from any Bank(s) or any Financial Institution(s) or any other Institution(s), firm(s), body corporate(s), or other person(s) or from any other source in India or out side India whatsoever in addition to the temporary loans obtained from the Company's Banker(s) in the ordinary course of business provided that the sum or sums so borrowed under this resolution and remaining outstanding at any time shall not exceed in the aggregate 25 Crores (Rupees Twenty Five Crores only).
"RESOLVED FURTHER THAT the Board of Directors or its committee thereof be and is hereby authorised to take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution."

9. To consider and if thought fit, to pass with or without modification/s, the following resolution as a **Special Resolution**:

"RESOLVED THAT in supersession of the resolution passed under Section 293(1)(a) of the erstwhile Companies Act, 1956 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof), consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "Board" which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this resolution) to create such charges, mortgages and hypothecation in such form and manner and with such ranking and at such time and on such terms as the Board may determine on all or any of the movable and / or immovable properties of the Company, both present and future, in favour of the lender(s), agent and the trustees for securing the borrowings / financial assistance obtained / to be obtained from banks, public financial institutions, body(ies) corporate or any other party and / or to give a collateral security for the borrowings / guarantees of any group / associate Company or otherwise to charge the assets of the Company, for monies availed / to be availed by way of loans, (in foreign currency and / or rupee currency) and securities (comprising fully / partly convertible debentures and / or non-convertible debentures with or without detachable or non-detachable warrants and / or Secured / Un-Secured Premium Notes and / or floating rates notes / bonds / fund based / non fund based limits / guarantee or other debt instruments), issued / to be issued by the Company, from time to time, up to value not exceeding limit approved by shareholders under Section 180(1)(c) of the Companies Act, 2013 from time to time, together with interest, at the respective agreed rates, additional interest, compound interest, in case of default, accumulated interest, liquidated damages, commitment charges, premia prepayment, remuneration of the agent(s), trustee(s), premium if any on redemption, all other cost, charges and expenses including any increase as a result of devaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the loan agreement, heads of agreement, debenture trust deeds or any other documents, entered into / to be entered into between the Company and the lenders, agents and trustees in respect of the said loans / borrowings / debentures / bonds and containing such specified terms and conditions and covenants in respect of enforcement of security(ies) as may be stipulated in their behalf and agreed to between the Board of Directors or Committee thereof and the lenders, agent(s), trustee(s).

"RESOLVED FURTHER THAT Board of Directors or its Committee be and is hereby authorised to do such acts, deeds and things as may be deemed expedient to give effect to the above resolution."

10. To consider and if thought fit, to pass with or without modification/s, the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification/s or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company.

"RESOLVED FURTHER THAT Mr. Nitin Patel, Executive Director of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

11. To consider and if thought fit, to pass with or without modification/s, the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to section 188(1) of the Companies Act, 2013 read with Companies Rules 2014 and other applicable provisions if any of the "Act", the consent of the members of the Company be and is hereby accorded to enter into the transactions as contained in the draft agreement, a copy whereof initialed by the Chairman for the purpose of identification is placed before the meeting and as detailed below for the period of 3 years with effect from 1st October, 2014 with **SUPER INDUSTRIES, a proprietorship firm**.

- i. For **Purchase** of material and/ or components for the value not exceeding **Rs. 500 lacs per annum**.
- ii. For **Sale** of goods and/ or components for the value not exceeding **Rs. 300 lacs per annum**.
- iii. For **Rent** on Immovable property for the value not exceeding **Rs. 300000/- per annum**.

"RESOLVED FURTHER THAT that anyone of the Whole time directors of the Company be and is hereby authorized to enter into the said agreement on behalf of the Company."

12. To consider and if thought fit, to pass with or without modification/s, the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to section 188(1) of the Companies Act, 2013 read with Companies Rules 2014 and other applicable provisions if any of the "Act", the consent of the members of the Company be and is hereby accorded to enter into the transactions as contained in the draft agreement, a copy whereof initialed by the Chairman for the purpose of identification is placed before the meeting and as detailed below for the period of 3 years with effect from 1st October, 2014 with **PIONEER PESTICIDE INDUSTRIES, a proprietorship firm**.

- i. For **Purchase** of material and/ or components for the value not exceeding **Rs. 500 lacs per annum**.
- ii. For **Sale** of goods and/ or components for the value not exceeding **Rs. 300 lacs per annum**.

"RESOLVED FURTHER THAT that anyone of the Whole time directors of the Company be and is hereby authorized to enter into the said agreement on behalf of the Company.



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13. To consider and if thought fit, to pass with or without modification/s, the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to section 188(1) of the Companies Act, 2013 read with Companies Rules 2014 and other applicable provisions if any of the "Act", the consent of the members of the Company be and is hereby accorded to enter into the transactions as contained in the draft agreement, a copy whereof initialed by the Chairman for the purpose of identification is placed before the meeting and as detailed below for the period of 3 years with effect from 1st October, 2014 with **VIP INDUSTRIES**, a proprietorship firm.

- i. For **Purchase** of material and/ or components for the value not exceeding **Rs. 200 lacs per annum**.
- ii. For **Sale** of goods and/ or components for the value not exceeding **Rs. 100 lacs per annum**.

"RESOLVED FURTHER THAT that anyone of the Whole time directors of the Company be and is hereby authorized to enter into the said agreement on behalf of the Company."

14. To consider and if thought fit, to pass with or without modification/s, the following resolution as an **Special Resolution**:

- i. **"RESOLVED THAT** pursuant to section 188(1) of the Companies Act, 2013 read with Companies Rules 2014 and other applicable provisions if any of the "Act", the consent of the members of the Company be and is hereby accorded to enter into the transactions for **Purchase** of packing material for the value not exceeding **Rs. 100lacs per annum** as contained in the draft agreement, a copy whereof initialed by the Chairman for the purpose of identification is placed before the meeting for the period of 3 years with effect from 1st October, 2014 with **GOPINATH PACKAGING**, a partnership firm registered under Partnership Act, 1932.

"RESOLVED FURTHER THAT that anyone of the Whole time directors of the Company be and is hereby authorized to enter into the said agreement on behalf of the Company."

15. To consider and if thought fit, to pass with or without modification/s, the following resolution as an **Special Resolution**:

"RESOLVED THAT pursuant to section 188(1) of the Companies Act, 2013 read with Companies Rules 2014 and other applicable provisions if any of the "act", the consent of the members of the Company be and is hereby accorded to enter into the transactions for **Purchase** of packing material for the value not exceeding **Rs. 150lacs per annum** as contained in the draft agreement, a copy whereof initialed by the Chairman for the purpose of identification is placed before the meeting for the period of Three years effective from 1st October, 2014 with **GOPINATH PLASTIC PACKAGING**, a partnership firm registered under Partnership Act, 1932.

RESOLVED FURTHER THAT that anyone of the Whole time directors of the Company be and is hereby authorized to enter into the said agreement on behalf of the Company."

By Order of the Board of Directors

Sd/-

Ishwarbhai I Patel
Chairman

Place : Ahmedabad

Date : 9th August, 2014.

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.

As per Section 105 of the Companies Act, 2013 and Rule 19, Sub-Rule (2) of the Companies (Management and Administration) Rules, 2014, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights.

If the appointer is a corporation, the proxy must be executed under seal or the hand of its duly authorized officer or attorney.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as may be applicable.

2. The Register of Members and the Share Transfer books of the Company will remain closed from **5th September, 2014 to 11th September, 2014 (both days inclusive)** for annual closing and determining the entitlement of the shareholders to the dividend for the year 2014.
3. Shareholders holding shares in electronic form are hereby informed that bank particulars registered against the respective depository accounts will be used by the Company for payment of the dividend. The company or its Registrar cannot act on any request received directly from the shareholders, holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants of the shareholders.
4. Shareholders holding shares in physical form are requested to advise any change of address immediately to the Company's Registrar and Share transfer agents, Link Intime India Pvt. Ltd., C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai 400 078.
5. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business to be transacted at the meeting, is annexed hereto.
6. The dividend of Rs. 0.50/- per share has been recommended by the Board of Directors for the year ended 31st March, 2014 and subject to the approval of the shareholders at the ensuing Annual General Meeting, is proposed to be paid on and from 20th



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September, 2014 to those shareholders, whose names appeared on the Register of members of the Company on **4th September, 2014**. In case of shares held in dematerialised form, the dividend there on, upon its declaration at the meeting, shall be paid to the beneficial owner as per the list provided by the depositories for the said purpose.

7. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
9. Details under Clause 49 of the Listing Agreement with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
10. Electronic copy of the Annual Report for 2014 is being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2013 is being sent in the permitted mode.
11. Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2014 will also be available on the Company's website www.supercropsafe.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days.
12. Members holding shares in physical mode may also send the request to the Company or its Registrar by letter or by email at **Ahmedabad@linkintime.co.in** to receive the soft copy of the Annual Report by email instead of hard copy. Members are requested to bring their Attendance Slip along with their copy of Annual Report to the Meeting.
13. Members are requested to provide their client ID and DP ID numbers at the meeting for easy identification.
14. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their questions in writing to the Company at least 10 (Ten) days before the date of the Meeting so that the information required may be made available at the Meeting.
15. Members are requested to note that dividends not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be, as per Section 125 of the Companies Act, 2013, transferred to the Investor Education and Protection Fund established by the Central Government pursuant to the provisions of the Investor Education and Protection Fund.

16. GREEN INITIATIVE:

The Ministry of Corporate Affairs ("MCA"), Government of India, through its Circular No. 17/2011 dated 21st April, 2011 and Circular No. 18/2011 dated 29th April, 2011, has allowed companies to send Annual Report comprising of Balance Sheet, Statement of the Profit & Loss, Directors' Report, Auditors' Report and Explanatory Statement etc., through electronic mode to the registered e-mail address of the members. Keeping in view the underlying theme and the circulars issued by MCA, we propose to send future communications in electronic mode to the e-mail address provided by you to the depositories and made available by them being the registered address. By opting to receive communication through electronic mode you have the benefit of receiving communications promptly and avoiding loss in postal transit.

17. All documents referred to the accompanying Notice and Explanatory Statement shall be open for inspection at the Registered Office of the Company on all working days except Sunday and public holidays between 11.00 a.m. to 1.00 p.m. upto and including the date of Annual General Meeting of the Company.

18. INSTRUCTIONS FOR e-VOTING:

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide e -voting facility which will enable the members to exercise their rights to vote at the ensuing Annual General Meeting (AGM) by electronics means. Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate e-voting.

The instructions for members for voting electronically are as under:

- i. Log on to the e-voting website www.evotingindia.com
- ii. Click on "Shareholders" tab.
- iii. 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.
- iv. Next enter the Image Verification as displayed and Click on Login.



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- v. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vi. If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/ folio number in the PAN field. In case the folio 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 folio number 100 then enter RA00000100 in the PAN field.
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"> 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 number of shares held by you as on the cut off date in the Dividend Bank details field.

- vii. After entering these details appropriately, click on "SUBMIT" tab.
- viii. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x. Click on the **EVSN 140813040** along with **SUPER CROP SAFE LIMITED** on which you choose to vote.
- xi. 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.
- xii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiii. 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.
- xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xv. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvi. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

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



Super Crop Safe Limited

SECTION B - COMMENCEMENT OF E-VOTING PERIOD AND OTHER E-VOTING INSTRUCTIONS:

- The e-Voting period commences on 05th September, 2014 (9.00 a.m.) and ends on 07th September, 2014 (6.00 p.m.). During these period shareholders of the Company, holding shares either in physical form or in the dematerialized form, as on cutoff date of 8th August, 2014 may cast their vote electronically. The e-Voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- The voting rights of shareholders shall be in proportion to their shares of the Paid Up Equity Share Capital of the Company.
- PCS Kaushik Shah of M/s K J Shah & Company, Practising Company Secretary FCS 2420; CP No: 1414 of 301, "Sampanna" Complex, Opp. Havmour Restaurant, Navrangpura, Ahmedabad 380009 has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
- 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, and submit forthwith to the Chairman of the Company.
- The results declared along with the scrutinizer's report shall be placed on the Company's website www.supercropsafe.com and on the website of CDSL <https://www.evotingindia.com> within two working days of the passing of the resolutions at the AGM of the Company and communicated to the BSE Limited where the shares of the Company are listed.

Company's Details:

SUPER CROP SAFE LIMITED

C-1/290, G.I.D.C Estate, Phase I, Naroda, Ahmedabad 382 330 Gujarat, India

CIN: L24231GJ1987PLC009392

E-mail ID: super_crop_safe@yahoo.com

Registrar and Transfer Agent:

LINK INTIME INDIA PRIVATE LIMITED

C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai 400 078

E-Voting Agency: Central Depository Services (India) Limited

E-mail ID: helpdesk.evoting@cdslindia.com

Scrutinizer: CS Kaushik Shah of K J Shah & Company

Practising Company Secretary

E-mail ID: kjshahco@gmail.com

BRIEF RESUME OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AND DIRECTORS APPOINTED SINCE LAST A.G.M

Particulars	Mr. Nitin. I. Patel	Mr. Piyush. K. Patel	Mr. N. R. Krishna	Mrs. Kalpanaben J. Pandya
Date of Birth	24-10-1971	28-02-1944	01-07-1960	01-08-1959
Appointed on	02-09-1991	02-09-1991	29-06-2002	09-08-2014
Qualifications	Under Graduate	D.M.E	B.A.	B.Sc.
Expertise in Specific Functional Areas	Business	Business	Business	Housewife
Directorships held in other Public Companies (excluding foreign companies)	No	Yes	No	No
Membership/ Chairmanship of Committees across public Companies	No	No	No	No
Shareholding	293800	NIL	NIL	583

ANNEXURE TO NOTICE

(Explanatory Statement pursuant to section 102 of the Companies Act, 2013)

Item Nos. 6&7:

The Company had, pursuant to the provisions of clause 49 of the Listing Agreements entered with the Stock Exchanges, appointed, Mr. N. R. Krishna as Independent Directors in compliance with the requirements of the clause.

Pursuant to the provisions of Section 149 of the Act, which came in to effect from 1st April, 2014, every listed public company is required to have at least one-third of the total number of directors as Independent Directors, who are not liable to retire by rotation. Pursuant to clause 49 of the Listing Agreement with Stock Exchanges, an Independent Director cannot hold office for more than two consecutive



Super Crop Safe Limited

terms of five years each and any tenure of an Independent Director on the commencement of the Companies Act, 2013 shall not be counted as a term. Hence, the said Independent Directors are proposed to be appointed for a period as mentioned in the respective resolutions from the conclusion of this Annual General Meeting.

The Board of Directors at its meeting held on 9th August, 2014 appointed Ms Kalpanaben Pandya as an additional director of the Company. According to the provisions of Section 161 of the Companies Act, 2013, she holds office as a Director up to the date of ensuing Annual General Meeting.

Mr. N. R. Krishna and Ms Kalpanaben Pandya have given a declaration to the Board that they meet the criteria of independence as provided under Section 149(6) of the Act. In the opinion of the Board, each of these directors fulfill the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Directors and they are independent of the management.

Mr. N. R. Krishna and Ms Kalpanaben Pandya are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors.

The Company has received notices in writing from member under Section 160 of the Act proposing the candidatures of each of Mr. N. R. Krishna and Kalpanaben Pandya for the office of Directors of the Company.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of these directors as Independent Directors is now being placed before the Members for their approval.

The terms and conditions of appointment of the above Directors shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Sunday.

Brief resume and other details of the Independent Directors whose appointment is proposed are provided in the annexure to the Explanatory Statement attached herewith.

Mr. N.R. Krishna and Kalpanaben Pandya are deemed to be interested in the resolutions set out respectively at Item Nos. 6&7 of the Notice with regard to their respective appointments.

The Board of Directors recommends the said resolutions for your approval.

Save and except the above, none of the other Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in anyway, concerned or interested in the above resolutions.

Item No. 8:

The members of the Company under section 293(1) (d) of the erstwhile Companies Act, 1956 had authorised Board of Directors to exercise borrowing powers the outstanding amount of which at any time shall not exceed Rs. 25 Crores (Rupees Twenty Five Crores only) in aggregate.

Section 180(1)(c) of the Companies Act, 2013 which has replaced Section 293(1)(d) of the Companies Act, 1956 provides that the Board of Directors shall not borrow in excess of the Company's paid up share capital and free reserves, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, except with the consent of the Company accorded by way of 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. upto 11 September, 2014.

Accordingly, it is, therefore, necessary for the members to pass a special resolution under Section 180(1)(c) of the Companies Act, 2013, to enable to the Board of Directors to borrow money the outstanding amount of which at any time shall not exceed in the aggregate of Rs 25 Crores (Rupees Twenty Five Crores Only).

The Board of Directors recommends the above resolution for your approval.

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in anyway, concerned or interested in the above resolution.

Item No. 9:

The members of the Company under section 293(1)(a) of the erstwhile Companies Act, 1956 had authorised the Board of Directors to create charge on all or any of the movable or immovable properties of the Company pursuant to Section 293(1)(a) of the Companies Act 1956 subject to the limits up to 25 Crores (Rupees Twenty Five Crores only)

Section 180(1)(a) of the Companies Act, 2013 which has replaced Section 293(1)(a) of the Companies Act, 1956 provides that the Board of Directors shall create charge on all or any of the movable or immovable properties of the Company, except with the consent of the Company accorded by way of 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 the notification of Section 180 of the Companies Act, 2013 i.e. upto 11 September, 2014.

Accordingly, it is, therefore, necessary for the members to pass a **Special Resolution** under Section 180(1)(a) of the Companies Act, 2013 for creation of security upto limit specified in the resolution passed under Section 180(1)(c) of the Companies Act, 2013.

The Board of Directors recommends the above resolution for your approval.



Super Crop Safe Limited

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in anyway, concerned or interested in the above resolution.

Item No 10:

The existing Articles of Association ("AOA") are based on the Companies Act, 1956 and several regulations in the existing AOA contain references to specific Sections of the Companies Act, 1956 and some regulations in the existing AOA are no longer in conformity with the Act.

With the coming into force of the Companies Act, 2013, several regulations of the existing AOA of the Company require alteration or deletion. Accordingly, it is proposed to replace the entire existing AOA by a set of new Articles.

The new AOA to be substituted in place of existing AOA are based on Table 'F' of the Companies Act, 2013 which sets out the model Articles of Association for a Company limited by shares.

The proposed new draft of AOA is being uploaded on the Company's website for perusal by the shareholders.

The Board of Directors recommends the above resolution for your approval.

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in anyway, concerned or interested in the above resolution

Item Nos. 11 to 15:

Pursuant to the proviso of section 188 (1) of the Companies Act, 2013 read with the revised Clause 49 to be effective from 1st October, 2014, no contract or arrangement can be entered into with a related party for any item specified in the said proviso except with the prior approval of the General Meeting by way of Special Resolution.

The Audit Committee have also reviewed and recommended the said transactions.

The Company always enters into the transactions with all related parties as mentioned in Item No. 11 to 15 at prevailing market rate.

The details along with the relationship, nature and volume of the transactions are summarized below.

Name of the Party	Nature of Relation/ Interest	Nature of Transactions	Value of transactions per annum
Super Industries	Controlling interest by director	Purchase	500 lacs
		Sales	300 lacs
		Rent	3 lacs
Pioneer Pesticides Industries	Controlling interest by director's relative	Purchase	500 lacs
		Sales	300 lacs
VIP Industries	Controlling interest by director's relative	Purchase	200lacs
		Sales	100 lacs
Gopinath Packaging	Controlling interest by director's relative	Purchase	100 lacs
Gopinath Plastic Packaging	Controlling interest by director's relative	Purchase	150 lacs

Your Directors recommend the resolution for your approval.

None of the Directors except Mr. Ishwarbhai B. Patel, Mr. Ambalal B. Patel, Mr. Nitinbhai I. Patel, Directors of the Company and their "Relatives" is concerned or interested in the proposed resolution.

By Order of the Board of Directors

Sd/-

Place : Ahmedabad
Date : 9th August, 2014.

Ishwarbhai I Patel
Chairman



Super Crop Safe Limited

DIRECTORS' REPORT

To,
Dear Members,

Your Directors have pleasure in submitting their Annual Report together with the Audited Statements of accounts for the year ended 31st March 2014.

FINANCIAL RESULTS:-

The working results of the company for the year under report are as follows:-

(Rs.)

Particulars	2013-14	2012-13
Profit / (Loss) before Depreciation	1,24,97,066	1,18,88,362
Less: Depreciation	44,03,150	38,51,483
Profit / (Loss) before Taxation	80,93,916	80,36,879
Less: Deferred Tax	87,423	48,555
Less: Current Tax	30,53,280	33,93,532
Net Profit / (Loss) after Depreciation & Tax	49,53,213	45,94,792
General Reserve	16,18,853	12,60,432
Dividend on equity shares	28,50,000	28,50,000
Tax on Dividend	4,84,360	4,84,560

OPERATIONS:-

During the year under report, the company continued to reach the new heights in sales and profit as well. Sales of the company have increased to Rs. 65,12,56,872/- (Previous Year Rs. 60,02,61,838/-) which shows encouraging growth in total revenue and speaks about the efficient working of the company.

Members are aware that changes were introduced by your directors in marketing strategy a few years back and since then performance of the company is improving, which have resulted in strengthening the financial position of the company. The encouraging results are before you. Your company has done very well even during the global depression in the country and overseas market.

DIVIDEND:-

Your Directors have recommended dividend of Rs. 0.50 per Equity Share for the current financial year (Previous year Rs. 0.50), amounting to Rs. 33,34,360 (inclusive of tax Rs. 4,84,360), Previous year Rs. 33,34,360 (inclusive of tax Rs. 4,84,360). Those members whose names are registered on the Register of Members on 11th September, 2014, will be entitled to dividend.

In respect of shares held in the dematerialized form, the dividend will be paid to the members whose names are furnished by NSDL and CDSL, as beneficiary owners.

FIXED DEPOSIT:-

The Company has not accepted any deposit to which the provisions of Section 58-A of the Companies Act, 1956 are applicable.

PARTICULARS REGARDING EMPLOYEES:-

There are no employees who are in receipt of remuneration exceeding the limit specified under section 217 (2A) of the Companies Act, 1956.

DISCLOSURE OF PARTICULARS:-

Particulars relating to conservation of Energy, Technology Absorption, Foreign exchange earnings and outgo pursuant to Section 217 (1) (e) of the Companies Act, 1956, are given separately in the Annexure hereto and form part of this report.



Super Crop Safe Limited

DIRECTORS RESPONSIBILITY STATEMENT:-

The Board of Directors of the Company confirms:

- i. that in the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no material departures;
- ii. that the selected accounting policies were applied consistently and the Directors made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at the end of the year under report and of the profit of the company for the year ended on that date;
- iii. that proper and sufficient care has been taken 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. that the annual accounts have been prepared on a going concern basis.

DEMATERIALISATION OF SHARES:-

To provide better and smooth service to the shareholders, the company's Equity shares are now available for dematerialization in electronic form in the Depository System operated by National Securities Depository Limited (NSDL) and Central Depository Services (India) Ltd.(CDSL). This will improve and quicken sale and transfer of shares of company.

Shareholders are, therefore requested to demat their shares in the electronic form at the earliest.

CORPORATE GOVERNANCE:-

Your company believes in transparent management and hence as required under the provisions of Clause 49 of the Listing Agreement with the Stock Exchanges, the report on Corporate Governance and the certificate of auditors of the company in respect of compliance thereof are appended here to and form part of this report.

DIRECTORS:-

In accordance with the Articles of Association of the company, Mr. Nitin I. Patel (DIN : 00206561) and Mr. Piyushbhai K. Patel (DIN : 01051013), directors of the company retire by rotation but being eligible offer themselves for reappointment. You are requested to appoint the directors in their place.

AUDITORS:-

You are requested to appoint auditors from the conclusion of the ensuing Annual General Meeting till the conclusion of Annual General Meeting for the financial year 2016-17 and fix their remuneration. The present Auditors M/s. Parimal S. Shah & Co., Chartered Accountants are eligible for reappointment.

APPRECIATION:-

The Board places on record its appreciation of the sincere and devoted services rendered by all the employees and the continued support and confidence of the customers. The Board also expresses their sincere thanks to the Banks and all other well-wishers for their timely support.

Registered Office:
C-1/290, G. I. D. C. Estate,
Naroda, Ahmedabad-382330.

Date : 29th May, 2014

**For and on behalf of the Board of Directors
for, Super Crop Safe Limited**

(Ishwarbhai B. patel)
Chairman & Managing Director



Super Crop Safe Limited

ANNEXURE TO THE DIRECTORS REPORT FOR THE YEAR 2013-2014

FORM A (See Rule 2)

(Disclosure of Particulars with respect to conservation of energy)

	As on 31-03-2014	As on 31-03-2013
1. Electricity		
[A] Purchased Units	140314	137017
Total Amounts	1011802	976334
Rate / Units	7.21	7.13
[B] Own generation	NIL	NIL

2. Consumption per unit of Production:-

Electricity: In view of varied nature of products and packs, compilation of accurate consumption per unit of products is not feasible.

FORM B (See Rule 2)

A. Research and Development:

The Company has no separate R & D department.

B. Absorption of technology: N.A.

C. Foreign Exchange earnings and outgo.

[i] Earnings:	NIL	NIL
[ii] Outgo on A/c of Import of Raw Material	\$263161	\$210695



Super Crop Safe Limited

CORPORATE GOVERNANCE

1. PHILOSOPHY on code of corporate governance:

The Company is committed to continue the practice of good corporate governance. In accordance with the clause 49 of Listing Agreement with Bombay Stock Exchange (BSE) and some of the best practices adopted internationally, the report containing the details of corporate governance systems and processes at Super Crop Safe Limited (SCSL) is as under:

At SCSL, Corporate Governance is all about maintaining a valuable relationship and trust with all stakeholders. We have a defined policy framework for ethical conduct of business.

The Security and Exchange Board of India (SEBI) regulated Corporate Governance for Listed Companies through Clause 49 of its Listing Agreement and the Company is in full compliance with all the requirements of Corporate Governance.

2. BOARD OF DIRECTORS:

a. Composition of Board:

The Board of directors of the Company consists of Six Directors. In Executive Directors, there are One Managing Director, Two Executive Directors and Three Non-executive Independent Directors. The Chairman of the Board is an Executive Director and 50% of the Board comprises of Independent Directors.

Name of the Directors	No. of Board Meeting Attained During the year	Whether Attained AGM held on Sep 28, 2013	No. of other Directorship		No. of outside Committee(s)	
			Public	Private	Public	Private
Mr. Ishwarbhai B Patel (MD)	8	Yes	No	No	No	No
Mr. Ambalal B Patel (ED)	8	Yes	No	No	No	No
Mr. Nitinbhai I Patel (ED)	8	Yes	No	No	No	No
Mr. Piyushbhai K Patel (Independent)	6	Yes	Yes	No	No	No
Mr. N.R. Krishna (Independent)	5	No	No	No	No	No
Mr. Kaushal C Patel (Independent)	8	Yes	No	No	No	No

Attention of the members is invited to the relevant items in the Notice of the Annual General Meeting for seeking their approval for the aforesaid appointments. The information as required under clause 49(IV) (G) of the Listing Agreement is annexed to the Notice of the AGM.

b. Details of Board Meeting held during the year 2013-14:

Sr.No	Date of Meeting	No of Directors Present
1	30 th April 2013	6
2	28 th May 2013	6
3	25 th June 2013	6
4	29 th July 2013	5
5	28 th September 2013	4
6	10 th October 2013	6
7	28 th October 2013	5
8	27 th January 2014	5

Agenda and Notes on Agenda are circulated to all the Directors in advance in the defined agenda format. All material information is incorporated in the Agenda papers for facilitating meaningful discussion. Where it is not practicable to send, the same is tabled before the meeting. The following are generally tabled for information and review of the Board.

- ❖ Annual Operating Plans, budget and any updates.
- ❖ Capital budgets and any updates.
- ❖ Quarterly results of the Company.
- ❖ Minutes of meeting of Audit Committee and other committees on the Board
- ❖ The information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of any KMP.
- ❖ Show cause, demand, prosecution notices and penalty notices which are materially important.
- ❖ Any fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems if any.
- ❖ Any material relevant default in financial obligations to and by the Company or substantial nonpayment by the customer for goods sold by the Company.
- ❖ Any issue which involves public or product liability claims of substantial nature, including any judgment order.
- ❖ Transaction that involves substantial payment towards goodwill, brand equity or intellectual property.
- ❖ Significant labour problem and their proposed solutions. Any significant development on the human resources/ industrial relations front like signing of a wage agreement, implementation of VRS etc.
- ❖ Sale of material nature of investments, subsidiary assets which are not in normal course of business.
- ❖ Quarterly details of foreign exchange exposures and steps taken by management to limit the risks of adverse exchange rate movement, if material.
- ❖ Non compliance of any regulatory, statutory or listing requirements and shareholder service such as nonpayment of dividend, delay in share transfer etc.

c. Details of sitting fees, remuneration etc. paid to Directors for the year ended 31st March, 2014:

Sr.No	Name of the Directors	Remuneration Paid to Directors	Sitting fees paid for attending Board/Audit Committee
1	Mr.Ishwarbhai B Patel	9,84,000.00	—
2	Mr. Ambalal B Patel	—	—
3	Mr. Nitinbhai I Patel	9,72,000.00	—
4	Mr. Piyushbhai K Patel	—	—
5	Mr. N. R. Krishna	—	—
6	Mr. Kaushal C Patel	—	—

Note: The Non-Executive Directors are not entitled to any remuneration. As regards to Executive Directors, they are entitled to remuneration as per terms of appointment.

3. COMMITTEES OF THE BOARD:

There are three Board Committees constituted/ reconstituted as at date:

- (1) Audit Committee,
- (2) Nomination and Remuneration Committee,
- (3) Stakeholders Relationship Committee

The terms of reference of the Board Committees are determined by the Board from time to time. The role and composition of these Committees, including the number of meetings held during the financial year and the related attendance, are provided below.

AUDIT COMMITTEE:

3.1.1 Composition of Committee:

The Audit Committee of Directors comprises three Non-Executive Independent directors viz. (1) Mr. Piyushbhai K Patel (2) Mr. N. R. Krishna and (3) Mr. Kaushal C Patel, who all have adequate financial and accounting knowledge.

3.1.2 Meeting and attendance of Audit Committee:

Five Audit Committee meetings were held on 26th April, 2013, 28th May, 2013, 24th July, 2013, 21st October, 2013 and 22nd January, 2014.

The attendance of Audit Committee member is given hereunder:

Sr.No	Name of the Director	Category	No. of meetings attended
1	Mr. Piyushbhai B Patel	Chairman of Committee	5
2	Mr. N. R. Krishna	Member of Committee	4
3	Mr. Kaushal C Patel	Member of Committee	5

The Audit committee at its meeting held on 29th May, 2014 reviewed the Annual Accounts for the year 2013-2014 and recommended the same for approval of the Board of Directors.

The Audit Committee invites such of the executives and directors, as it considers appropriate to be present at its meetings. The Manager, the Accountant, the Statutory Auditors and the Internal Auditors are normally invited to this meeting.

3.1.3 Brief Description of Terms of Reference:

The terms of reference of the Audit Committee are as set out in Clause 49 of the Listing Agreement with the Stock Exchanges, under the Companies Act and with any other applicable laws. The Audit Committee reviews the financial statements of the Company and also performs the following functions:

- to review the audit plan and Company's external auditors report;
- to recommend appointment, remuneration and terms of appointment of auditors of the company;
- to review the financial statements of the Company before their submission to the Board;
- to review with management the quarterly financial statements of the Company before their submission to the Board;
- to review the co-operation given by the Company's officers to the external auditors;
- to discuss nature and scope of audit before audit commences with statutory auditors;
- to review the scope and results of internal audit procedures;
- to nominate external auditors for re-appointment;
- to review interested person transactions; and
- to generally undertake such other functions and duties as may be required by statute or by the Listing Manual, and by such amendments made thereto from time to time.
- It shall have the authority to investigate into any matter relating to accounts as referred to it by the Board and for this purpose; they shall have full access to information contained in "Accounting records" of the Company.

NOMINATION AND REMUNERATION COMMITTEE:

3.2.1 Composition of Committee:

The Company has set up a Nomination and remuneration committee which consist of three Non-Executive independent Directors namely (1) Mr. Piyushbhai K Patel (2) Mr. N. R. Krishna and (3) Mr. Kaushal C Patel

The said Remuneration committees usually review/recommend the remuneration package of the Managing/Whole-time Directors and also senior managerial personnel. The Company pays remuneration by way of salary and perquisites subject to requisite approval from the Board of Directors of the Company and also from the shareholders as prescribed under the Companies Act, 1956 and as amended to the extent under the Companies Act, 2013.

During the Financial Year 2013-14, Mr. Ishwarbhai B Patel and Mr. Nitinbhai I Patel have been paid yearly remuneration of Rs. 9, 84,000 and Rs. 9, 72,000 respectively.

One meeting of Nomination and remuneration committee was held on **22nd April, 2014.**

3.2.2 Terms of Reference:

- The role of the Remuneration Committee is to facilitate the transparency, accountability and reasonableness of the remuneration of Director and Senior Management Personnel.
- The Remuneration Committee will recommend to the Board a framework of remuneration for the Directors, key managerial personnel and other employees and determine specific remuneration packages for each Director.
- All aspects of remuneration, including but not limited to directors' fees, salaries, allowances, bonuses, options and benefits-in-kind shall be covered by the Remuneration Committee.
- Each member of the Remuneration Committee shall abstain from voting any resolutions in respect of his remuneration package.



Super Crop Safe Limited

3.2.3 Remuneration Policy:

There is no pecuniary relationship or transaction by the Company with Non Executive Directors.

The Company pays remuneration to its Executive Chairman, Managing Directors and Executive Directors by way of Salary and perquisites. The remuneration is approved by the Board and is within the overall limits approved by the shareholders.

STAKEHOLDERS RELATIONSHIP COMMITTEE:

3.3.1 Composition of Committee:

The Shareholders/Investors Grievance Committee was constituted to look into the redressal of shareholders/investors grievances, if any, like transfer/transmission/demat of shares, loss of shares certificate, non-receipt of annual report, dividends etc.

Sr.No	Name of the Directors	Position	Category
1	Mr. Piyushbhai K Patel	Non Executive Independent	Chairman
2	Mr. Ishwarbhai B Patel	Executive Director	Member
3	Mr. Nitinbhai I Patel	Executive Director	Member

3.3.2 Scope of Committee:

The Committee oversees the performance of the Registrar and Transfer Agents and recommends measures for overall improvement in the quality of investor services.

One meeting of Share holder/Investor Grievances Committee was held on **22nd April, 2014**.

The Company has received no complaints from Shareholders during the Financial Year 2013-14.

4. GENERAL BODY MEETINGS:

Last three Annual General Meetings of the Company were held are given below:

Financial Year	Date of Meeting	Location of Meeting	Time
2010-11	19 th September, 2011	C-1/2019, G.I.D.C Estate, Naroda, Ahmedabad 382 330	11.00 a.m.
2011-12	29 th September, 2012	C-1/2019, G.I.D.C Estate, Naroda, Ahmedabad 382 330	11.00 a.m.
2012-13	05 th March, 2013	C-1/2019, G.I.D.C Estate, Naroda, Ahmedabad 382 330	11.00 a.m.
2012-13	28 th September, 2013	C-1/2019, G.I.D.C Estate, Naroda, Ahmedabad 382 330	11.00 a.m.

All resolutions moved at the last Annual General Meeting were passed by a show of hands unanimously by members attending the meeting. The followings are the Special Resolutions passed at the previous three Annual General Meetings.

Sr.No	Whether AGM held	Special Resolution Passed	Summary
1.	19 th September, 2011	Yes	Special Resolution for increase in remuneration of Mr. Nitinbhai I Patel and Mr. Ishwarbhai B Patel and for increase in Authorised Share Capital.
2.	29 th September, 2012	Yes	Special Resolution for re appointment and increase in remuneration of Mr. Nitinbhai I Patel, Mr. Ishwarbhai B Patel and Mr. Ambalal B Patel.
3.	5 th March, 2013	Yes	Special Resolution for Issue of equity shares on preferential basis.
4.	28 th September, 2013	-	Nil

5. DISCLOSURES:

During the year under review, besides the transactions mentioned elsewhere in the annual report, there were no significant related party transactions or pecuniary transactions by the Company with its promoter, directors, management and subsidiaries for the year ended on 31st March, 2014 that had a potential conflict with the interests of the Company at large.

The Audit Committee is briefed of the related party transactions undertaken by the Company in the ordinary course of business (summary), material individual transactions which were not in the normal course of business and material individual transactions with related parties or others, which were not at arm's length basis together with management's justification for the same.



Super Crop Safe Limited

The Senior Management has made disclosures to the Board relating to all material, financial and commercial transactions stating that they did not have personal interest that could result in the conflict with the interest of the Company at large.

The Company has complied with various rules and regulations prescribed by the Stock Exchange, Securities and Exchange Board of India or any other statutory authority relating to the capital markets during the last 3 years. No penalties or strictures have been imposed by them on the Company.

The Company follows Accounting Standards issued by the Institute of Chartered Accountants of India and in the preparation of Financial Statements, the Company has not adopted a treatment different from that prescribed in any Accounting Standard.

The Managing Director (CEO) have certified to the Board in accordance with Clause 49(V) of the Listing Agreement pertaining to CEO Certification for the Financial Year ended on 31st March, 2014.

6. MEANS OF COMMUNICATION:

- (i) The Company does not send its half-yearly reports to each shareholder as the same is not required to be sent legally.
- (ii) The quarterly, half-yearly and full year results are regularly submitted to the stock exchange in accordance with the listing agreement and are published in newspapers like The Economic Times.
- (iii) The website of the Company www.supercropsafe.com

7. GENERAL SHAREHOLDER INFORMATION:

i) Annual General Meeting :

Date & Time: Thursday, 11th September, 2014 at 11.00 a.m.

Venue: C-1/290, G.I.D.C Estate, Phase I, Naroda, Ahmedabad 382 330

ii) Financial year : 2013-2014 (1st April to 31st March)

iii) Date of Book Closure: 5th September, 2014 to 11th September, 2014 (Both days inclusive)

iv) Dividend Payment Date: 20th September, 2014.

v) Listing on Stock Exchange: Bombay Stock Exchange Limited

The annual listing fees for the year 2014-15 have been paid to the aforesaid stock Exchange.

vi) Stock Code: 530883(BSE) ISIN No. INE366G01014

vii) Market Price Data:

The monthly high and low shares traded on the Bombay Stock Exchange Limited during the financial year 2013-14.

Month	Year	High (Rs.)	Low (Rs.)
April	2013	20.00	12.80
May	2013	16.45	13.40
June	2013	18.70	14.75
July	2013	16.75	13.70
August	2013	16.69	12.10
September	2013	14.90	13.00
October	2013	15.90	13.30
November	2013	18.20	13.05
December	2013	15.70	12.30
January	2014	15.80	13.05
February	2014	16.40	13.00
March	2014	15.80	13.90

viii) Registrar & Share Transfer Agents:

LINK INTIME INDIA PVT. LTD

C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai 400 078

Phone No.: +9122-25960320 Fax No.: +9122-25960329



Super Crop Safe Limited

ix) Share Transfer Systems:

Presently, the share transfer received in physical form are processed and the share certificate are returned within a period 15 days from the date of receipt, subject to the documents being valid and complete in all respects.

x) Distribution Pattern of shareholding as on 31st March, 2014.

No. of equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares held	% of Shareholding
1-500	1694	70.85	418083	7.33
501-1000	334	13.97	283515	4.97
1001-2000	151	6.31	232797	4.08
2001-3000	46	1.92	117310	2.06
3001-4000	25	1.05	91479	1.61
4001-5000	36	1.51	167864	2.95
5001-10000	48	2.01	342324	6.01
10000 and above	57	2.38	4046628	70.99
Total	2391	100.00	5700000	100.00

Shareholding Pattern as on 31st March, 2014:

Sr.No	Category	Number of shares	% of holding
1.	Promoter's holding	2603498	45.67%
2.	Other Body Corporate	505938	8.87%
3.	FIIS	Nil	Nil
4.	Banks	Nil	Nil
5.	Mutual Funds	Nil	Nil
6.	NRI	3111	0.06%
7.	General Public	2510185	44.04%
8.	Clearing Member	77268	1.36%
	Total	5700000	100%

xi) Dematerialization of equity shares and liquidity:

The Company's equity shares are compulsorily dematerialized. The Company's ISIN No. INE366G01014. Any shareholder, desirous of dematerialization of their shares, is required to approach any Depository Participant for opening of account or for any operational clarification; the Share Certificates are required to be sent to the Company through Depository Participant only. Nearly 89.61% of total equity shares of the Company are held in dematerialized form with following depository.

NSDL: 4372510 Shares (76.71%) CDSL: 735175 Shares (12.90%)

xii) Outstanding GDRs/ADRs/Warrants or any Convertible Instruments conversion date and likely impact on equity:

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments.

xiii) Plant Location :

Survey No. 864 At & Post: Himatpura (Bilodra) Ta: Mansa, Dist: Gandhinagar
Phone: 02763-300101-2-3-4

xiv) Address for Correspondence:

For any assistance regarding dematerialization of shares, share transfers, transmissions, change of address, non-receipt of dividend or any other query relating to shares, and please write to:

LINK INTIME INDIA PRIVATE LIMITED

C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai 400 078

Phone No.: +9122-25960320 Fax No.: +9122-25960329 Email: Ahmedabad@linkintime.co.in

For general correspondence write to:

SUPER CROP SAFE LIMITED

C-1/290, G.I.D.C Estate, Phase-I, Naroda, Ahmedabad 382 330, Gujarat, India

Phone: 079-22823907/32915987 Email :super_crop_safe@yahoo.com



Super Crop Safe Limited

DECLARATION BY CEO UNDER CLAUSE 49 OF THE LISTING AGREEMENT REGARDING ADHERENCE TO THE CODE OF CONDUCT:

In accordance with Clause 49 Sub-Clause 1(D) of the Listing Agreement with the Stock Exchange, I hereby confirm that, all Directors and the Senior Management Personnel of the Company have affirmed compliance to their respective Codes of Conduct, as applicable to them for the Financial year ended on 31st March, 2014.

FOR SUPER CROP SAFE LTD

Date : 29.05.2014
Place : Ahmedabad

Sd/-
I. B. PATEL
MANAGING DIRECTOR

CERTIFICATE ON CORPORATE GOVERNANCE

To,
Super Crop Safe Limited
Ahmedabad

We have examined the compliance of conditions of corporate governance by SUPER CROP SAFE LIMITED, for the year ended on 31st March, 2014, as stipulated in clause 49 of the listing agreement of the said company with stock exchanges.

The compliance of the conditions of corporate governance is responsibility of the management. Our examination was limited to procedures and implementation thereof adopted by the company for ensuring the compliance of the conditions of the corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and the Management, we certify that the company has complied with the conditions of corporate governance as stipulated in clause 49 of the above mentioned Listing Agreement.

As required by the Guidance Note issued by the Institute of the Chartered Accountants of India, we have to state that no investor grievance is pending for a period exceeding one month against the company as per records maintained by the company.

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

For, **Parimal S. Shah & Co.**
Chartered Accountants

Place : Ahmedabad
Date : 29.05.2014

(**Parimal S Shah**)
Proprietor
M No 38507



Super Crop Safe Limited

AUDITORS' REPORT

To,
The Shareholders,
SUPER CROP SAFE LIMITED
AHMEDABAD.

Report on the Financial Statements

We have audited the accompanying financial statements of **SUPER CROP SAFE LIMITED** which comprise the Balance Sheet as at 31st March, 2014 and the Statement of Profit and Loss and Cash Flow Statement for the year ended, and a summary of significant accounting policies and other explanatory information.

Management 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 notified under the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th 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.

Auditors' 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 misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, 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.

Opinion

In our opinion and to the best of our information and according to explanations given to us, 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:

- (i) in case of Balance Sheet, of the State of affairs of the company as at 31st March, 2014,
- (ii) in case of statement of profit and loss, of the profit for the year ended on that date and
- (iii) in case of Cash flow statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 (the Order), issued by the Central Government in terms of Section 227 (4A) of the Act, we give in the Annexure a statement on the matters Specified in paragraph 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 accounts as required by law have been kept by the Company so far as appears from our examinations 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) Subject to G and O of Significant Accounting Policies, the Balance Sheet, Profit and Loss account and Cash Flow Statement comply with the accounting standards notified under the Companies Act, 1956 read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013.
 - (e) On the basis of written representation received from the directors, as on 31st March 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2014 from being appointed as director in terms of clause (g) of sub section (1) of Section 274 of the Companies Act, 1956.

For, **Parimal S. Shah & CO.**
Chartered Accountants
FRN : 107591W

(Parimal S. Shah)
Proprietor
M. No. 38507

Place : Ahmedabad
Date : 29.05.2014



Super Crop Safe Limited

ANNEXURE TO THE AUDITORS' REPORT

Re: SUPER CROP SAFE LIMITED 2013-14

Referred to in Paragraph 1 of Report on Other Legal and Regulatory Requirements of our report of even date.

1. (a) The company has maintained proper records to show full particulars including quantitative details and situations of fixed assets.
(b) As per information given to us, the fixed assets of the company have been physically verified by the management during the year and no material discrepancies were noticed by the management on such verification.
(c) The Company has not disposed off a substantial part of fixed assets during the year.
2. (a) As per information and explanations given to us, physical verification of finished goods, stores, spare parts and raw materials have been conducted by the management at the reasonable intervals.
(b) The procedure of physical verification of stock followed by the management are reasonable and adequate in relation to size of the company and nature of its business.
(c) The Company is maintaining proper records of inventory, discrepancies noticed on physical verification have been properly dealt with in the books of accounts.
3. (a) In our opinion the company has neither accepted nor granted any secured or unsecured loans from or to the companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956.
(b) There being no loans accepted or granted the clauses (b), (c), (d) (f) & (g) of clause (iii) are not applicable.
4. In our opinion and according to information and explanations given to us the internal control procedure, for purchase of inventory and fixed assets and for the sale of the goods, is commensurate with the size of the company and nature of its business. During the course of audit, we have not observed any continuing failure to correct major weaknesses in internal control.
5. (a) In our opinion and according to information and explanations given to us, transactions that need to be entered into a Register in pursuance of section 301 of the Companies Act, 1956 have been so entered.
(b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the companies act, 1956 and exceeding Rs.500000, in respect of any party, during the year have been made at prices which are reasonable, having regard to prevailing market prices at the relevant time.
6. The company has not accepted any deposits from the public, attracting the provisions of section 58A and 58AA of the companies Act, 1956 and the Companies (acceptance of Deposits) Rules, 1975.
7. In our opinion internal audit system of the company is commensurate with the size and nature of its business.
8. We have broadly reviewed the cost records maintained by the company pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under Section 209(1)(d) Of the Companies Act, 1956 and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
9. (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess and other statutory dues except Income Tax have been generally regularly deposited with the appropriate authorities.
(b) According to information & explanations given to us, no undisputed amounts, except Advance Income tax of Rs 10,83,082, payable in respect of aforesaid dues were in arrears, as at 31st March, 2014 for a period of more than six months from the date they become payable and other material statutory dues applicable to it.
10. The Company does not have accumulated losses at the end of the financial year. The Company has not incurred cash losses during the financial year covered by the audit and in the immediately preceding financial year.
11. In our opinion and according to explanations given to us, the Company has not defaulted in repayment of dues to a financial institution or bank.
12. According to the information and explanations given to us the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. According to information and explanations given to us the company has not given any guarantee for loans taken by others from bank and financial institutions.



Super Crop Safe Limited

14. The Company has raised new terms loans during the year. The term loans outstanding at the beginning of the year and those raised during the year had been applied for the purposes for which they were raised.
15. According to information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no funds raised on short term basis have been used for long term investment.
16. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act during the year.
17. The company has not issued any debentures during the year.
18. During the year, the company has not raised any money by way of public issue.
19. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the financial year, nor have we been informed of such case by the Management.
20. Clauses (xiii) regarding special statute applicable to chit fund etc, and (xiv) regarding dealing in shares/securities of paragraph 4 of the Companies (Auditor's Report) Order, 2003 (The Order), are not applicable to the Company for the year under audit.

For, **Parimal S. Shah & CO.**
Chartered Accountants
FRN : 107591W

(Parimal S. Shah)
Proprietor
M. No. 38507

Place : Ahmedabad
Date : 29.05.2014



Super Crop Safe Limited

BALANCE SHEET AS AT 31ST MARCH 2014

(Amount in Rs.)

Particulars	Note No	As at 31st March, 2014	As at 31st March, 2013
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	1	56,875,834.00	56,875,834.00
Reserves and Surplus	2	17,204,127.92	15,585,274.98
Non-Current Liabilities			
Long-Term Borrowings	3	5,423,320.64	4,460,235.49
Deferred Tax Liability (Net)	4	904,079.86	816,656.86
Current Liabilities			
Short-Term Borrowings	5	47,547,879.00	48,689,923.15
Trade Payables	6	97,230,123.11	65,687,899.62
Other Current Liabilities	7	7,552,289.42	3,466,020.82
Short-Term Provisions	8	7,500,257.00	6,995,046.03
TOTAL		240,237,910.95	202,576,890.95
ASSETS			
Non-current assets			
<i>Fixed assets</i>			
(i) Tangible assets	9	36,406,508.95	25,195,673.45
(ii) Intangible assets	9	5,000.00	5,000.00
Non-Current Investments		20,000.00	20,000.00
Long Term Loans and Advances- Security Deposits		286,964.80	280,480.00
Current assets			
Inventories	10	72,042,035.17	66,573,199.59
Trade Receivables	11	124,703,085.03	105,946,701.82
Cash and Cash Equivalents	12	1,318,747.54	537,210.24
Short-Term Loans and Advances	13	5,455,569.46	4,018,625.85
Significant Accounting Policies			
The accompanying notes are an integral part of Financial Statements	1 to 31		
TOTAL		240,237,910.95	202,576,890.95

As per our report of even date attached

For, **Parimal S. Shah & Co.**
Chartered Accountants

[P. S. Shah]
Proprietor

Place : Ahmedabad
Date : 29.05.2014

For and on behalf of the Board

Shri Ishwarbhai B. Patel Chairman & Managing Director

Shri Nitin I Patel Executive Director

Place : Ahmedabad
Date : 29.05.2014



Super Crop Safe Limited

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2014

(Amount in Rs.)

Particulars	Note No	2013-2014	2012-2013
INCOME			
Revenue From Operations	14	608,902,662.92	550,599,894.04
Other Income	15	1,927,717.90	4,201,072.68
Total Revenue		610,830,380.82	554,800,966.72
EXPENSES			
Cost of Materials Consumed	16	298,093,948.41	332,485,966.57
Purchases of Stock-in-Trade		241,014,583.34	165,539,873.77
Changes in Inventories of Finished Goods	17	(6,280,868.93)	(6,971,187.08)
Employee Benefits Expense	18	10,731,466.00	7,480,201.50
Finance Costs	19	8,548,380.90	6,759,072.83
Depreciation and Amortization Expense	9	4,403,150.08	3,851,482.79
Other Expenses	20	46,225,804.84	37,618,677.39
Total Expenses		602,736,464.64	546,764,087.77
Profit Before Tax		8,093,916.18	8,036,878.95
Tax Expense:			
(1) Current Tax		(3,053,280.24)	(3,393,532.00)
(2) Deferred Tax		(87,423.00)	(48,555.00)
Profit/(Loss) For The Period		4,953,212.94	4,594,791.95
Earning Per Equity Share			
(1) Basic		0.87	0.84
(2) Diluted		0.87	0.84

Significant Accounting Policies

The accompanying notes are an integral part of Financial Statements

1 to 31

As per our report of even date attached

For, **Parimal S. Shah & Co.**
Chartered Accountants

[P. S. Shah]
Proprietor

Place : Ahmedabad
Date : 29.05.2014

For and on behalf of the Board

Shri Ishwarbhai B. Patel Chairman & Managing Director

Shri Nitin I Patel Executive Director

Place : Ahmedabad
Date : 29.05.2014



Super Crop Safe Limited

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31ST, 2014

(Amount in Rs.)

Particulars	2013-14	2012-13
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before taxes	8,093,916	8,036,879
Depreciation	4,403,150	3,851,483
(Profit)/Loss on sale of Assets	(79,324)	(7,472)
Interest Income	(1,635,694)	(3,440,920)
Interest Expense	7,207,709	6,011,353
Operating Profit Before Working Capital Changes	17,989,758	14,451,323
Adjusted for changes in inventories	(5,468,836)	19,376,943
Trade & Other Receivable	(20,189,813)	(16,507,166)
Trade Payable & other liabilities	33,742,848	(38,155,988)
Cash Generated from Operations	26,073,957	(20,834,888)
Direct Tax Paid	(3,257,900)	(3,988,765)
NET CASH FLOW FROM OPERATION ACTIVITIES	22,816,057	(24,823,653)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(16,529,662)	(3,167,386)
Sale of Fixed Assets	995,000	12,500
Purchase of Investment	-	(10,000)
NET CASH FLOW FROM INVESTMENT ACTIVITIES	(15,534,662)	(3,164,886)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds / Repayment from / of borrowings :-		
Issue of Equity Shares (Calls in arrears)	-	2,453,000
Equity Share Premium	-	1,986,930
Proceeds from borrowings	2,416,516	28,116,688
Dividend paid including Corporate Dividend Tax	(3,334,360)	(3,169,800)
Interest Income	1,635,694	3,440,920.00
Interest Paid	(7,207,709)	(6,011,353)
NET CASH USED IN FINANCING ACTIVITIES	(6,489,859)	26,816,385
NET CHANGES IN CASH AND CASH EQUIVALENTS (A + B + C)	791,536	(1,172,154)
CASH & CASH EQUIVALENTS-OPENING BALANCE	527,211	1,699,365
CASH & CASH EQUIVALENTS-CLOSING BALANCE	1,318,747	527,211

Notes:

- The above Cash Flow Statement has been prepared under the Indirect Method as set in the Accounting Standard-3 on Cash Flow Statements issued by the institute of Chartered Accountant of India.
- Cash & Cash equivalent of Rs. 13,18,747 as on 31st March, 2014, comprises of balances with Scheduled Banks in Current A/cs and deposit a/cs Rs. 7,02,336.14 and cash on hand Rs. 6,16,411.40.
- Figures of previous year have been regrouped wherever necessary to conform to the current year's figures.

As per our report of even date attached

For, **Parimal S. Shah & Co.**
Chartered Accountants

[P. S. Shah]
Proprietor

Place : Ahmedabad
Date : 29.05.2014

For and on behalf of the Board

Shri Ishwarbhai B. Patel Chairman & Managing Director

Shri Nitin I Patel Executive Director

Place : Ahmedabad
Date : 29.05.2014



SIGNIFICANT ACCOUNTING POLICIES

A. ACCOUNTING CONCEPTS :

The company follows the mercantile system of Accounting and recognises income and expenditure on accrual basis except gratuity and leave salary.

B. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS :

The Financial statements of the company have been prepared under historical cost convention and in accordance with the generally accepted accounting policies and provisions of the Companies Act, 1956.

C. FIXED ASSETS :

- (a) Fixed assets are stated at cost including all direct costs and net of recoverable taxes, accumulated depreciation.
- (b) Capital Work in Progress is carried at cost, comprising of direct cost, attributable interest and related incidental expenditure.

D. DEPRECIATION :

Depreciation on Fixed Asset is provided to the extent of depreciable amount on written down value method at the rates and in the manner prescribed in schedule XIV of the companies Act 1956.

E. INVESTMENTS :

Investments are stated at cost of acquisition.

F. INVENTORIES :

Inventories of Finished Goods are valued at Cost Price or Market Price whichever is less and Raw Materials and Packing Materials are valued at Cost Price.

G. EMPLOYEES' BENEFITS :

- (a) Short Term Employees Benefits

Short Term Employees Benefits are recognized as an expense at the undiscounted amount in the Profit and Loss Account of the year/period in which the related services are rendered.

- (b) Post Employment Benefits

- (i) Provident Fund- Defined Contribution Plan

The Company contributes monthly at a determined rate. These contributions are remitted to the Employees' Provident Fund Organisation, India for this purpose and are charged to Profit and Loss Account on accrual basis.

- (ii) Gratuity & Leave Encashment is accounted on cash basis.

H. Excise and Customs Duty :

Excise Duty in respect of finished goods lying in factory premises are provided for and included in the valuation of inventory.

I. CENVAT/Value Added Tax:

CENVAT/Value Added Tax Benefit is accounted for by reducing the cost of the materials/fixed assets/services.



SIGNIFICANT ACCOUNTING POLICIES

J. REVENUE RECOGNITION:

- a. Sales are exclusive of VAT and net of excise duty, rebate, and discounts. As per the Company policy inter branch transfer are treated Sales and purchases.
- b. Revenue in respect of leakage / shortage / insurance and other claims is recognized only when these claims are accepted. Revenue from services rendered is recognized as & when services are performed. Revenue from use by others of Enterprise Resources - Rent income is accounted for on accrual basis.

K. RECEIVABLES:

Receivables are classified as good, recoverable and doubtful on the basis of appraisal by the management.

L. INTANGIBLE ASSETS:

Expenditure on research is expensed as and when incurred in the statement of profit and loss. Development cost, if any, of capital nature and probable to generate future economic benefit are recognized as an intangible asset.

M. PROVISIONS, CONTINGENT LIABILITIES & CONTINGENT ASSETS:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed, if any, in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

N. BORROWING COSTS:

Borrowing costs that are attributable to acquisition or construction of qualifying assets are capitalized as part of cost of such assets; all other borrowing costs are recognized as an expense in the period in which those are incurred.

O. IMPAIRMENT OF ASSETS:

The company has not any process, at each balance sheet date, to assess impairment in any of its assets.

P. TAXES ON INCOME:

Provision for current tax is made as per the provisions of Income Tax Act, 1961.

Deferred Tax resulting from "Timing Differences" between taxable income and accounting income is accounted for using the tax rates and laws prevailing on balance sheet date.

The Deferred Tax asset is recognised and carried forward only to the extent that there is a virtual certainty that the asset will be realised in future.

Q. FOREIGN CURRENCY TRANSACTIONS

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction or that approximates the actual rates at the date of the transaction. Foreign currency monetary assets and liabilities are translated at the year end rates. The difference between the rates prevailing on the date of transaction and on the date of settlement as also on transaction of Monetary items at the end of year is recognized, as the case may be, as income or expense for the period.



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014

NOTE : 1: SHARE CAPITAL

(Amount in Rs.)

Particulars	As at 31st March, 2014	As at 31st March, 2013
AUTHORISED SHARE CAPITAL		
65,00,000 Equity Shares of Rs.10.00 each (Previous year 65,00,000 Equity Shares)	65,000,000.00	65,000,000.00
Total	65,000,000.00	65,000,000.00
ISSUED SUBSCRIBED & PAID - UP SHARE CAPITAL		
57,00,000 Equity Shares of Rs. 10.00 each issued & Called up (Previous year 57,00,000 Equity Shares)	57,000,000.00	57,000,000.00
Less: Calls Unpaid-Others (Current year 36100 Equity Shares, Previous year 36100 Equity Shares)	(124,166.00)	(124,166.00)
Total	56,875,834.00	56,875,834.00

Shareholders holding more than 5% shares

Name of the Shareholder	As at 31st March, 2014	As at 31st March, 2013
Nitinbhai Ishwarbhai Patel		
No. of Shares	293,800	293,800
Percentage of share holding	5.15%	5.15%
Ambalal Baldevdas Patel		
No. of Shares	404,900	404,900
Percentage of share holding	7.10%	7.10%

The reconciliation of the number of shares outstanding is set out below:

Particulars	As at 31st March, 2014	As at 31st March, 2013
Equity Shares at the beginning of the year	5,700,000.00	5,454,700.00
Add: Shares issued on preferential basis	0.00	245,300.00
Equity Shares at the end of the year	5,700,000.00	5,700,000.00



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014

NOTE : 2 : RESERVES & SURPLUS

(Amount in Rs.)

Particulars	As at 31st March, 2014	As at 31st March, 2013
Securities Premium Reserve		
As per Last Balance Sheet	2,619,580.00	632,650.00
Add: Securities premium credited on share issue	0.00	1,986,930.00
	2,619,580.00	2,619,580.00
General Reserve		
As per Last Balance Sheet	12,965,694.98	11,705,263.03
Add: Transferred from Profit & Loss Account	1,618,852.94	1,260,431.95
	14,584,547.92	12,965,694.98
Profit & Loss account		
As per Last Balance Sheet	0.00	0.00
Add: Profit for the year	4,953,212.94	4,594,791.95
Less: Appropriations		
Proposed Dividend on Equity Shares	2,850,000.00	2,850,000.00
Dividend Distribution Tax	484,360.00	484,360.00
Transferred to General Reserve	1,618,852.94	1,260,431.95
Total	17,204,127.92	15,585,274.98

NOTE : 3 : LONG TERM BORROWINGS

(Amount in Rs.)

Particulars	As at 31st March, 2014	As at 31st March, 2013
Secured		
Term Loan from Bank	5,423,320.64	4,460,235.49
1. Term Loan from HDFC bank is secured by hypothecation of Plant & Machinery and Colateral security of Land & Building located at Suervey No. 864, Himatpura (Bilodra), Ta: Mansa, Dist: Gandhinagar.		
2. Vehicle loans against hypothecation of vehicles itself from HDFC Bank		
Total	5,423,320.64	4,460,235.49

NOTE : 4 : DEFERRED TAX LIABILITY (NET)

(Amount in Rs.)

Particulars	As at 31st March, 2014	As at 31st March, 2013
Related to Fixed assets		
As per Last Balance Sheet	816,656.86	768,101.86
Timing difference on account of difference between book and tax depreciation	87,423.00	48,555.00
Total	904,079.86	816,656.86



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014

NOTE : 5 : SHORT TERM BORROWINGS

(Amount in Rs.)

Particulars	As at 31st March, 2014	As at 31st March, 2013
Secured - Working Capital Loans		
From Banks	47,547,879.00	48,689,923.15
Working capital loans are secured by hypothecation of present and future stock of raw materials, stock in process, finished goods, book debts and equitable mortgage on Land & Building located at Survey No. 864, Himatpura (Bilodra), Ta: Mansa, Dist: Gandhinagar.		
Total	47,547,879.00	48,689,923.15

NOTE : 6 : TRADE PAYABLES

(Amount in Rs.)

Particulars	As at 31st March, 2014	As at 31st March, 2013
Trade Payables	97,230,123.11	65,687,899.62
Total	97,230,123.11	65,687,899.62

NOTE : 7 : OTHER CURRENT LIABILITIES

(Amount in Rs.)

Particulars	As at 31st March, 2014	As at 31st March, 2013
Current Maturities of Long-Term Debt		
From Banks	4,561,880.84	1,966,405.53
Statutory Liabilities	1,234,132.02	174,347.00
Unclaimed Dividends	604,980.00	409,580.00
Other Payables	1,151,296.56	915,688.29
Total	7,552,289.42	3,466,020.82

NOTE : 8 : SHORT TERM PROVISIONS

(Amount in Rs.)

Particulars	As at 31st March, 2014	As at 31st March, 2013
Provision for Employee Benefits	1,702,867.00	998,654.00
Provision for Dividend	2,850,000.00	2,850,000.00
Provision for Dividend Tax	484,360.00	484,360.00
Provision for Audit Fees	56,180.00	50,562.00
Provision for Taxation	2,406,850.00	2,611,470.03
Total	7,500,257.00	6,995,046.03



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014

NOTE : 9 : FIXED ASSETS

Sr. No.	PARTICULARS	GROSS BLOCK (COST)				DEPRECIATION				NET BLOCK	
		As on 01/04/2013	Addition During Year	Sales/ Deletion During Year	Total As On 31/03/2014	Up To 01/04/2013	Provided During Year	Written Off During Year	Total As On 31/03/2014	As on 31/03/2014	As on 31/03/2013
	Tangible Assets										
1	Land	407,441.05	3,200,000.00	-	3,607,441.05	-	-	-	-	3,607,441.05	407,441.05
2	Office Building HMT	964,441.35	-	-	964,441.35	553,861.70	20,528.98	-	574,390.68	390,050.67	410,579.65
3	Guest House Bldg-HMT	296,737.50	-	-	296,737.50	64,512.86	11,611.23	-	76,124.09	220,613.41	232,224.64
4	Factory Building	10,034,155.77	2,873,731.00	-	12,907,886.77	3,902,742.49	600,588.90	-	4,503,331.39	8,404,555.38	6,131,413.28
5	Plant & Machinery	32,578,357.52	3,554,454.00	-	36,132,811.52	18,003,418.76	2,252,351.12	-	20,255,769.88	15,877,041.64	14,574,938.76
6	Vehicles	5,493,950.52	6,595,799.00	2,376,924.00	9,712,825.52	3,271,539.21	1,120,688.22	1,461,247.58	2,930,979.85	6,781,845.67	2,222,411.31
7	Furniture & Fixtures	479,706.62	34,850.00	-	514,556.62	199,403.44	52,596.90	-	252,000.34	262,556.28	280,303.18
8	Computer	805,238.00	168,374.00	-	973,612.00	648,984.98	98,745.47	-	747,730.45	225,881.55	156,253.02
9	Office Equipments	373,747.00	60,900.00	-	434,647.00	143,263.89	32,682.84	-	175,946.73	258,700.27	230,483.11
10	Mobile	67,727.00	33,854.00	-	101,581.00	26,835.78	8,917.63	-	35,753.41	65,827.59	40,891.22
11	Laboratory Equipment	600,628.00	7,700.00	-	608,328.00	91,893.77	204,438.79	-	296,332.56	311,995.44	508,734.23
	TOTAL ==>>	52,102,130.33	16,529,662.00	2,376,924.00	66,254,868.33	26,906,456.88	4,403,150.08	1,461,247.58	29,848,359.38	36,406,508.95	25,195,673.45
	Intangible Assets										
	Trade Mark	5,000.00	-	-	5,000.00	-	-	-	-	5,000.00	5,000.00
	Previous Year	48,984,744.33	3,167,386.00	45,000.00	52,107,130.33	23,094,946.10	3,851,482.79	39,972.01	26,906,456.88	25,200,673.45	25,889,798.23

NOTE : 10 : INVENTORIES

(Amount in Rs.)

Particulars	As at 31st March, 2014	As at 31st March, 2013
Inventories : (In case of finished goods valuation at lower of cost or net realisable value.Others at cost price.)		
Finished Goods	31,008,036.19	24,727,167.26
Raw Material	33,550,662.44	32,918,417.61
Packing Mateial	7,483,336.54	8,927,614.72
Total	72,042,035.17	66,573,199.59

NOTE : 11 : TRADE RECEIVABLES

(Amount in Rs.)

Particulars	As at 31st March, 2014	As at 31st March, 2013
Outstanding for a period exceedign six months from the date they were due for payment:		
- unsecured considered good	24,220,869.24	14,137,104.10
- unsecured considered doubtful	4,960,475.00	0.00
Less: Provision for doubtful debts	0.00	0.00
Others :		
- unsecured considered good	95,521,740.79	91,809,597.72
- unsecured considered doubtful	0.00	0.00
Less: Provision for doubtful debts	0.00	0.00
Total	124,703,085.03	105,946,701.82



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014

NOTE : 12 : CASH AND CASH EQUIVALENTS

(Amount in Rs.)

Particulars	As at 31st March, 2014	As at 31st March, 2013
Balances with banks	(1,015,016.42)	(2,892,513.36)
Balance with Banks -unclaimed dividend	604,980.00	409,580.00
Cash on hand	616,411.40	1,592,013.60
Fixed Deposits	1,112,372.56	1,428,130.00
Fixed deposits with banks are with maturities of less than one year and are held as margin against LC issued by the bank.		
Total	1,318,747.54	537,210.24

NOTE : 13 : SHORT TERM LOANS AND ADVANCES

(Unsecured, Considered Good)

(Amount in Rs.)

Particulars	As at 31st March, 2014	As at 31st March, 2013
Advances recoverable in cash or kind or for value to be received	4,285,654.27	2,781,879.50
Loans & Advances to Related Parties	0.00	18,429.80
Balance with Central Excise and VAT Authorities, etc	1,169,915.19	1,218,316.55
Total	5,455,569.46	4,018,625.85

NOTE : 14 : REVENUE FROM OPERATIONS

(Amount in Rs.)

Particulars	2013-14	2012-13
Sale of Products	651,256,871.92	600,261,838.04
Less: Excise Duty	(42,354,209.00)	(49,661,944.00)
Total	608,902,662.92	550,599,894.04

NOTE : 15 : OTHER INCOME

(Amount in Rs.)

Particulars	2013-14	2012-13
Interest Income *	1,635,694.32	3,440,919.67
Agriculture Income	212,700.00	205,750.00
Other Income	0.00	554,403.01
Profit on Sale of asset	79,323.58	0.00
Total	1,927,717.90	4,201,072.68

*Interest income comprises of Rs. 1,62,896.32 on Fixed deposits with bank as margin money & Rs 14,72,798.00 from customers on amounts overdue.

NOTE : 16 : COST OF MATERIALS CONSUMED

(Amount in Rs.)

Particulars	2013-14	2012-13
Raw Materials Consumed		
Opening Stock	32,918,417.61	60,989,693.76
Add : Purchase	298,726,193.24	304,414,690.42
	331,644,610.85	365,404,384.18
Less : Closing Stock	(33,550,662.44)	(32,918,417.61)
Total	298,093,948.41	332,485,966.57



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014

NOTE : 17 : CHANGES IN INVENTORIES OF FINISHED GOODS

(Amount in Rs.)

Particulars	2013-14	2012-13
Opening Stock	24,727,167.26	17,755,980.18
Closing Stock	31,008,036.19	24,727,167.26
Total	(6,280,868.93)	(6,971,187.08)

NOTE : 18 : EMPLOYEE BENEFITS EXPENSE

(Amount in Rs.)

Particulars	2013-14	2012-13
Salaries & Wages	9,134,241.00	6,247,710.00
Bonus	739,722.00	520,141.00
Contribution to Provident and Pension Funds	486,081.00	376,172.00
Staff Welfare Expenses	371,422.00	336,178.50
Total	10,731,466.00	7,480,201.50

NOTE : 19 : FINANCE COSTS

(Amount in Rs.)

Particulars	2013-14	2012-13
Interest Expense	7,207,709.19	6,011,353.35
Other Borrowing Costs	765,739.15	747,719.48
Foreign Exchange Fluctuation Gain/loss	574,932.56	0.00
Total	8,548,380.90	6,759,072.83

NOTE : 20 : OTHER EXPENSES

(Amount in Rs.)

Particulars	2013-14	2012-13
MANUFACTURING EXPENSES		
Pacing Material Consumed	20,335,521.98	14,688,513.51
Freight Inward Expense	1,531,765.00	1,607,750.00
Factory Expense	582,617.00	618,996.00
Power and fuel	1,359,703.81	1,008,634.57
Repairs & Maintenance to Plant & Machinery	552,793.50	553,139.50
Repairs & Maintenance to buildings	28,600.00	17,716.00
Repairs & Maintenance to Others	145,705.00	48,915.00
Administrative & Selling Expenses		
Selling & Distribution Expenses	15,965,011.97	13,312,075.20
Administrative Expenses	1,404,004.25	1,885,941.61
Legal & Professional Expenses	1,283,513.33	1,315,972.80
Directors' Remuneration	1,956,000.00	1,476,000.00
Rent	683,730.00	574,910.00
Insurance	271,008.00	423,444.00
Auditor's Remuneration	56,180.00	62,360.00
Duties & Taxes	69,651.00	24,309.20
Total	46,225,804.84	37,618,677.39



Super Crop Safe Limited

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014

21 The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

22 As per Accounting Standard 15 "Employee Benefits", the disclosures as defined in the Accounting Standard are given below :

	2013-14	2012-13
Employer's Contribution to Provident Fund	148,854	115,825
Employer's Contribution to Pension Scheme	337,227	262,511

23 All Sundry Debits & Credits are as per books of account and are subject to confirmation by concerned parties. In the absence of information available with the company regarding status of the suppliers being Micro, small and Medium Enterprise, we are unable to furnish details as per section 22 of MSMED Act, 2006 for dues included in Trade Payables, if any.

24 Directors' Remuneration

	Current Year	Previous Year
To Managing Director and Other Directors	1,956,000	1,476,000
Company contribution to P.F	9,360	9,360

The company is advised that the computation of net profit under section 349 of the Company's Act 1956 need not be made, since no commission is paid / payable to any director for the year ended 31st March, 2014.

25 AUDITORS REMUNERATION:

	Current Year	Previous Year
1. Audit Fees	40,000	40,000
2. Taxation matters	10,000	10,000
26 Value of imports on CIF basis Raw Material	Rs. 15,246,275	Rs. 11,325,855
27 Earnings in foreign currency during the year	Nil	Nil
28 Expenditure in foreign currency incurred during the year	\$ 263,161	\$ 210,695

29 As the Company's business activity falls within a single segment viz. Pesticides, the disclosure requirements of **Accounting Standard (AS) 17-Segment reporting** issued by the Institute of Chartered Accountants of India is not applicable.



Super Crop Safe Limited

30. RELATED PARTY DISCLOSURE

1. LIST OF RELATED PARTIES AND RELATIONS:

<u>Name of Related Party</u>	<u>Nature of Relationship</u>
Ishwarbhai Patel	Managing Director
Nitin I Patel	Director
Bhupendra A. Patel	Son of a Director
Gopinath Packaging	Controlling int. by directors' relative
Super Industries	Controlling int. by director
Pioneer Pesticides Ind.	Controlling int. by directors' relative
VIP Industries	Controlling int. by directors' relative
Gopinath Plastic Packaging	Controlling int. by directors' relative

2. TRANSACTIONS WITH RELATED PARTIES:

Name of Related Party	Nature of transaction	Year Ended 31st March, 2014		Year Ended 31st March, 2013	
		Amount of transactions	Amount Outstanding	Amount of transactions	Amount Outstanding
Ishwarbhai B. Patel	Remuneration	984,000	72,399	750,000	67,567
Nitin I Patel	Remuneration	972,000	70,525	726,000	48,340
Bhupendra A Patel	Salary & Allowances	142,112	20,930	111,797	10,620
Super Industries	Purchase	35,635,456	NIL	23,919,583	NIL
	Rent	84,000		60,000	
	Sales	28,654,235		15,258,577	
Pioneer Pesticides Industries	Purchase	28,298,348	515,770	22,796,913	NIL
	Sales	27,165,967		19,790,782	
VIP Industries	Purchase	6,646,508	NIL	9,533,577	NIL
	Sales	1,753,385		11,646,617	
Gopinath Packaging	Purchase	2,495,521	1,589,485	2,523,842	803,044
	Packing Exp.	11,620			
	Legal & Prof. Fees	44,628			
Gopinath Plastic Packaging	Purchase	4,261,664	1,621,702	1,868,395	137,237
	Sales	253,740		6,825	

31. EARNINGS PER SHARE:

Particulars	31.03.2014 (Rs.)	31.03.2013 (Rs.)
Profit/(Loss) attributable to Shareholders:		
- Before exceptional items	4,953,212.94	4,594,791.95
- After exceptional items	4,953,212.94	4,594,791.95
Basic/Weighted average number of Equity Shares outstanding during year	5,700,000	5,472,845
Nominal Value of Equity Shares (Rs.)	10	10
Basic / Diluted earning per share		
- Before exceptional items	0.87	0.84
- After exceptional items	0.87	0.84

As per our report of even date attached

For, **Parimal S. Shah & Co.**
Chartered Accountants

[P. S. Shah]
Proprietor

Place : Ahmedabad
Date : 29.05.2014

For and on behalf of the Board

Shri Ishwarbhai B. Patel Chairman & Managing Director

Shri Nitin I Patel Executive Director

Place : Ahmedabad
Date : 29.05.2014



Super Crop Safe Limited

SUPER CROP SAFE LIMITED

Registered Office : C-1/290, G.I.D.C. Estate, Phase - I, Naroda, Ahmedabad-382 330.

FORM OF PROXY

I / We _____

of _____ being a member / members of the above named Company hereby
appoint Mr. / Mrs. _____

_____ of _____ or

failing him Shri _____ of _____
as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on 11th September, 2014
at 11.00 a.m. at the Registered office of the company at and at any adjournment thereof.

Signed this _____ day of _____ 2014.

Affix
Revenue
Stamp

Signature

Note : The Proxy and Power of Attorney (if any) under which it is signed or a notarially certified copy of the Power of Attorney must be deposited at the Registered office of the Company at C-1/290, G.I.D.C. Estate, Phase-I, Naroda, Ahmedabad-382 330, not less than 48 hours before the date and time for holding the Annual General Meeting.

SUPER CROP SAFE LIMITED

Registered Office : C-1/290, G.I.D.C. Estate, Phase - I, Naroda, Ahmedabad-382 330.

ATTENDANCE SLIP

(To be handed over, duly filled in, at the entrance of the Meeting Place)

Name of the attending Member/Proxy (in block letters) :

Member's Folio No. :

No. of Shares held :

Date of AGM : 11th September, 2014

Place : C-1/290, GIDC Estate, Phase-1 Naroda, Ahmedabad - 382 330.

Time : 11.00 A.M.

I hereby record my presence at the Annual General Meeting on 11th September, 2014.

Date :

Member's/Proxy's Signature



Super Crop Safe Limited

SUPER CROP SAFE LIMITED

C-1/290, G.I.D.C Estate, Phase I, Naroda, Ahmedabad 382 330, Gujarat, India.
Tel: 079-22823907 E-mail: super_crop_safe@yahoo.com Website: www.supercropsafe.com
CIN: L24231GJ1987PLC009392

BALLOT FORM

(1) Name and Registered Address of the Sole/ First named Shareholder	
(2) Name(s) of the Joint Holder(s): (If any)	
(3) Registered Folio No./ DP ID No. and Client ID No.	
(4) Number of Share(s) held	
(5) I / We hereby exercise my / our vote(s) in respect of the resolutions set out in the notice of the ensuing Annual General Meeting (AGM) of the Company to be held on Thursday, 11th September, 2014 by recording my / our assent or dissent to the said resolutions by placing tick (✓) mark in the appropriate box below:	

Item No.	Resolutions	No. of Shares	(For) I/We assent to the Resolution	(For) I/We dissent to the Resolution
1.	Adoption of Balance Sheet as at March 31, 2014, the Statment of Profit and Loss for the year ended on that date and the reports of Board of Directors and Auditors' thereon.			
2.	Dividend on Equity Shares for the financial year 2013-14.			
3.	Re-appointment of Mr.Nitinbhai I Patel a director retiring by rotation.			
4.	Re-appointment of Mr.Piyushbhai K Patel a director retiring by rotation.			
5.	Re-appointment of M/s. Parimal S. Shah& Co. as Statutory Auditors.			
6.	Appointment of Mr.N. R. Krishna as an Independent Director.			
7.	Appointment of Mrs.Kalpanaben J. Pandya as an Independent Director.			
8.	Borrowing power to the Board of directors u/s 180(1)(c) of the Companies Act, 2013.			
9.	Creation of charge/mortgage u/s 180(1)(a) of the Companies Act, 2013.			
10.	Alteration of AOA in line by Adopting Table "F" of the Companies Act, 2013.			
11.	Approval for Related party transaction u/s 188 of the Companies Act, 2013 with Super Industries.			
12.	Approval for Related party transaction u/s 188 of the Companies Act, 2013 with Pioneer Pesticides Industries.			
13.	Approval for Related party transaction u/s 188 of the Companies Act, 2013 with VIP Industries.			
14.	Approval for Related party transaction u/s 188 of the Companies Act, 2013 withGopinath Packaging.			
15.	Approval for Related party transaction u/s 188 of the Companies Act, 2013 with Gopinath Plastic Packaging.			

Place : Ahmedabad

Date :

Signature of the Shareholder

Note: Please read the instructions carefully before exercising your vote.



Super Crop Safe Limited

INSTRUCTIONS:

- 1) This Ballot Form is provided for the benefit of members who do not have access to e-voting facility.
- 2) A member can opt for only one mode of voting i.e. either through e-voting or by ballot. If a member casts vote by both modes, then voting done through e-voting shall prevail and ballot shall be treated as invalid.
- 3) For detailed instructions on e-voting, please refer to the notes appended to the notice of the AGM.
- 4) The scrutinizer will collate the votes downloaded from the e-voting system and votes cast through ballot to declare the final result for each of the resolutions forming a part of the notice of the AGM.

Process and manner for Members opting to vote by using the Ballot Form:

- 1) Please complete and sign the Ballot Form (no other form or photocopy thereof is permitted) and send it so as to reach the scrutinizer Mr.Kaushik Shah, of M/s K J Shah & Company, Practising Company Secretary, (Membership No.2420) at the Registered Office of the Company on or before the date of the AGM. Alternatively, the Ballot can also be deposited in the box to be made available at the venue during the AGM.
- 2) The Ballot Form should be signed by the member as per the specimen signature registered with the Company /Depositories. In case of Joint holding, the form should be completed and signed by the first named member and in his / her absence, by the next named joint holder. A Power Of Attorney (POA) holder may vote on behalf of a member, mentioning the registration no. of POA registered with the Company or enclosing an attested copy of POA.
- 3) In case the shares are held by companies, trusts, societies, etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution / Authorization.
- 4) Votes should be cast in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided in the ballot.
- 5) The voting rights of shareholders shall be in proportion of the shares held by them in the paid up equity share capital of the Company as on 8th August, 2014 as per the register of members of the Company.
- 6) A member may request for a duplicate Ballot Form, if so required.
- 7) Unsigned, incomplete, improperly or incorrectly tick marked Ballot Forms will be rejected. A form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the scrutinizer to identify either the member or as to whether votes are in favour or against or if signature cannot be verified.
- 8) The decision of the scrutinizer on the validity of the Ballot Form and any other related matter shall be final.
- 9) The results declared along with the Scrutinizer's report, shall be placed on the Company's website : www.supercropsafe.com within two working days of the passing of the resolutions at the AGM of the Company to be held on 11th September, 2014, and shall be communicated to BSE Limited, where the shares of the Company are listed.

Our Product Range



APPRECIATIONS AND AWARDS

Over the years, Company's efforts have earned following prestigious awards.

GOLD STAR AWARD

From National Institute of Economic Development, New Delhi.



UDYOG RATNA AWARD

From The Institute of Economic Studies, New Delhi.



WASTE MINIMIZATION

From National Productivity Council, New Delhi.

RAJIV GANDHI EXCELLENCE AWARD

From Institute of Economic Studies, New Delhi.



If not delivered return to :



Super Crop Safe Limited

CIN : L24231GJ1987PLC009392

● REGISTERED OFFICE ●

C-1/290, GIDC Estate, Pase-I, Naroda, Ahmedabad - 382 330.
(GUJARAT) Phone No. : 079-22823907 Mobile : 9824169514

● E-mail : super_crop_safe@yahoo.com

● Investor Grievance E-mail : super_investors_grievances@yahoo.in

