





Ishwarbhai B. Patel Chairman & Managing Director



Financial Strength HIGH

Operating Performance HIGHEST

> Indicates 'High Credit worthiness in relation to other MSEs'

Report Date Valid Till July 14, 2017 July 13, 2018

Dear Shareholders,

It gives me immense pleasure in addressing this communication to you, particularly considering the fact that the financial year 2016-17 in a way is a land mark year for your company considering the fact that your Company has surpassed the sales figure of Rs. 74.98 Cr and also considering the fact that we are being considered as Serious Long Term Player in the national market of Agro Chemicals.

Crop protection is not just about crop protection chemicals to manage pests – we must have holistic, environmentally safe "crop protection & crop health solutions" for overall wellbeing of Indian agriculture and millions of our farmers. Continuously shrinking arable land, slow pace of improvement in farm productivity and loss/ wastage of crops both during and post-harvest poses a critical challenge to ensuring food and nutritional security for the nation. To add to the complexity, the agriculture workforce in India is expected to reduce by 50% in the coming decade due to better remuneration and growth opportunities in other sectors.

It is imperative that to meet the needs and overcome the challenges, the focus needs to be on raising the agriculture production and enhancing productivity across the value chain simultaneously. A combination of Crop protection and Crop enhancement solutions will be critical in achieving the above mentioned objectives, viz. Protecting the produce during and post- harvest and enhancing productivity. There are various initiatives taken by the Government of India, which could bring an improvement in the lives of the farmers.

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 leading quality supplier of high quality agro chemicals country wide with our presence being in eight states in brand products and in other states in bulk formulations.

However, more heartening is the fact that the endeavour that we began in the marketing and production since long has now gathered momentum and in the years to come this will be a growth booster on sustained basis. Today your company is servicing to other well-known agrochemicals companies in domestic and international market. Several new opportunities are under development. Thus, the medium to long term growth prospects are indeed bright.

What sets us apart is the incessant focus on quality and our commitment to serve our customers with the products that match international standards. We strive to provide products that meet various farming requirements. Focus on the new products and businesses which have high assets turn and better ROC and should generate the free cash flow for its growth. Even in future also our strategy will be to focus on new products and business which will be generate free cash flows for company and high returns for our shareholders.



Ishwarbhai B. Patel CMD & CEO



CORPORATE IDENTITY

About the Company

Super Crop Safe Ltd incorporated in 1987
(as Super Crop Safe Pvt Ltd) with its registered office in the City of Ahmedabad. Consequently, company got converted into Limited Company as on 20.03.1992 and its name changed to "Super Crop Safe Ltd", In the year 1995, Company come with IPO and consequently listed its Equity Shares on BSE.

Agri-Input

The Company is engaged in manufacturing of various types of agro chemicals. Under agro chemicals, Company manufactures technical grade pesticides & formulations of Insecticides, Fungicides and Weedicides.

Super Crop Safe Ltd is one of the leading Agrochemical companies in Medium size business with a presence in 9 states with distributors, retailers and marketing persons.

Products:

Super Crop Safe Ltd is engaged in the production of agro chemicals. Under agro chemicals, company manufactures a broad spectrum of technical grade pesticides and formulations of insecticides, fungicides & weedicides for crop protections. At present company is supplying more than 80 products in the market under various brand names, company is also offering biological and herbal products.

Super Crop Safe Ltd has introduced VAM Bio fertiliser under brand name "SUPER GOLD" which increases root strength of plant and increases productivity and prosperity of farmer.

Plant & Offices

The company's registered and corporate office is located in Ahmadabad. Manufacturing unit and Bio-Division of Company is located at Himmatpur (Bilodra), Tal: Mansa, Dist: Gandhinagar. Sales branches of the Company are located in the state of Punjab, Haryana, Rajasthan, Madhya Pradesh and Maharashtra.



Forward looking statement

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

We undertake no obligation to publically update any forward-looking statements, whether as a result of new information, future events or otherwise.



Key Highlights of FY 2016-17

- Total Net Revenue increased by 3.89% to Rs. 74,98,21,083/- in 2016-17 from Rs. 72,17,22,910/- in 2015-16, due to volume expansion of key existing products, increased contribution from new products and customer base in corporate and retail market.
- The EBIDTA for the year grew to Rs. 4,98,08,624/- from Rs. 3,05,92,840/- in 2015-16 an increase of 62.81% YoY. PAT margin strengthen by 139.34% in 2016-17 over 2015-16.
- 3. The Earnings Per Share (EPS) for the year stood at Rs. 4.12 an increase of 98.08% compared to Rs. 2.08 per share in the previous year.
- 4. The debt-equity ratio significantly improved to 0.39 as on March 31, 2017 against 0.58 as on March 31, 2016 owing to increase in net worth. The Company invested Rs. 2,05,13,093/- in fixed assets, increasing production and marketing capabilities

Performance by Numbers







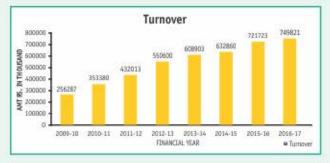




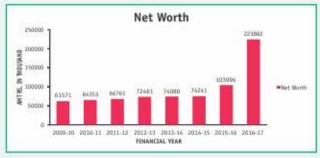
Financial Highlights and Key Indicators

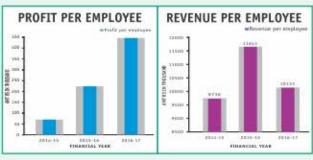
(Amount Rs. In Thousand)

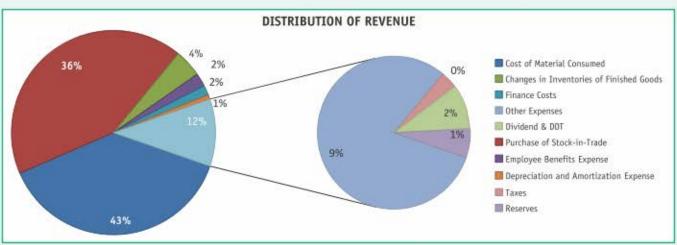
Year	2016-17	2015-16	2014-15	2013-14	2012-13	2011-12	2010-11	2009-10
Turnover	749821	721723	632860	608903	550600	432013	353380	256287
Earning Before Depariciation and Tax (EBDT)	38644	19877	11266	12497	11888	12839	11343	7754
Depreciation	6099	5131	6114	4403	3851	3430	2929	2061
Profit After Tax	28777	12023	3925	4953	8037	5559	5952	4127
Equity Dividend	5284	3878	2850	2850	2850	2727	2727	0
Earning Per Share (Amt in Rs.)	4.12	2.08	0.69	0.87	0.84	1.02	1.09	0.78
Reserves and Surplus	133234	39357	17365	17204	15585	12338	9949	7167
Year	2016-17	2015-16	2014-15	2013-14	2012-13	2011-12	2010-11	2009-10
Net Worth	223882	103996	74241	74080	72461	66761	64353	61571
Gross Fixed Assets	99928	80018	69940	66255	48985	48992	40064	33175
Net Fixed Assets	53830	39697	34432	36407	25201	25885	20389	16309
Share Price	142.95	28.1	17.6	14.7	18.65	18.6	19	11.98
Number of Share	7549	6464	5700	5700	5700	5455	5455	5455
Market Capitalisation	1079115	181636	100320	83790	106305	101457	103639	65347
Year	2016-17	2015-16	2014-15	2013-14	2012-13	2011-12	2010-11	2009-10
Book Value Per Share (amt in Rs.)	29.66	16.09	13.02	13	12.71	12.24	11.8	11.29











Stock Data: Monthly Equity Share Price data on BSE for the Financial Year 2016-17

Month	High Price	Low Price	Close Price	No.of Shares
Apr-16	37	26.65	34.25	367297
May-16	45.5	32	40.95	248412
Jun-16	64.65	36.15	64.65	489951
Jul-16	76	62	73.6	864343
Aug-16	75.8	63.5	72.55	232169
Sep-16	76	69	76	164502
0ct-16	121.6	87.8	121.6	213302
Nov-16	158.05	90.7	124.8	562760
Dec-16	124	104.3	116.6	152169
Jan-17	149	115	147.15	509867
Feb-17	154.8	131.5	147.1	265701
Mar-17	150	121.4	142.95	519923

Share Price Movement



COMPANY INFORMATION

BOARD OF DIRECTORS

Shri Ishwarbhai B. Patel Chairman & Managing Director, CEO

Shri Ambalal B. Patel Executive Director
Shri Nitinbhai I. Patel Executive Director, CFO

Shri Piyushbhai K. Patel

Shri N. R. Krishna

Non Executive Independent Director

Non Executive Independent Director

Smt. Kalpanaben J Pandya

Non Executive Independent Director

AUDITORS

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

BANKERS

State Bank of India HDFC Bank Ltd.

REGISTRARS & SHARE TRANSFER AGENTS

LINK INTIME INDIA PRIVATE LIMITED

5th floor, 506 to 508, Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C G Road, Navarangpura, Ahmedabad - 380009.

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

FACTORY

Survey No.: 864

At & Post: Himmatpura (Bilodra) Ta: Mansa, Dist: Gandhinagar.

REGISTERED OFFICE

C- 1/290, G.I.D.C. Estate,

Phase I, Naroda, Ahmedabad - 382 330.

CIN

L24231GJ1987PLC009392

No.	Contents Pg.	No.
1	Notice of Annual General Meeting	6
2	Directors' Report	11
3	Auditors' Report on Financial Statements	39
4	Balance Sheet	.44
5	Statement of Profit & Loss	.45
6	Cash Flow Statement	.46
7	Significant Accounting Policies47	'-48
8	Notes on Financial Statements49	-57
9	Proxy Form and Attendance Slip	.58
10	Polling Paper	.60



NOTICE

NOTICE is hereby given that the Thirtieth Annual General Meeting of the members of the Company will be held on Monday, 25th September, 2017 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 receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on 31st March, 2017 and the Reports of the Board of Directors' and Auditors' thereon.
- 2. To declare Final Dividend on Equity Shares for the financial year 2016-17.
- 3. To appoint a Director in place of Mr. Ishwarbhai Baldevdas Patel (DIN: 00206389), who retires by rotation and being eligible offers himself for re-appointment.
- 4. To appoint a Director in place of Mr. Nitin Ishwarbhai Patel (DIN: 00206561), who retires by rotation and being eligible offers himself for re-appointment.
- 5. To appoint M/s. Naresh J. Patel & Co., Chartered Accountants, (FRN 123227W) as the Statutory Auditors of the Company in place of M/s. Parimal S. Shah & Co., Chartered Accountants, the retiring Statutory Auditors, to hold office from the conclusion of this Annual General Meeting (AGM), until the conclusion of 35th AGM, subject to ratification at every AGM on a remuneration to be decided by the Board or its Committee.

SPECIAL BUSINESS:

6. Appointment of Mr. Nitin Ishwarbhai Patel (DIN: 00206561) as an Executive Director and whole time Director of the Company:

"RESOLVED THAT pursuant to recommendation of the Board, Nomination and Remuneration Committee and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013, Article 181 of Articles of Association of the Company, consent of the members be and is hereby accorded for re-appointment of Mr. Nitin I. Patel (DIN: 00206561), as Executive Director And Whole Time Director of the Company with effect from January 20, 2017 to January 19, 2022, for a period of five years on the following terms and conditions subject to such modifications, if any, as may be acceptable to the Board of Directors of the company and the appointee Mr. Nitin I. Patel (DIN: 00206561) within the ceiling as laid down under the provisions of the Companies Act, 2013

1.	Salary:	Rs. 1,00,000/- Per month Plus Bonus
2.	Conveyance:	Free use of company's car with driver for official purposes
3.	Travelling, boarding and Lodging:	Actual expenditure to be reimbursed for outstation journey for official work in India and abroad
4.	Leave Travel Concession:	Entitled to travel with family by any Mode, i.e Air, Train, and Road
5.	Medical Expenses:	Reimbursement of actual expenses Incurred for himself and his family
6.	Personal Accident Insurance:	Premium for accident insurance not Exceeding Rs. 10,000/- per year
7.	Company's contribution to:	
	a) Provident Fund	As per staff regulations
	b) Superannuation Fund/Annuity Fund	As per staff regulations
8.	Gratuity:	As per staff regulations
9.	Leave:	As per staff regulations and Encashment of leave at the end of tenure
10. Telephone:		Reimbursement of telephone Expenses at residence

SPECIAL RESOLUTION:

7. Re-Appointment of Mr. Ishwarbhai B. Patel (DIN: 00206389) as an Executive Director and Managing Director of the Company:

"RESOLVED THAT pursuant to recommendation of the Board, Nomination and Remuneration Committee and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013, Article 181 of Articles of Association of the Company, consent of the members be and is hereby accorded for re-appointment of Mr. Ishwarbhai B. Patel (DIN: 00206389) who has attained the age of 70 (Seventy) years, as Executive Director and Managing Director of the Company with effect from January 20, 2017 to January 19, 2022, for a period of five years on the following terms and conditions subject to such modifications, if any, as may be acceptable to the Board of Directors of the company and the appointee Mr. Ishwarbhai B. Patel (DIN: 00206389) within the ceiling as laid down under the provisions of the Companies Act, 2013

1.	Salary:	Rs. 1,25,000/- Per month Plus Bonus	
		Free use of company's car with driver for official purposes	
		Actual expenditure to be reimbursed for outstation journey for official work in India and abroad	
4. Leave Travel Concession:		Entitled to travel with family by any Mode, i.e Air, Train, and Road	
5.	Medical Expenses:	Reimbursement of actual expenses Incurred for himself and his family	
6.	Personal Accident Insurance:	Premium for accident insurance not Exceeding Rs. 10,000/- per year	



7.	Company's contribution to:	
	a) Provident Fund	As per staff regulations
	b) Superannuation Fund/Annuity Fund	As per staff regulations
8.	Gratuity:	As per staff regulations
9.	Leave:	As per staff regulations and Encashment of leave at the end of tenure
10.	Telephone:	Reimbursement of telephone Expenses at residence

By Order of the Board of Directors

Ishwarbhai B Patel

Place : Ahmedabad Chairman

Date : 26.05.2017

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 corporate, 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 September 19, 2017 to September 25, 2017 (both days inclusive). Dividend for the year ended March 31, 2017, at the rate of Rs. 0.70/- per fully paid-up equity share of Rs. 10/- each, if declared at the Meeting,
 - (i) whose names appear as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company/ Registrar and Transfer Agent on or before September 18, 2017; and
 - (ii) Whose names appear as Beneficial Owners in the list of Beneficial Owners on September 18, 2017 furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.
- 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., 5th floor, 506 to 508 Amarnath Business Centre I (ABC I), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C. G. Road, Navarangpura, Ahmedabad 380009.
- 5. 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.
- 6. 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.
- 7. Details under Regulation 17 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 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.
- 8. Electronic copy of the Annual Report for 2017 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 2017 is being sent in the permitted mode.
- 9. Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2017 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.
- 10. 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.



- 11. Members are requested to provide their Client ID and DP ID numbers at the meeting for easy identification.
- 12. 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.
- 13. 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.
- 14. 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 notices/ documents including the Annual Report 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.
- 15. 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. up to and including the date of Annual General Meeting of the Company.
- 16. 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 shareholders voting electronically are as under:

- i) The voting period begins on 21st September, 2017 (9.00 a.m.) and ends on 24th September, 2017 (5.00 p.m.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 18th September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- iii) Click on Shareholders.
- iv) Now Enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v) Next enter the Image Verification as displayed and Click on Login.
- vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	 Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in
OR Date of Birth (DOB)	your demat account or in the company records in order to login.
	• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- viii) After entering these details appropriately, click on "SUBMIT" tab.
- Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi) Click on the EVSN (17080909) for the relevant SUPER CROP SAFE LIMITED on which you choose to vote.



- xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xix) Note for Non Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance
 User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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.

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

- i. The e-Voting period commences on 21st September, 2017 (9.00 a.m.) and ends on 24th September, 2017 (5.00 p.m.). During these period shareholders of the Company, holding shares either in physical form or in the dematerialized form, as on cut-off date of 18th September, 2017 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.
- ii. The voting rights of shareholders shall be in proportion to their shares of the Paid Up Equity Share Capital of the Company.
- iii. PCS Ashish C. Doshi of M/s SPANJ & ASSOCIATES, Practising Company Secretaries FCS 3544; CP No: 2356 of T/F, Anison Building, 3rd Floor, State Bank of India Lane, Swastik Soc., Nr. Stadium Circle, C. G. Road, Navrangpura, Ahmedabad-380 009 has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
- iv. 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.
- v. 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

5th floor, 506 to 508, Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner,

Off C G Road, Navarangpura, Ahmedabad - 380009.

E-mail ID: helpdesk.evoting@cdslindia.com Central Depository Services (India) Limited.

Scrutinizer: CS Ashish Doshi

E-voting Agency:

SPANJ & ASSOCIATES

Practising Company Secretaries

TF/1, Anison Building, SBI Lane, Nr. Stadium Circle C. G. Road, Ahmedabad-380 009

E-mail ID: csdoshiac@gmail.com



ANNEXURE TO NOTICE

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 the following statement sets out the material facts concerning the special business to be transacted at the Annual General Meeting

IN RESPECT OF RESOLUTIONS SET OUT AT ITEM NO. 6

In present term of office of Mr. Nitin I. Patel as Executive and Wholetime Director was completed on 15th January, 2017. The Board of Directors at its meeting held on 20th January, 2017 has subject to shareholder's approval in the ensuing Annual General Meeting, reappointed Mr. Nitin I. Patel as Executive and Wholetime Director of the Company for the further period of Five years from 20th January, 2017 on terms and conditions including remuneration as set out in the proposed resolution. The said terms and conditions including remuneration have been recommended by the Nomination and Remuneration Committee of Board of Directors.

Mr. Nitin I. Patel (DIN: 00206561), has long experience in Agro Chemical Industry. Mr. Nitn I. Patel is looking after the Marketing, Accounting, Purchase, Production and management of the Company. His re - appointment would be benefited for the operation of the Company.

Brief resume of Mr. Nitin I. Patel, nature of his expertise in specific functional area are provided in this Notice.

None of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, shall be considered to be concerned or interested in the proposed Resolutions except Mr. Ishwarbhai B. Patel who is falling within the category of promoter and promoter groups and is Director of the Company. And he shall be deemed to be concerned or interested in the proposed Resolution, by reason of his being part of the Promoter Group and Directors of the Company.

IN RESPECT OF RESOLUTIONS SET OUT AT ITEM NO. 7

In present term of office of Mr. Ishwarbhai B. Patel as Managing Director was completed on 15th January, 2017. The Board of Directors at its meeting held on 20th January, 2017 has subject to shareholder's approval in the ensuing Annual General Meeting, reappointed Mr. Ishwarbhai B. Patel as Managing Director of the Company for the further period of Five years from 20th January, 2017 on terms and conditions including remuneration as set out in the proposed resolution. The said terms and conditions including remuneration have been recommended by the Nomination and Remuneration Committee of Board of Directors.

Mr. Ishwarbhai B. Patel (DIN: 00206389), has long experience in Agro Chemical Industry and he is Promoter and Founder of the Company. Mr. Ishwarbhai B. Patel is looking after the day to day management and operation of the Company. Under the stewardship of Mr. Ishwarbhai B. Patel, the Company has achieved sustained Growth over the Years. His re - appointment would be benefited for the operation of the Company.

Brief resume of Mr. Ishwarbhai B. Patel, nature of his expertise in specific functional area are provided in this Notice.

Mr. Ishwarbhai B. Patel (DIN: 00206389), has attained the age of 70 years. In view of the introduction of the Companies Act, 2013 (new Act) with effect from 1st April 2014, the Company seeks consent of the members by way of special resolution for continuation of their holding of existing office after the age of 70 years during the currency of their term of appointment under the provisions of Section 196 (3) (a) of the Companies Act, 2013. The Board therefore recommends the special resolutions for your approval.

None of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, shall be considered to be concerned or interested in the proposed Resolutions except Mr. Nitin I Patel and Mr. Ambalal B. Patel who are falling within the category of promoter and promoter groups and are Directors of the Company. And they shall be deemed to be concerned or interested in the proposed Resolution, by reason of their being part of the Promoter Group and Directors of the Company.

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

Particulars	Mr. Ishwarbhai Baldevdas Patel	Mr. Nitin Ishwarbhai Patel
Date of Birth	03/04/1945	10/10/1971
Appointed on	09/02/1987	02/09/1991
Qualifications	Under Graduate	Under Graduate
Expertise in Specific Functional Areas	Business	Business
Directorships held in other Public Companies (excluding foreign companies)	No	No
Membership/ Chairmanship of Committees across public Companies	Member of Stakeholder Relationship Committee of Super Crop Safe Limited	Member of Stakeholder Relationship Committee and Audit Committee of Super Crop Safe Limited
Shareholding	278892	293800

By Order of the Board of Directors

Ishwarbhai B Patel

Chairman

Place: Ahmedabad Date: 26.05.2017



DIRECTORS' REPORT

To

The Members,

Your Directors are pleased to present the 30th Annual Report together with the audited accounts of the company for the year ended on 31st March, 2017. The summarized financial results for the year ended 31st March, 2017 are as under:

FINANCIAL RESULTS

Particulars	Financial Year 2016-17	Financial Year 2015-16
Profit / (Loss) before Depreciation	3,86,44,679	1,98,76,074
Less: Depreciation	60,99,373	51,30,503
Profit / (Loss) before Taxation	3,25,45,306	1,47,45,571
Less: Deferred Tax	(1,44,300)	2,64,015
Less: Current Tax	(36,24,319)	(29,86,359)
Net Profit / (Loss) after Depreciation & Tax	2,87,76,687	1,20,23,227
General Reserve	2,00,00,000	73,55,334

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. 74,98,21,083/- (Previous Year Rs. 72,17,22,910/-) which shows encouraging growth in total revenue and speaks about the efficient working of the company.

Revenues

Total Income from Operations increased by Rs. 2,80,98,173/- from Rs. 72,17,22,910/- to Rs. 74,98,21,083/- in FY 2016-17, increased by 3.89%.

Profits

Earnings before Depreciation Interest and Taxes (EBDIT) has increased by Rs. 1,92,15,784/- from Rs. 3,05,92,840/- to Rs. 4,98,08,624/- in FY 2016-17, increased by 62.81%.

Profit before Tax (PBT) increase by Rs. 1,77,99,735/- from Rs. 1,47,45,571/- to Rs. 3,25,45,306/- in FY 2016-17, increased by 120.71%.

Profit after Tax (PAT) increase by Rs. 1,67,53,460/- from Rs. 1,20,23,227/- to Rs. 2,87,76,687/- in FY 2016-17, increased by 139.34%.

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 depression in the country and overseas market.

DIVIDEND

Considering the performance, and to appropriately reward the Members while conserving resources to meet future financial requirements, the Board of Directors recommends a dividend of Rs. 0.70/- per equity share of Rs. 10 each (7%). This dividend is subject to the approval of Members at the forthcoming Annual General Meeting and if approved, Members whose names appear on the Register of Members on 18th September, 2017, will be entitled to dividend. In the previous year the Company paid a dividend of Rs. 0.60/- per equity share of Rs. 10 each (6%)

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.

TRANSFER TO RESERVES

The company has transferred Rs. 2,00,00,000/- from Profit & Loss Account to General Reserve.

CHANGE IN THE NATURE OF BUSINESS

There has been no change in the nature of the business during the financial year 2016-17.

DEPOSITS

The Company has not accepted any Deposits, within the meaning of section 73 and 74 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014 during the year under review, hence it is not required to comply with the requirement under the Companies (Accounts) Rules, 2014.

CHANGE IN SHARE CAPITAL

During the year 2016-17, Company has increased Authorised Share Capital from Rs. 8,00,00,000/- to Rs. 10,00,00,000/-. Company has raised additional funds by issue of 10,85,000 Equity Shares of Rs. 10/- each on Preferential basis to the non - promoter group at a premium of Rs. 60/- per share.

The Company has also issued 3,00,000 Convertible Warrants on Preferential basis to the Promoter at Rs. 70/- per warrant convertible into 3,00,000 Equity Share of Rs. 10/- each at a premium of Rs. 60/- per share. Against the Warrants Convertible into Equity Shares three



instalment of Rs. 52,50,000/- each have been received till 31st March, 2017. On receipt of 4th Instalment the holder of Convertible Warrants will be eligible to exercise his right to convert his warrants into Equity Shares of the Company.

DISCLOSURE REGARDING ISSUE OF EQUITY SHARES WITH DIFFERENT RIGHTS

The company has not issued any equity shares with differential voting rights during the Financial year and it is therefore not required to make disclosures specified in Rule 4 (4) of Companies (Share Capital and Debenture) Rules, 2014.

DISCLOSURE REGARDING ISSUE OF SWEAT EQUITY SHARES

The company has not issued any Sweat Equity Shares during the financial year and it is therefore not required to make disclosures specified in Rule 8 (13) of Companies (Share Capital and Debenture) Rules, 2014.

DISCLOSURE REGARDING ISSUE OF EMPLOYEE STOCK OPTION

The company has not issued any shares under Employee Stock Option Scheme during the financial year and it is therefore not required to make disclosures specified in Rule 12 (9) of Companies (Share Capital and Debenture) Rules, 2014.

EXTRACT OF ANNUAL RETURN

The Extract of Annual return in form no MGT - 9 pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 as on the financial year ended on March 31, 2017 is annexed herewith as Annexure - I to this report.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS AND AUDIT COMMITTEE

A calendar of Meetings was prepared and circulated in advance to the Directors.

During the year under review Seven Board Meetings were held on 30th May, 2016, 21st July, 2016, 01st September, 2016, 08th October, 2016, 28th October, 2016, 20th January, 2017 and 15th March, 2017 respectively and one Independent Directors' meeting was held on 20th January, 2017 and Five Audit Committee Meetings were convened on 30th May, 2016, 21st July, 2016, 28th October, 2016, 20th January, 2017, 15th March, 2017 respectively. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

PARTICULARS OF LOAN, GUARANTEES AND INVESTMENT

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the financial statement (Please refer to Note to the financial statement).

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

Pursuant to provision of Section 188 of the Companies Act, 2013 all the related party transactions entered into during the financial year under review were in ordinary course of business and on an arm's length basis. There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. Accordingly, information in form AOC-2 is not annexed.

All Related Party Transactions are placed before the Audit Committee and the Board for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of a foreseen and repetitive nature. The transactions entered into pursuant to the omnibus approval so granted are placed before the Audit Committee and the Board of Directors for their review and approval on a quarterly basis.

Your attention is drawn to the Related Party disclosures set out in Note no 33 of the Notes forming of the Account.

ISO AND OTHER CERTIFICATION

The Company's manufacturing facilities at Himatpura (Bilodra), Ta. Mansa, Dist: Gandhinagar continue to be certified to the latest version of ISO 9001:2008, ISO 14001:2004, HACCP and GMP by leading International Certification Company. The Company is also holding valid FSSAI and GPCB consents from Government authorities. These certifications indicate our commitment in meeting in a sustainable manner Global Quality, Environment, Health, and Safety Standards.

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

A statement highlighting details of the conservation of energy, technology absorption, and foreign exchange earnings and outgo, in accordance with section 134(3)(m) of the Act read with the Companies (Accounts) Rules, 2014 is annexed hereto as Annexure -II.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments affecting financial position of the company which have occurred between the end of financial year and date of report.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the year under review, Company does not have any subsidiary company and none of the companies has become or ceased to be Company's subsidiaries, joint ventures or associate companies.



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

During the year under review, none of the companies have become or ceased to be Company's subsidiaries, joint ventures or associate companies, therefore Report on the performance and financial position of each of the subsidiaries, associates and joint venture companies is not require to be given.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Pursuant to Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, one-third of such of the Directors as are liable to retire by rotation, shall retire every year and, if eligible, offer themselves for re-appointment at every AGM.

Appointments/ Re-appointments

At the 30th Annual General Meeting (AGM) following appointments/ reappointments are being proposed:

- 1) Mr. Ishwarbhai B. Patel (DIN: 00206389) retires by rotation and being eligible, offers for re-appointment in accordance with the provisions of the Companies Act, 2013. A brief resume of Mr. Ishwarbhai B. Patel is given separately in the notice covering AGM. Your Directors recommend his appointment for the Members' approval.
- 2) Nitin Ishwarbhai Patel (DIN: 00206561) retires by rotation and being eligible, offers for re-appointment in accordance with the provisions of the Companies Act, 2013. A brief resume of Mr. Ishwarbhai B. Patel is given separately in the notice covering AGM. Your Directors recommend his appointment for the Members' approval.

The brief resume of the Directors being appointed/ reappointed, the nature of their expertise in specific functional areas, names of companies in which they have held Directorships, Committee Memberships/ Chairmanships, their shareholding etc., are furnished in the explanatory statement to the notice of the ensuing AGM.

Pursuant to the provisions under Section 134(3)(d) of the Companies Act, 2013, with respect to statement on declaration given by Independent Directors under Section 149(6) of the Act, the Board hereby confirms that all the Independent Directors of the Company have given a declaration and have confirmed that they meet the criteria of independence as provided in the said Section 149(6).

Key Managerial Personnel

The Key Managerial Personnel (KMP) in the Company as per Section 2(51) and 203 of the Companies Act, 2013 are as follows:

Mr. Ishwarbhai Baldevdas Patel : Managing Director
Mr. Ambalal Baldevdas Patel : Executive Director
Mr. Nitinkumar Ishwarbhai Patel : Whole Time Director

Mr. Ishwarbhai Baldevdas Patel : CEO
Mr. Nitinkumar Ishwarbhai Patel : CFO

Ms. Hiral M Patel : Company Secretary

During the year under review there was no change (appointment or cessation) in the office of any KMP.

Declaration by Independent Director

As per the requirements of the Companies Act, 2013, the company being a listed company require to appoint independent Directors. Therefore requirement for obtaining Declaration by the Independent Directors pursuant to section 149 (6) Companies Act, 2013 is applicable to the Company.

List of the Independent directors:

- 1) Mr. Radhakrishna Naraparaju
- 2) Mr. Piyushkumar Krishnaprasad Patel
- 3) Ms. Kalpanaben Jigneshbhai Pandya

The Independent Directors have submitted the declaration of Independence, as required pursuant to Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in sub section (6) and Regulation 16 (b) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(3)(c) read with section 134(5) of the Companies Act, 2013, the Board of Directors states that:

- 1) in the preparation of the annual financial statements for the year ended March 31, 2017, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- 2) such accounting policies have been selected and applied consistently and judgement and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2017 and of the profit of the Company for the year ended on that date.

- 3) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- 4) the annual financial statements have been prepared on a going concern basis;
- 5) proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- 6) systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

INDUSTRIAL RELATIONS

Our employees are the most valuable assets of the Company. We encourage innovation, meritocracy and the pursuit of excellence. The human resource development function of the Company is guided by a spirit of corporate team building and dedication towards strengthening the Company's systems thereby improving efficiencies and registering growth. All personnel continue to have a healthy, cordial and harmonious approach in problem solving and enhancing Company value at all levels. Despite uncertain economic conditions, the enthusiasm and unstinting efforts of the employees have enabled the Company to maintain leadership in its business areas. The relationship with the workmen and staff remained cordial and harmonious during the year and the management received full cooperation from the employees.

During the year, extensive training and developmental activities were undertaken, both in-house and out-bound for the employees. Various efficiency and quality improvement initiatives, including some functional and behavioural training programs were undertaken. The total number of employees as on 31st March, 2017 was 74.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard.

MANAGERIAL REMUNERATION

The Company believes its employees are its biggest assets and aligns its compensation and benefits towards rewarding employees in line with its Rewards policy. The Company focuses on being market aligned as well as differentiate basis performance to drive a high performance culture.

The Company believes that by means of the variable pay plan the Company is able to link a portion of compensation to the individual and business performance which creates a strong positive reinforcement. It also ensures that the employees of the Company are rewarded only when the shareholders' goals are met. The Company's variable pay plan, therefore, links the variable pay to both - individual performance and business results such as sales growth and operating profits.

The company believes in balancing the competitiveness of pay as well as sustainability of the associated costs for the organization. The salary increases for this year were aimed at maintaining the pay competitiveness with market as well as performance of the Company.

The information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company and Directors, is attached herewith as Annexure - III.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

The Company has not received any significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in Future.

INSURANCE

The Company has taken adequate insurance to cover the risks to its people, plants and machineries, buildings and other assets.

RISK MANAGEMENT POLICY

The Company has taken sufficient insurance for the properties against risks of fire, strike, riot and earthquake. All the Assets of the company including Inventories, Buildings and Machinery are adequately insured.

The Company has laid down a Risk Management Policy and identified threat of such events which if occurs, will adversely affect either/or, value to shareholders, ability of Company to achieve objectives, ability to implement business strategies, the manner in which the Company operates and reputation as "Risks". Further such Risks are categorized in to Strategic Risks, Operating Risks & Regulatory Risks. A detailed exercise is carried out to identify, evaluate, manage and monitoring all the three types of risks.

ANNUAL PERFORMANCE EVALUATION

In compliance with the provisions of the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the performance evaluation was carried out as under:



Board

In accordance with the criteria suggested by The Nomination and Remuneration Committee, the Board of Directors evaluated the performance of the Board, having regard to various criteria such as Board composition, Board processes, Board dynamics etc. The Independent Directors, at their separate meetings, also evaluated the performance of the Board as a whole based on various criteria. The Board and the Independent Directors were of the unanimous view that performance of the Board of Directors as a whole was satisfactory.

Committees of the Board

The performance of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders Relationship Committee was evaluated by the Board having regard to various criteria such as committee composition, committee processes, committee dynamics etc. The Board was of the unanimous view that all the Committees were performing their functions satisfactorily and according to the mandate prescribed by the Board under the regulatory requirements including the provisions of the Act, the Rules framed there under and the Listing Agreement/ SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Individual Directors

- Independent Directors: In accordance with the criteria suggested by The Nomination and Remuneration Committee, the performance of each independent director was evaluated by the entire Board of Directors (excluding the director being evaluated) on various parameters like preparedness, participation, value addition, focus on governance and communication. The Board was of the unanimous view that each independent director was brought his / her rich experience to the deliberations of the Board. The Board also appreciated the contribution made by all the independent directors in guiding the management in achieving higher growth and concluded that continuance of each independent director on the Board will be in the interest of the Company.
- 2) Non-Independent Directors: The performance of each of the non-independent directors (including the Chairperson) was evaluated by the Independent Directors at their separate meeting. Further, their performance was also evaluated by the Board of Directors. The various criteria considered for the purpose of evaluation included transparency, business leadership, people leadership, focus on governance, communication, preparedness, participation and value addition. The Independent Directors and the Board were of the unanimous view that each of the non independent directors was providing good business and people leadership.

CORPORATE SOCIAL RESPONSIBILITY

Under Section 135 of the Companies Act, 2013 the provision of Corporate Social Responsibility is not applicable to the company for the financial year 2016-17.

AUDIT COMMITTEE

The Company has constituted the audit committee as per requirement of section 177 of the Companies Act, 2013 read with rule (6) of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 18 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 being a Listed company.

During the year under review, the board has accepted all recommendations of audit committee and accordingly no disclosure is required to be made in respect of non-acceptance of any recommendation of the audit committee by the Board.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company has constituted the Stakeholders Relationship Committee as per requirement of Section 178(5) of the Act, and Regulations 20 of the Listing Regulations being a listed company. The Committee comprises of Ms. Kalpnaben J Pandya as the Chairperson, an Independent Director, Mr. Ishwarbhai B Patel and Mr. Nitin I Patel as the other two members.

The Committee inter alia, looks into redressing the grievances of the Security holders of the Company viz. non-receipt of transferred shares and non-receipt of dividend, among others. During the Financial Year 2016-2017, the Committee met for five times on 30th May, 2016, 21st July, 2016, 28th October, 2016, 05th December, 2016, and 20th January, 2017 and the same was attended by all the members of the Committee.

VIGIL MECHANISM

As per provisions of section 177(9) of the Act read with regulation 22(1) of Listing Regulations, the Company is required to establish an effective vigil mechanism for directors and employees to report genuine concerns. The Company has a policy for prevention, detection and investigation of frauds and protection of whistleblowers ("Whistleblower Policy") in place. Detailed policy for Whistle blower is available at www.supercropsafe.com.

NOMINATION AND REMUNERATION COMMITTEE

The company has constituted Nomination and Remuneration Committee pursuant to section 178 of the Companies Act, 2013 read with rule (6) of the Companies (Meetings of Board and its Powers) Rules, 2014 being a listed company. The Committee comprises of all independent directors, Ms. Kalpnaben J Pandya as the Chairperson, Mr. Piyush K Patel and Mr. N. R. Krishna as the other two members.

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. During the year under review the Committee met once on 20th January, 2017 for the reappointment of Executive Directors and Managing Director of the Company.

CORPORATE GOVERNANCE & MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to the SEBI Listing Regulation Corporate Governance and Management Discussion & Analysis are not applicable to the company vide SEBI Circular No. CIR/CFD/POLICY CELL/7/2014 dated 15th September, 2014 and therefore, Corporate Governance not forming part of the Annual Report.

ENVIRONMENTAL HEALTH, SAFETY AND PROTECTION

The Company gives highest importance to Health, Safety and Environment, and encourages and promotes safety awareness in true letter and spirit as an integral part of its work culture.

Process Safety Management is an integral part of all changes taking place in the process. Onsite emergency plans have been reviewed and updated by all divisions. Periodic mock drills are conducted at various divisions and reports indicate improved preparedness of employees.

To further strengthen the safety of overall operations and to promote a positive safety culture and transparency, your Company has introduced site specific Behavioural Based Safety process at all its manufacturing locations and substantially invested for the improvement of process safety.

Apart from employees, the contractors and workmen are also given exhaustive training on safety, first-aid and fire-fighting. A green belt in and around the factory premises has been maintained to enhance eco-friendliness.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy against sexual harassment in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed there under. During the year, no complaint with allegations of sexual harassment was received by the Company and hence no complaints remain pending as of 31 March, 2017.

STATUTORY AUDITORS

pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable and pursuant to the recommendations of the Audit Committee, M/s. Naresh J. Patel & Co., Chartered Accountants (Firm Registration No. 123227W), be appointed as statutory auditors of the Company, in place of retiring auditors M/s. Parimal S. Shah & Co., Chartered Accountants (Firm Registration No. 107591W), to hold office from the conclusion of this Annual General Meeting (30th AGM) till the conclusion of the 35th Annual General Meeting, subject to ratification by members every year, as applicable, at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company and its Committees."

As regards the comments made in the Auditor's Report, the Board is of the opinion that they are self-explanatory and does not warrant further clarification.

AUDITORS REPORT

The observations made by the auditors in their report read with the relevant notes as given in the notes to the financial statements for the year ended 31st March 2017 are self-explanatory and are devoid of any reservation, qualification or adverse remarks.

SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s SPANJ & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as "Annexure -IV".

COST AUDITOR

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014 is not applicable to the company for the year under review.

INTERNAL CONTROL SYSTEM AND ADEQUACY

The Company has established and maintained adequate internal control framework in line with the Internal Financial Controls ("IFC") requirement within the meaning of the explanation to Section 134(5)(e) of the Companies Act, 2013 including financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI).

The Company has documented procedures covering all financial and operating functions. These controls have been designed to provide a reasonable assurance with regard to maintaining of proper accounting controls, monitoring of operations, protecting assets from unauthorised use or loses, compliances with regulations and for ensuring reliability of financial reporting. The Company has continued its efforts to align all its processes and controls with global best practices in these areas as well.



The scope and authority of the Internal Audit (IA) function is defined in the Internal Audit Charter. To maintain its objectivity and independence, the Internal Auditor places Internal Audit reports before the Board of Directors. The Internal Auditor monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company.

Audit Committee of the Board of Directors regularly reviews the audit plans, significant audit findings, adequacy of internal controls, compliance with accounting standards as well as reason for changes in accounting policies and practices, if any. Based on the report of Internal Auditor, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant Audit observations and corrective actions thereon are presented before the Board.

INFORMATION ON COMPANY'S SHARE PERFORMANCE

The market capitalisation of the Company has increased by 494.22 % (Rs. 107.91 Cr) against March 31, 2016 (Rs.18.16 Cr). EPS as on March 31, 2017 stands at Rs. 4.12 against Rs. 2.08 as on closing date of last Financial Year. The PE ration as on March 31, 2017 stands at 34.70 against 13.51 as on closing date of last Financial Year.

ACKNOWLEDGEMENT

Your directors place on record their gratitude to the Central Government, State Governments and Company's Bankers for the assistance, co-operation and encouragement they extended to the company. We also thank our customers, vendors, dealers, investors and business partners for their continued support during the year which made the Company grow successfully. We also place on record our appreciation of the contribution made by our employees at all levels. Our consistent growth was made possible by their hard work, solidarity, co-operation and support.

Place: Ahmedabad Date: 26.05.2017

For, SUPER CROP SAFE LIMITED

ISHWARBHAI B. PATEL Chairman & Managing Director

[DIN: 00206389] [DIN:

NITINKUMAR I. PATEL
Director





FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2017

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L24231GJ1987 PLC009392	
2.	Registration Date	09/02/1987	
3.	Name of the Company	SUPER CROP SAFE LIMITED	
4.	Category/Sub-category of the Company Limited by sharesIndian Non-Government Company Company		
5.	Address of the Registered office	C-1/290, GIDC Estate, Naroda, Ahmedabad, Gujarat-380015 & contact details	
6.	Whether listed company	Yes (BSE)	
7.		Link Intime India Pvt. Ltd., 5th floor, 506 to 508 Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C G Road, Navarangpura, Ahmedabad – 380009 Tel No.: 079-26465179	

I. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Agro Chemicals	99611720	100%
2			

II. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: Not Applicable

SN	Name and Address of the company	CIN/GNL	HOLDING/SUBSIDARY/ASSOCIATES	% of shares	Applicable Section
1	-	-	-	-	-

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

Category-wise Share Holding

Category of Shareholders			at the begin 31-March-20		No. of Sha	year[As on 31-	% Change during the		
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	year
A. Promoters									
(1) Indian									
a) Individual/ HUF	2737836	0	2737836	42.3558	2739501	0	2739501	36.2901	-6.0657
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Sub-total (A) (1):-	2737836	0	2737836	42.3558	2739501	0	2739501	36.2901	-6.0657
(2) Foreign									
a) NRIs - Individuals	0	0	0	0	0	0	0	0	0
b) Other – Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0



d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of		•	•	-		Ŭ	0	0	
Promoter (A) =									
(A)(1)+(A)(2)	2737836	0	2737836	42.3558	2739501	0	2739501	36.2901	-6.0657
B. Public									
Shareholding									
1. Institutions	0	0	0	0.00	0	0	0	0.00	0.00
	0	0	0	0.00	0	0	0	0.00	0.00
a) Mutual Funds									
	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI									
	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt	_	_	_			_			
1) (1) (1)	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0			0.00			0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance	0	0	0	0.00	0	0	0	0.00	0.00
Companies		U	ا	0.00	"		U	0.00	0.00
companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIIs		0		0.00			J	0.00	0.00
h) Foreign Venture	0	0	0	0.00	0	0	0	0.00	0.00
Capital Funds		•	•				-		
	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)									
/ (1 3/	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-									
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	114221	0	114221	1.7671	90808	0	90808	1.2029	-0.5642
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual									
shareholders holding									
nominal share capital	1482075	468115	1950190	30.1705	1711121	423515	2134636	28.2774	1.8931
up to Rs. 2 lakh									
ii) Individual									
shareholders holding									
nominal share capital	991913	63500	1055413	19.4219	2116060	63500	2179560	28.8726	-12.5448
in excess of Rs 2 lakh									
c) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
HUF	218126	0	218126	3.3745	278452	0	278452	3.6886	0.3141
Non Resident Indians	11080	0	11080	0.1714	14920	0	14920	0.1977	0.0263
Overseas Corporate	0	0	0	0.00	0	0	0	0.00	0.00
Bodies				2.22	_			0.00	2.22
Foreign Nationals	0	0	0	0.00	0	0	0	0.00	0.00
Clearing Members	377034	0	377034	5.8329	111023	0	111023	1.4707	-4.3622
Trusts	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Bodies - D R	0	0	0	0.00	0	0	0	0.00	0.00
.	2644449	531615	3726064	57.6442	4322384	487015	4809399	63.7099	6.0657
Sub-total (B)(2):-									
Total Public	26////	E2464F	2726067	F7 (//)	(222207	/0704F	4000000	62 7000	6.0657
Shareholding	2644449	531615	3726064	57.6442	4322384	487015	4809399	63.7099	6.0657
(B)=(B)(1)+(B)(2)	0	0	0	0.00	0	0	0	0.00	0.00
C. Shares held by Custodian for GDRs &		U		0.00			U	0.00	0.00
ADRs									
	5382285	531615	6463900	100	7061885	487015	7548900	100	0.00
Grand Total (A+B+C)		231013		100		.5,515	. 540500	100	3.00
June (111 D1 G)	,					l			



B) Shareholding of Promoter-

SN	Shareholder's Name		res held at the ar[As on 31-Ma	e beginning of arch-2016]	No. of Shares	held at the end of t 31-March-2017]	he year[As on	% change in shareholding
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% oftotal Shares of the company	%of Shares Pledged / encumbered to total shares	during the year
1	Ambalal B Patel	404900	6.2640	0.00	404900	5.3637	0.00	-0.9003
2	Nitin I Patel	293800	4.5452	0.00	293800	3.8920	0.00	-0.6532
3	Ishwarbhai B Patel	278892	4.3146	0.00	278892	3.6945	0.00	-0.6201
4	Bhogilal A Patel	261000	4.0378	0.00	261000	3.4575	0.00	-0.5803
5	Ambaben I Patel	256127	3.9624	0.00	256127	3.3929	0.00	-0.5695
6	Satish I Patel	496000	7.6734	0.00	496000	6.5705	0.00	2.7647
7	Radhaben A Patel	233700	3.6155	0.00	233700	3.0958	0.00	-0.5197
8	Palakben S Patel	169200	2.6176	0.00	169200	2.2414	0.00	-0.3762
9	Nirupaben B Patel	158700	2.4552	0.00	158700	2.1023	0.00	-0.3529
10	Ashaben N Patel	102500	1.5857	0.00	102500	1.3578	0.00	-0.2279
11	Bhupendra A Patel	62665	0.9695	0.00	62665	0.8301	0.00	-0.1394
12	Kumudben I Patel	8849	0.1369	0.00	8849	0.1172	0.00	-0.0197
13	Jyotsnaben A Patel	8554	0.1323	0.00	8554	0.1133	0.00	-0.0190
14	Ritaben Bhogilal Patel	2894	0.0448	0.00	2764	0.0366	0.00	-0.0082
15	Nishant Nitinbhai Patel	55	0.0009	0.00	1850	0.0245	0.00	0.0236
	Total	2737836	42.3558	0.00	2739501	36.2901	0.00	-6.0657

C) Change in Promoters' Shareholding (please specify, if there is no change)

	MGT-9 IV.(iii) Change in Promoters Shareholding											
Sr No.		beginnin	olding at the g of the year – 2016	Transactions during the year		Cumulative Shareholding at the end of the year – 2017						
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY					
1	Ambalal B Patel											
	At the beginning of the year	404900	6.2640									
	Date wise Increase / Decrease											
	At the end of the Year					404900	5.3637					



2	Nitin I Patel			1		
	At the beginning of the year	293800	4.5452			
	Date wise Increase /					
	Decrease					
	At the end of the Year				293800	3.8920
3	Ishwarbhai B Patel					
	At the beginning of the year	278892	4.3146			
	Date wise Increase /					
	Decrease					
	At the end of the Year				278892	3.6945
4	Bhogilal A Patel					
	At the beginning of the year	261000	4.0348			
	Date wise Increase /					
	Decrease					
	At the end of the Year				261000	3.4575
5	Ambaben I Patel					
	At the beginning of the year	256127	3.9624			
	Date wise Increase /					
	Decrease					
	At the end of the Year				256127	3.3929
6	Satish I Patel					
	At the beginning of the year	496000	7.6734			
	Date wise Increase /					
	Decrease					
	At the end of the Year				496000	6.5705
7	Radhaben A Patel					
	At the beginning of the year	233700	3.6155			
	Date wise Increase /					
	Decrease					
	At the end of the Year				233700	3.0958
8	Palakben S Patel					
	At the beginning of the year	169200	2.6176			
	Date wise Increase /					
	Decrease					
	At the end of the Year				169200	2.2414
9	Nirupaben B Patel					
	At the beginning of the year	158700	2.4552			
	Date wise Increase /					
	Decrease					
	At the end of the Year				158700	2.1023
10	Ashaben N Patel					
	At the beginning of the year	102500	1.5857			
	Date wise Increase /					
	Decrease					
	At the end of the Year				102500	1.3578
11	Bhupendra A Patel					
	At the beginning of the year	62665	0.9695			
	Date wise Increase /					
	Decrease					
	At the end of the Year				62665	0.8301



12	Ritaben Bhogilal Patel	2894	0.0448				
	Transfer			08 Apr 2016	-130	2764	0.0366
	At the end of the Year					2764	0.0366
13	Kumudben I Patel						
	At the beginning of the year	8849	0.1369				
	Date wise Increase / Decrease						
	At the end of the Year					8849	0.1172
14	Jyotsnaben A Patel						
	At the beginning of the year	8554	0.1323				
	Date wise Increase /						
	Decrease						
	At the end of the Year					8554	0.1133
15	Nishant Nitinbhai Patel	55	0.0009				
	Transfer			29 Apr 2016	1445	1500	0.0198
	Transfer			06 May 2016	625	2125	0.0281
	Transfer			20 May 2016	-1100	1025	0.0136
	Transfer			03 Jun 2016	-25	1000	0.0132
	Transfer			24 Jun 2016	-50	950	0.0126
	Transfer			30 Jun 2016	-550	400	0.0053
	Transfer			08 Jul 2016	-100	300	0.0040
	Transfer			12 Aug 2016	-100	200	0.0026
	Transfer			26 Aug 2016	650	850	0.0113
	Transfer			02 Sep 2016	1000	1850	0.0245
	At the end of the Year					1850	0.0245

D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

		MGT-9 IV.	Shareholding Patt	ern of Top Ten Sha	areholders		
Sr No.		Shareholding at the beginning of the year - 2016				reholding at the end year - 2017	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF Shares Held	% OF TOTAL SHARES OF THE COMPANY
1	HETAL CHETAN MEHTA	0	0.0000			0	0.0000
	Transfer			30 Jun 2016	294894	294894	3.9064
	Transfer			07 Oct 2016	(44000)	250894	3.3236
	Transfer			20 Jan 2017	(11852)	239042	3.1666
	Transfer			27 Jan 2017	14000	253042	3.3520
	AT THE END OF THE YEAR					253042	3.3520
2	HETALKUMAR PRAVINBHAI DESAI	11300	0.1748			11300	0.1497
	Transfer			18 Nov 2016	150000	161300	2.1367
	AT THE END OF THE YEAR					161300	2.1367
3	DILIPKUMAR RASIKLAL PATEL	150000	2.3206			0	0.0000
	Transfer			17 Jun 2016	500	150500	1.9937
	AT THE END OF THE YEAR					150500	1.9937



4	NILESHBHAI B PATEL	135426	2.0951			135426	1.7940
	Transfer			13 Jan 2017	(1000)	134426	1.7807
	AT THE END OF THE YEAR					134426	1.7807
5	DHRUV ALPESH AJMERA	0	0.0000			0	0.0000
	Transfer			18 Nov 2016	100000	100000	1.3247
	AT THE END OF THE YEAR					100000	1.3247
6	JESAL MANISH AJMERA	0	0.0000			0	0.0000
	Transfer			18 Nov 2016	100000	100000	1.3247
	AT THE END OF THE YEAR					100000	1.3247
7	PATEL PRATIK VINODCHANDRA	75000	1.1603			0	0.0000
	Transfer			18 Nov 2016	20000	95000	1.2585
	AT THE END OF THE YEAR					95000	1.2585
8	ASHISH KISHOR AJMERA	25000	0.3868			25000	0.3312
	Transfer			15 Jul 2016	55000	80000	1.0598
	Transfer			22 Jul 2016	5000	85000	1.1260
	AT THE END OF THE YEAR					85000	1.1260
9	KAUSHAL CHANDUBHAI PATEL	40239	0.6225			40239	0.5330
	Transfer			18 Nov 2016	40000	80239	1.0629
	AT THE END OF THE YEAR					80239	1.0629
10	NAYNABEN RAJENDRAKUMAR PATEL	0	0.0000			0	0.0000
	Transfer			18 Nov 2016	75000	75000	0.9935
	AT THE END OF THE YEAR					75000	0.9935
11	SONA SANGHVI	50000	0.7735			50000	0.6623
	AT THE END OF THE YEAR					50000	0.6623
12	PATEL RENUKA	46625	0.7213			46625	0.6176
	AT THE END OF THE YEAR					46625	0.6176
13	KIRTI KESHAVLAL PATEL	41900	0.6482			41900	0.5550
	AT THE END OF THE YEAR					41900	0.5550
14	BHARTI AMRUTLAL PATEL	41624	0.6439			41624	0.5514
	AT THE END OF THE YEAR					41624	0.5514
15	HITESH P SHAH	38854	0.6011			38854	0.5147
	AT THE END OF THE YEAR					38854	0.5147
16	SYKES & RAY EQUITIES (I) LTD.	335802	5.1950			335802	4.4484
10	Transfer	333602	3.1930	08 Apr 2016	6523	342325	4.5348
	Transfer			15 Apr 2016	32648	374973	4.9673
	Transfer			22 Apr 2016	(72079)	302894	4.0124
	Transfer			30 Jun 2016	(294894)	8000	0.1060
	Transfer			08 Jul 2016	39193	47193	0.6252
	Transfer			15 Jul 2016	19445	66638	0.8828
	Transfer			22 Jul 2016	1689	68327	0.9051
	Transfer			29 Jul 2016	4561	72888	0.9655

	Transfer			05 Aug 2016	(2204)	70684	0.9363
	Transfer			12 Aug 2016	(10200)	60484	0.8012
	Transfer			19 Aug 2016	(500)	59984	0.7946
	Transfer			26 Aug 2016	(250)	59734	0.7913
	Transfer			02 Sep 2016	500	60234	0.7979
	Transfer			09 Sep 2016	1500	61734	0.8178
	Transfer			16 Sep 2016	2500	64234	0.8509
	Transfer			23 Sep 2016	(1250)	62984	0.8343
	Transfer			30 Sep 2016	(100)	62884	0.8330
	Transfer			07 Oct 2016	47043	109927	1.4562
	Transfer			28 Oct 2016	(1500)	108427	1.4363
	Transfer			04 Nov 2016	(1000)	107427	1.4231
	Transfer			11 Nov 2016	9579	117006	1.5500
	Transfer			18 Nov 2016	(17445)	99561	1.3189
	Transfer			25 Nov 2016	6015	105576	1.3986
	Transfer			02 Dec 2016	(5690)	99886	1.3232
	Transfer			09 Dec 2016	(2900)	96986	1.2848
	Transfer			16 Dec 2016	(13718)	83268	1.1030
	Transfer			23 Dec 2016	400	83668	1.1083
	Transfer			30 Dec 2016	(400)	83268	1.1030
	Transfer			06 Jan 2017	100	83368	1.1044
	Transfer			13 Jan 2017	(4785)	78583	1.0410
	Transfer			20 Jan 2017	(17057)	61526	0.8150
	Transfer			27 Jan 2017	(43850)	17676	0.2342
	Transfer			03 Feb 2017	(1007)	16669	0.2208
	Transfer			10 Feb 2017	5082	21751	0.2881
	Transfer			17 Feb 2017	28144	49895	0.6610
	Transfer			24 Feb 2017	5315	55210	0.7314
	Transfer			03 Mar 2017	9055	64265	0.8513
	Transfer			10 Mar 2017	5923	70188	0.9298
	Transfer			17 Mar 2017	15055	85243	1.1292
	Transfer			24 Mar 2017	(64088)	21155	0.2802
	Transfer			31 Mar 2017	200	21355	0.2829
	AT THE END OF THE YEAR					21355	0.2829
17	CHETAN KANTILAL MEHTA	73171	1.1320			73171	0.9693
	Transfer			15 Apr 2016	(2071)	71100	0.9419
	Transfer			20 May 2016	12855	83955	1.1121
	Transfer			03 Jun 2016	16500	100455	1.3307
	Transfer			17 Jun 2016	2500	102955	1.3638
	Transfer			30 Jun 2016	100	103055	1.3652
	Transfer			01 Jul 2016	30000	133055	1.7626
	Transfer			08 Jul 2016	49914	182969	2.4238
	Transfer			15 Jul 2016	3792	186761	2.4740



	Transfer			22 Jul 2016	2000	188761	2.5005
	Transfer			29 Jul 2016	12375	201136	2.6644
	Transfer			05 Aug 2016	8655	209791	2.7791
	Transfer			12 Aug 2016	14600	224391	2.9725
	Transfer			19 Aug 2016	(199437)	24954	0.3306
	Transfer			04 Nov 2016	42500	67454	0.8936
	Transfer			18 Nov 2016	5318	72772	0.9640
	Transfer			25 Nov 2016	50	72822	0.9647
	Transfer			23 Dec 2016	(6000)	66822	0.8852
	Transfer			30 Dec 2016	(4000)	62822	0.8322
	Transfer			06 Jan 2017	500	63322	0.8388
	Transfer			27 Jan 2017	(6781)	56541	0.7490
	Transfer			17 Mar 2017	(36772)	19769	0.2619
	Transfer			24 Mar 2017	130	19899	0.2636
	Transfer			31 Mar 2017	(1194)	18705	0.2478
	AT THE END OF THE YEAR					18705	0.2478
18	RAMESHWAR NATH PANDEY	53893	0.8338			53893	0.7139
	Transfer			08 Apr 2016	(1000)	52893	0.7007
	Transfer			29 Apr 2016	(1000)	51893	0.6874
	Transfer			04 Nov 2016	(33000)	18893	0.2503
	Transfer			11 Nov 2016	(17635)	1258	0.0167
	Transfer			18 Nov 2016	(1258)	0	0.0000
	AT THE END OF THE YEAR					0	0.0000
19	REENA MEHTA	52217	0.8078			52217	0.6917
	Transfer			15 Jul 2016	(52217)	0	0.0000
	AT THE END OF THE YEAR					0	0.0000

E) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and	Shareholding at th	e beginning of the year	Cumulative Shar	eholding during the year
	each Key Managerial Personnel	No. of shares	% of total shares of the	No. of shares	% of total shares of the
			company		company
1	AMBALAL B PATEL	404900	6.2640	404900	5.3637
	AT THE END OF THE YEAR			404900	5.3637
2	NITIN I PATEL	293800	4.5452	293800	3.8920
	AT THE END OF THE YEAR			293800	3.8920
3	ISHWARBHAI B PATEL	278892	4.3146	278892	3.6945
	AT THE END OF THE YEAR			278892	3.6945
4	KALPANABEN J PANDYA	583	0.0090	583	0.0077
	AT THE END OF THE YEAR			583	0.0077
5	PIYUSHKUMAR K PATEL	500	0.0077	500	0.0066
	AT THE END OF THE YEAR			500	0.0066



F) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amount in Rs.)

				(/
Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	6,15,22,950	0	0	6,15,22,950
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	6,15,22,950	0	0	6,15,22,950
Change in Indebtedness during the financial year				
* Addition	3,05,21,550	0	0	3,05,21,550
* Reduction	35,23,112	0	0	35,23,112
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	8,85,21,388	0	0	8,85,21,388
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	8,85,21,388	0	0	8,85,21,388

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

(Amount in Rs.)

SN.	Particulars of Remuneration	Name of MD/WT	Total Amount	
		Ishwarbhai B. Patel (M.D)	Nitin I. Patel (W.T.D)	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	9,84,000	9,72,000	19,56,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	=	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit - others, specify	-	-	-
5	Others, please specify	=	-	-
	Total (A)	9,84,000	9,72,000	19,56,000
	Ceiling as per the Act		42,00,000	

#ceiling limit calculated as per Section II of Part II of Schedule V of the Companies Act, 2013

B. Remuneration to other directors Not Applicable

SN.	Particulars of Remuneration	Name of Directors			Total Amount	
5	Taracata of Nemarication		Traine or E			rotatrinoant
1	Independent Directors					
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (1)					
2	Other Non-Executive Directors					
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (2)					
•	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					



C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Amount in Rs.)

SN	Particulars of Remuneration Key Managerial Person		
		CS	Total
		Hiral Patel	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,36,159	2,36,159
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) of Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	ı
	- as % of profit	-	-
	- others, specify	-	1
5	Others, please specify	-	-
	Total	2,36,159	2,36,159

^{*}Details of salary of CEO& CFO are disclosed in point A mentioned herein above.

XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: Not Applicable

Туре	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)		
A. COMPANY							
Penalty							
Punishment							
Compounding							
B. DIRECTORS	•	•		•			
Penalty							
Punishment							
Compounding							
C. OTHER OFFICERS IN DEFAULT							
Penalty							
Punishment							
Compounding							





(A) Conservation of energy-

- (i) The steps taken or impact on conservation of energy;
- 1. Proper preventive maintenance of all machines including utilities.
- 2. Maintained/provided insulation to hot/cold pipelines effectively in the entire plant.
- 3. All energy conservation measures taken previously are being continued.
- 4. Carried out energy audit by EESL (Energy Efficiency Service Ltd.).
- 5. Conversion of old technology (DC) in certain finishing machines to new technology (AC) to reduce energy consumption as well as improve productivity.
- 6. Optimum utilization of cooling towers at Compressors by close monitoring.
- 7. Installation of capacitors to optimize power factor.
- 8. Prevention of Steam, Water & Air leakage.
- 9. Installation of energy efficient motors in fan motors.
- (ii) Total energy consumption and energy consumption per unit of production;

(Amount in Rs.)

Particulars	2016-17	2015-16
Purchase Units	139099	152120
Total Amount	1067943	1147882
Rate/ units	7.68	7.54

(B) Technology absorption-

Following initiatives were taken by the company towards the technology absorption, adaptation and innovation:

- 1. The process technology of Spirulina and Mycorrhizal Bio Fertilizer are developed by in-house R&D team was successfully implemented at plant level. Regular production of these products was undertaken with desired quality and efficiency.
- 2. The technologies of five new formulation products were commercialized for launch in domestic markets.
- 3. The quality of many actives and formulation products were improved and the process implemented in the plant.

(C) Foreign exchange earnings and Outgo-

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange out go during the year in terms of actual outflows are as given below:

Particulars	Financial Year 2016-17	Financial Year 2015-16	
Earning in Foreign Currencies	Nil	Nil	
Expenditure in foreign Currency	Rs. 1,27,32,555	Rs. 1,14,73,098	

Annexure - III

Statement of particulars under Sections 134 (3)(q) and 197 (12) of the Companies Act, 2013 *

Particulars	Status			
i) Ratio of the remuneration of each Director to the		Number of times		
median remuneration of the employees of the Company for the financial year		if total remuneration of the Director is considered	if total remuneration of the Director excluding variable pay and commission is considered	
	I B Patel	5.66	5.89	
	N I Patel	5.60	5.82	
ii) Percentage increase in remuneration of each of the Director, the Chief Financial Officer, the Chief Executive Officer, the Company Secretary or the Manager, if any, in the financial year	There were no changes in the remuneration of Direcotrs, CEO and CFO. There was rise in salary of Company Secretary by 25%.			0.
iii) Percentage increase in the median remuneration of employees in the financial year			3.9	95%



iv) Number of permanent employees on the rolls of	<u> </u>			7/		
iv) Number of permanent employees on the rolls of Company				74		
v) Explanation on the relationship between average increase in remuneration and Company performance	During 2015-16, sales increased by 3.89% from Rs. 72,17,22,910/- to Rs. 74,98,21,083/-, PBT increased from Rs. 1,47,45,571/- to Rs. 3,25,45,306/- and PAT increase by 139.34% from Rs. 1,20,23,227/- to Rs. 2,87,76,687/					
	Average increase in aggregate remuneration was 6.17 %.					
	Apart from the Company performance, other factors like inflation and market factors contributed to the increase in remuneration.					
vi) Comparison of the remuneration of the Key		(Amount in Rs.)				
Managerial Personnel against the performance of the Company		2015-16		% increase / decrease		
	Sales	72,17,22,910	74,98,21,083	3.89%		
	PBT	1,47,45,571		141.05%		
	Remuneration	21,26,664	21,92,159	3.30%		
vii) Variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase or decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer in case of listed companies and in case of unlisted companies, the variations in the net worth of the Company as at the close of the current financial year and previous financial year viii) Average percentile increase already made in the salaries of employees other than the managerial	During 2016-17, market capitalisation increased from Rs. 18,16,35,590/- to Rs. 1,07,91,15,255/ Price earnings ratio increased from 13.51 to 34.70. As compared to last public offer price of Rs. 10 in 1995, the market price was Rs. 142.95 as on March 31, 2017. Average increase for Key Managerial Personnel was 3.30% and for other					
personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	employees was about 30.92% (including appointment of new employees).					
ix) Comparison of the remuneration of each Key Managerial Personnel against the performance of the		sales grew by 3.89 KMPs increased by				
Company	Temaneration of	Remuneration	3.30 %. (Amount)	11 1(3.)		
		2015-16	2016-17	% increase / decrease		
	I B Patel	9,84,000/-	9,84,000/			
	N I Patel	9,72,000/-	9,72,000/-	- NIL		
	Hiral Patel (from 1 ⁻ Nov 2016)	87,000/-	2,36,000/	- 25%		
	Ruchita Chopra (up to 31- Oct 2016)	79,000/-		- N.A.		
x) Key parameters for any variable component of	Not applicable			•		
remuneration availed by the Directors xi) Ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid Director during the year xii) Affirmation that the remuneration is as per the						
Remuneration Policy of the Company	the Company					

^{*} Read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Directors' Report for the year ended March 31, 2017.



Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2017

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

To, The Members SUPER CROP SAFE LIMITED Regd. Off: C-1/290, GIDC Estate, Naroda, Ahmedabad, Gujarat - 382330

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SUPER CROP SAFE LIMITED** (hereinafter called the Company). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of the Secretarial Audit, We hereby report that in our opinion, the Company has, during the audit period covering the <u>Financial Year ended on 31st March, 2017</u> complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company as per **Annexure** I for the Financial Year ended on 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

However, it was informed that there were no instances requiring compliance with the provisions of the laws indicated at point (d), (e), (g) and (h) of para (v) mentioned hereinabove during the period under review.

We further report that having regard to the compliance system prevailing in the company and on examination of relevant documents and records in pursuance thereof, on test check basis, the company has adequate compliance management system in relation to the other sector specific laws identified by the management as applicable specifically to the company broadly covering Laws relating to pesticides and fertilizer Industries.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015;

We have been informed that , The BSE Limited has granted , "in - principle" approval for issue of 11,05,000 Equity Shares and 3,00,000 Convertible Warrants at issue price of Rs. 70/- each on Preferential Basis vide letter dated 05th October, 2016, "Listing Approval" for listing of 10,85,000 Equity Shares of Rs. 10/- each at a premium of Rs. 60/- per share vide letter dated 09th November, 2016 and "Trading Approval" for trading of 10,85,000 Equity Shares of Rs. 10/- each vide letter dated 17th November, 2016.



During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, mentioned hereinabove and there is adequate compliance management system. We have relied on the representations made by the Company and its officers for systems and mechanisms formed by the Company for compliances under the laws and regulations applicable to the Company as referred hereinabove and verification of documents and records on test check basis.

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

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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes, wherever required.

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

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

- (A) During the period under review, the company has increased Authorised Share Capital of the Company from Rs. 8,00,00,000/- (Rupees Eight Crore Only) to Rs. 10,00,00,000/- (Rupees Ten Crore Only) comprising of 1,00,00,000 (One Crore) Equity Shares of Rs. 10/- (Rupees Ten) each and Consequent to the increase of Authorised Share Capital, the Authorised Share Capital Clause contained in clause V of the Memorandum of Association of the company has been altered by passing shareholders resolution at the Annual General Meeting of the Company held on 30th September, 2016.
- (B) During the period under review , the Shareholders resolution has been passed at the Annual General Meeting of the Company held on 30th September, 2016 for Preferential Issue and Allotment of Equity Shares and thereby the Board of Directors of the Company authorized to create, offer, issue and allot up to 11,15,000 equity shares of face value of Re. 10/- each ("Equity Shares") fully paid up, for cash, at such price (including premium) being not less than the price determined in accordance with Chapter VII of SEBI ICDR Regulations, on a preferential basis, so that the total value of the number of Equity Shares so issued at a price not less than the price determined in accordance with Chapter VII of SEBI ICDR Regulations aggregates to not more than Rs. 7,80,50,000 (Rupees Seven Crore Eighty Lacs Fifty Thousand only) for cash to Strategic Investor, at such time or times, in one or more tranches and on such terms and conditions and in such manner, as the Board may think fit in its absolute discretion and in accordance with the provisions of Chapter VII of the SEBI ICDR Regulations, 31st August ,2016 considered as the "Relevant Date" for the purpose of calculating the floor price for the issue of Equity Shares and the floor price so calculated is Rs. 68.70/-.
- (C) During the period under review , the Shareholders resolution has been passed at the Annual General Meeting of the Company held on 30th September, 2016 for Preferential Issue of Warrants and thereby the Board of Directors of the Company authorised on behalf of the Company to create, offer, issue and allot, from time to time and in one or more tranches, up to 3,00,000 Warrant of a face value of Rs. 70/- each to Prospective Investors, by way of a Preferential Issue, through offer letter and/or circular and/or information memorandum and/ or private placement memorandum and/or such other documents / writings, in such manner and on such terms and conditions as may be determined by the Board in its absolute discretion; and each such Warrant shall entitle the holder(s) thereof to subscribe for and be allotted one equity share of the face value of Rs. 10 /- of the Company (the "Equity Share"), at a minimum exercise price of Rs. 70/-(including a premium of Rs. 60/-) per Equity Share or such other higher price as may be arrived at in accordance with the ICDR Regulations ("Issue Price").
- (D) During the period under review, the Company has Allotted 10,85,000 Equity Shares of Rs. 10/- each at a premium of Rs. 60/- per shares on preferential basis and also allotted 3,00,000 Convertible Warrants on Preferential Basis at the Issue Price of Rs. 70/- each as on 08th October, 2016.

Place: Ahmedabad
Date: 26th May, 2017

Signature:

Name of practicing C S: Nirali Patel, Partner

SPANJ & ASSOCIATES Company Secretaries ACS/FCS No.: F9092

C P No: 10644

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



ANNEXURE - I

List of documents verified

- 1. Memorandum & Articles of Association of the Company.
- 2. Minutes of the meetings of the Board of Directors, Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Independent Directors, etc along with attendance register held during the period under report.
- 3. Minutes of General Body Meetings held during the period under report.
- 4. Statutory Registers/Records under the Act and rules made there under.
- 5. Agenda papers submitted to all the Directors / Members for the Board Meetings and Committee Meetings.
- 6. Declarations received from the Directors of the Company pursuant to the provisions of Section 184 and 164 of the Act.
- 7. Intimations received from Directors under The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- 8. e-Forms filed by the Company, from time-to-time, under applicable provisions of the Act and attachments thereof during the period under report.
- 9. Intimations / documents / reports / returns filed with the Stock Exchanges pursuant to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 during the period under report.
- 10. Documents related to payments of dividend made to its Members during the period under report.
- 11. Communications/ Letters issued to and acknowledgements received from the Independent directors for their appointment.
- 12. Various policies framed by the Company from time to time as required under the Act as well as the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with circulars issued by the SEBI from time to time.

ANNEXURE - II

To,

The Members

SUPER CROP SAFE LIMITED

Regd. Off: C-1/290, GIDC Estate, Naroda,

Ahmedabad, Gujarat - 382330

Sir,

Sub: Secretarial Audit Report for the Financial Year ended on 31st March, 2017

Our report of even date is to be read along with this letter.

- 1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- 3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
- 4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- 5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- 6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Ahmedabad

Date: 26th May, 2017

Signature:

Name of practicing C S: Nirali Patel, Partner

SPANJ & ASSOCIATES Company Secretaries ACS/FCS No.: F9092

C P No: 10644



MANAGEMENT DISCUSSION & ANALYSIS

ECONOMIC OVERVIEW

Despite the fact that global economic continue to remain under slow growth territory, Indian economy reflected robust growth of 7.1% during FY 16-17. The demonetization has impacted the India growth story which reduces India's GDP growth to 6.1% during last quarter of FY 16-17. However, as per World Bank, Indian economy is showing good recovery from the temporary adverse effect of demonetization and in its latest Global Economic Prospects, projects India's Growth at 7.5% in 2018 and 7.75% in 2019. Last year's growth was based on favourable monsoons that supported agriculture and rural consumption, an increase in infrastructure spending and robust government consumption. Domestic demand is expected to remain strong, supported by ongoing policy reforms, especially the introduction of the nationwide Goods and Services Tax (GST). The agriculture growth is also expected due to good monsoon season all over the country.

GOODS AND SERVICE TAX

Government has clearly shown its intent to implement Goods and Service Tax (GST) from July 01, 2017, which is considered to be the biggest tax reform, post-independence. GST will have multi-dimensional impact on the Indian Economy. It will help in creating efficient indirect tax regime by removing cascading effect of tax, nullifying no-credible taxes, similar tax structure across the states and reducing compliance costs. It is expected that because of transparent tax structure, share of unorganized players will reduce over a period of time.

It is believed that considering the mechanism developed under GST regime, it would be difficult for the unorganized players to sustain themselves and ultimately they will be required to convert into organized players and when that happens, the completion will be based on the quality, brand and market research aspect. GST is considered to be positive for organized players like your Company and to create an opportunity for organized players to snatch the market share of unorganized players.

Considering various government initiative and push for infrastructure, agriculture, irrigation, organic farming, farmer education, Make in India initiative and GST implementation will boost the growth rate for organized players in the agro-chemicals industry. Indian political scenario looks positive, bringing about long term stability which will create positive economic environment of the growth of Indian industries.

AGRICULTURE SECTOR

Agriculture holds a prime importance in the socio-economic fabric of India. The sector has remained backbone of the Indian economy and presently accounts for ~15% of the country's GDP. Nearly 58% of the rural households rely on agriculture as their principal means of livelihood.

Agriculture sector will lend support to overall GDP growth. After two consecutive years of unfavourable weather conditions, a normal monsoon in 2016 in the Kharif season and favourable climatic conditions in the Rabi season have been a boon for the agriculture sector. The latest agriculture data reveals highest production of pulses in the country in the year 2016-17.

It is also pointed out that since India's macroeconomic fundamentals were strong the economy was able to withstand the impact of sudden demonetization move. The setback was transient and economy is gradually picking up momentum as per process of re-monetization gets complete. The projected growth rate for agriculture and allied activities is forecasted to be around 3.5% to 4.0% for 2017-18.

INDIAN AGROCHEMICALS INDUSTRY

India is the fourth largest global producer of agrochemicals after the US, Japan and China. This segment generated a value of USD 4.4 billion in FY15 and is expected to grow at 7.5% per annum to reach USD 6.3 billion by FY20. Approximately 50% of the demand comes from domestic consumers and the rest from exports. During the same period, the domestic demand is expected to grow at 6.5% per annum and exports at 9% per annum.

There are good emerging trends and solutions for sustainable crop protection which include crop protection chemicals, agronomy, fertigation, seed treatment, bio-technology development etc. The next generation agriculture in the country will have to encompass all such possible solutions using the best mode in a given scenario. The sector faces many challenges and solution to same can lead to India becoming a global manufacturing hub of quality crop protection chemicals.

Crop protection chemicals will also play a major role in the new phase of Second Green Revolution. The role of crop protection chemicals is not limited to protection; they help in yield enhancement as well. Use of crop protection chemicals can increase crop productivity by 25-50%, by mitigating crop loss due to pest attacks. It is estimated that almost 25% of world's agricultural production is lost due to postharvest pest attacks. Thus, crop protection chemicals are also very essential to ensure food and nutritional security.

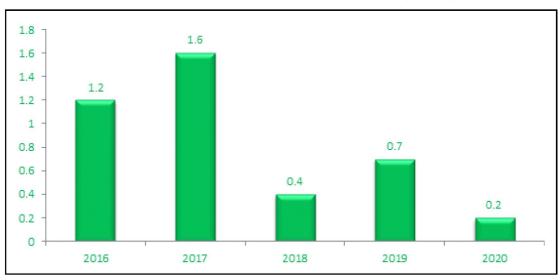
INDIAN AGROCHEMICAL MARKET OVERVIEW

This year, monsoon in India is predicted to be better. This should help recover farm and related economic growth. El Nino effects are gradually fading in India and paving way for La Nina, which would be inductive to more rains and consequently increased farm production. This will translate into a better demand for crop protection chemicals. Input prices for crop protection chemical companies are likely to remain subdued in the near future which will impact selling prices for farmers. Due to this, while the market could grow in volume terms, but in value terms, growth would be moderate. The long term drivers like increasing population, current low capita consumption of pesticides, decreasing arable land, focus on productivity and increasing purchasing power would continue to remain intact and will drive the global crop protection market.

Key Growth Drivers for Indian Crop Protection Market

Agrochemicals worth USD 4.1 billion are expected to go off-patent by 2020. This provides significant export opportunities for Indian companies which have expertise in generic segment. Top 6 importing nations constitute only 44% of India's agrochemical exports. This also indicates export potential for Indian companies. In order to build a strong export base, companies could set up marketing offices in association with domestic players in export geographies. Companies could also look for strategic alliances with local companies to expand their marketing and distribution reach. Merger and acquisition opportunities could also be explored to increase their global presence.

Agrochemicals going off-patent 2016-2020 USD (Billion)



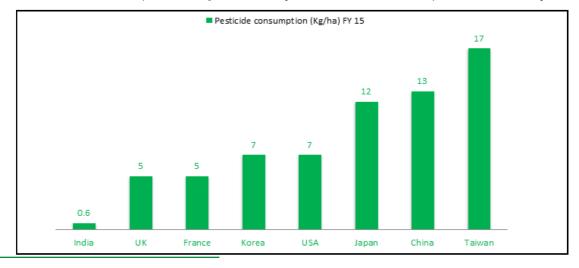
Growth in herbicides and fungicides: Labor shortage, rising labor costs and growth in GM crops has led to growth in the use of herbicides. The herbicide consumption in India stands at 0.35 USD billion in FY14 and is expected to grow at a CAGR of 15% over the next five years to reach \sim 0.8 USD billion by FY19. On the other hand the fungicide industry in India has grown due to the growth in Indian horticulture industry, which has grown at a CAGR of 7.5% over the last five years.

Low consumption of pesticides in India: The per hectare consumption of pesticides in India is amongst the lowest in the world and currently stands at 0.6 kg/ha against 5-7 kg/ha in the UK and at almost 20-30 times $^{\sim}$ 13 kg/ha in China . In order to increase yield and ensure food security for its enormous population agrochemicals penetration in India is bound to go up.

Pesticide consumption (Kg/ha) FY 15

Increasing Pest Attacks:

The total number of pests attacking major crops has increased significantly from 1940s. For instance, the number of pests which are harmful for crops such as rice has increased from 10 to 17 whereas for wheat have increased from 2 to 19 respectively. The increased damage to crops from pests and subsequent losses poses a serious threat to food security and further underscores the importance of agrochemicals. The most recent example is the large scale whitefly infestation of Bt cotton crop in North India last year. Due to this,



cotton area in Punjab & Haryana has declined by 27% to 7.56 lakh hectares in this year (FY 17 crop year) as farmers shifted to other crops after incurring huge losses owing to whitefly pest attack.

Improved cost to benefit ratios along with higher farm produce prices, pests developing resistance to older products and increase in market penetration will be the driving factors for the Indian crop protection industry.

Some of the other demand drivers are:

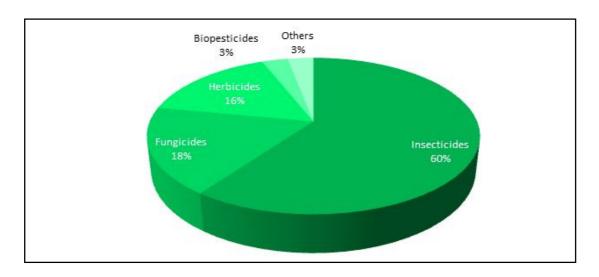
- · Formation of Farmer Producer Organizations (FPOs) to counter the difficulties faced due to land fragmentation
- Availability and dissemination of appropriate technologies that depend on quality of research and extent of skill development
- Plan expenditure on agriculture and in infrastructure which together with policy must aim to improve functioning of markets and more efficient use of natural resources
- Governance in terms of institutions that make possible better delivery of services like credit, animal health and of quality inputs like seeds, fertilizers, pesticides and farm machinery

Distribution of domestic crop protection market by Product category

The Indian crop protection market is dominated by Insecticides, which form almost 60% of domestic crop protection chemicals market. The major applications are found in rice and cotton crops. Fungicides and Herbicides are the largest growing segments accounting for 18% and 16% respectively of total crop protection chemicals market respectively. As the weeds grow in damp and warm weather and die in cold seasons, the sale of herbicides is seasonal. Rice and wheat crops are the major application areas for herbicides. Increasing labor costs and labor shortage are key growth drivers for herbicides.

The fungicides find application in fruits, vegetables and rice. The key growth drivers for fungicides include a shift in agriculture from cash crops to fruits and vegetables and government support for exports of fruits and vegetables. Bio-pesticides include all biological materials organisms, which can be used to control pests. Currently bio- pesticides constitute only 3% of Indian crop protection market; however there are significant growth opportunities for this product segment due to increasing concerns of safety and toxicity of pesticides, stringent regulations and government support.

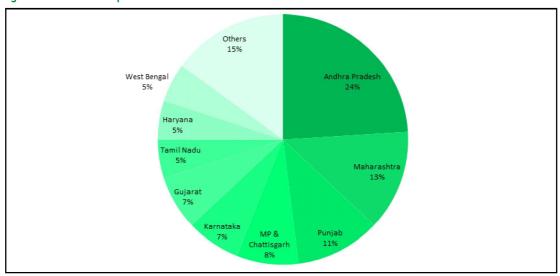
Indian Crop Protection Market split



Major crop protection products

Segment	Major Products	Main Application
Insecticides	Acephate, Monocrotophos, Permethrin	Cotton, Rice
Fungicides	Mancozeb, Copper Oxychloride, Thiram	Fruits, Vegetables, Rice
Herbicides	Glyphosate, 2,4,D, Pendimethalin	Rice, Wheat
Bio-Pesticides	Spinosyns, Neem based	Rice, Maize, Tobacco
Others	Zinc Phosphate, Aluminium Phosphide	Stored Products

State wise agrochemical consumption



The Company is having direct presence in the states covering more than 44% share in India's agro-chemical market.

ORGANIC FARMING

Organic farming preserves soil quality and diversity in crop production, and avoids hazards to the environment on a long-term basis. Organic farming as a means to sustainable agriculture has benefited farmers. The certified cultivated area under organic farming has grown from 4.55 lakh ha in 2009-10 to 7.23 lakh ha in 2013-14, with around 6 lakh farmers practicing it. But, still, the total area under organic farming is insignificant compared to the net sown area of 140 million hectares. In terms of exports also, exports of organic food at about 1.6 lakh tonnes and at an estimated value of USD 220 million is less than 1 per cent of global exports. Against this backdrop, to provide a major fillip to organic farming in India, the existing components of organic farming under the NMSA have been put together under a new programme called "Paramparagat Krishi Vikas Yojana". The programme envisages development of 10,000 organic clusters and provides chemical-free inputs to farmers and increase the certified area by 5 lakh hectare within a period of 3 years. Under this, every farmer in a cluster will be provided an assistance of Rs. 50,000 per hectare in 3 years towards conversion to and adoption of organic farming and towards market assistance.

In line with governments Organic Farming initiative the Company has started its Bio-Technology Division for research and development work in the field of Organic Farming and development of organic fertilizers. At Bio-division of the Company VAM, Maycorrhizal Bio-fertilizer with brand name SUPER GOLD is developed and commercially marketed in last year. SUPER GOLD is licensed product for which production from root level to formulation is developed in Bio Division, which is done by only few Companies in India. It increases roots in crops and increases reach of roots to absorb more fertilizers and water which remains untouched otherwise. Use of this product will reduce the use of chemical fertilizers and water that will result in low cost farming to Indian farmers.

OVERVIEW OF SUPER CROP SAFE LTD

Super Crop Safe Ltd enjoys the unique distinction of having strong brand equity in agrochemicals and Bio fertilizers. Built on a foundation of trust and respect for quality product are increasingly recognizing the mutual benefit of distributors and farmers working with your Company.

Domestic agri-inputs focus on developing strong brands backed by quality supply for the Indian market. These are high performance, high potential, early stage products, which Super Crop Safe Ltd enjoys early entry benefits.

The domestic agri-inputs operation has shown consistent growth over the past few years and all this was possible with continuous farmer connect initiatives, strong and extensive distribution capabilities and professional marketing team with experience and straightforward and transparent dealings with all stakeholders.

GLIMPSES OF RESEARCH AND DEVELOPMENT WORK UNDERTAKEN AT BIO-DIVISION

The Company has diversified into Microbial biotechnology (Mycorrhiza, Spirulina) and further our need based R & D is going on to develop sustainable Botanicals and active pharmaceutical ingredients (API) for Ayurvedic, Herbal and Microbial Therapeutics (Nutraceutical & Nutri-theraputics). Products developed as a result of this R&D activity will be marketed with the existing strong marketing network of the Company.

Products Developed

1. Mycorrhiza VAM (Vesicular Arbuscular Mycorrhiza) - a complete Biofertilizer, under the brand name Super Gold

The main benefit of this, to the farmer is, it reduces the dose of phosphatic fertilizer by fifty percent, and hence there is no any additional expense. It increases the yield up to 20 percent besides many other benefit to improve the soil structure, pH & maintaining the rhizosphere microbial community, organic carbon (OC) responsible for the optimum C:N ratio an index of soil fertility.

Mycorrhiza (VAM); an important component of soil life and soil chemistry, responsible for nutrient mineralization, solubilisation particularly (P, Zn, Fe, Mg, Mn, Mo, Cu Etc...) transportis developed as Granule, Powder and Liquid Bio - Fertilizer for sustainable agriculture, horticulture and plantation.

Mycorrhiza (VAM) increases 10 - 100 fold roots potential to absorb the nutrient from rhizosphere and imparts natural defense against various pathogens. It reduces the use of chemical fertilizer up to 50% and enhances the yield up to 40% of plants.

A consortium of natural companion species of Glomus developed and being produced by nurse culture approach.

Further our R & D have strengthen it as Super Gold with MHB (Mycorrhiza Helper Bacteria) - a consortium of 14 in-house sturdy isolates for N, P, K and Zn which make our formulation a UNIQUE of its kind.

2. Spirulina: Dietary supplement under the brand name Superlinaa

A highly nutritional and therapeutic micro-algae; Protein 60 % (approx) hence a good admixture of food supplements for malnutrition. High Concentration of Iron, Calcium, Phosphorus, Potassium, Zinc, Selenium and Iodine works well for iron deficient children, pregnant women. Good for cardio vascular disease due to potassium (k) and rheumatism due to selenium (Se). Rich in Antioxidants by virtue of higher concentration of Vitamin B12, Beta-Carotene, Phycocyanin and Polynuclear Aromatic Hydrocarbon (PAH) help to work as blood purifier hence antiaging.

Besides this: Abundance of Energy, Strengthen Immune system, Inhibit allergic reaction, Fight obesity, Improve muscle strength and Endurance, Control Blood Sugar level, Keeps skin healthy etc.

3. Super Wonder: A super protector against pest and disease

SUPER WONDER is a biological insecticide based on botanical extract produced by Nano technology & formulated as balanced polybotanicals WS (Water Soluble Concentrate) with nano concentration of Co-factors for plant defines enzymes.

Actions: Protect from sucking pests Like, Aphids, Jassids, White Fly, Thrips, Mites etc and fungal pathogens (Mildews, Wilt, Damping off, Leaf spot etc). It has ovicidal effects. Minor insect is easily killed by different natural plant extracts. Besides Poly-botanicals, the extract contains various natural elements responsible for the growth of the plants. Boost crops immunity and over all biomass hence yield.

Products Under Development:

4. Soil Reclaim: Reclaim alkalinie & sodic soil

Plant absorbs nutrition at pH ranging between 5.5 to 7.5. Above pH 7.5 are alkaline where as below pH 5.5 are acidic. Both the conditions are unfavourable for crops growth and development. Degraded alkaline soil is called sodic soil since there is no exchangeable calcium (Ca), pH is more than 8.5. Seven million hectare of Indian soil is either alkaline or sodic hence non-productive for crop. It is a great challenge for scientist to reclaim these soils. We are at the verge of development of a combination of natural alkaline / sodic microbes with green chemicals having great potential to reclaim it slowly.

Bio-resources conservation and sustainable utilization as per National Biodiversity Authority (NBA) is an important regulation guideline to be followed while working in this arena, however since we have already ventured into Microbial Biotechnology (Bio-fertilizer, Biofungicide & Bio-pesticide), we have decided to develop a state of the art R & D institution to develop cell as bioreactor, a recent trend in biotechnology to develop chemicals, pharmaceuticals & therapeutic molecules in-house in completely closed/controlled environment without any hazardous waste hence with green chemistry approach.

The endeavour includes the

- Development of In-house medicinal plants garden
- Development of High-tech nursery for mass propagation
- Development of Plant Tissue Culture for mother stock
- Development of Cell line approach for the production of API's
- Development of nutritional & therapeutically important yet un-explored bio resources

A state of the art facility is planned to construct, the land available with us for the purpose is already having NOC.

OutLook

The agrochemical industry has seen structural changes on the back of relative increase in purchasing power of the farmer largely and to a certain extent on account of enhanced farm dynamics. The cost benefit of usage of pesticides has improved with continual increase in MSPs and the changing food habits of the rising middle class. Higher labour cost has also given boost to agrochemical consumption in the

country. As a result, agrochemical industry has witnessed sustained growth in the last decade, driven by volume growth as well as change in product mix followed by pricing growth. The Government of India, together with several private players continues to take incremental efforts to push higher penetration of agri-inputs in India.

Within agrochemicals, fungicides and herbicides are expected to show healthy growth on the back of increased acreage under horticulture, rising horticulture produce prices and emergence of organised retail (largely used in fruits and vegetables).

Given the moderation in the environment overall, the outlook for your Company's agri-inputs business in FY 2017-2018 looks cautiously optimistic and performance would reflect continued growth momentum although at a controlled pace. The key factors that would drive sustained growth include pattern and distribution of the upcoming annual monsoon rainfall together with upsides from products launched in the past few years. This growth would be further propelled with the introduction of 5 new products in 2017-18 (in 2016-17 6 new products were added to the Company's product range), which would have distinctive competitive advantage over the target molecules.

In addition, your Company will strengthen and expand its reach into new underdeveloped markets and crop segments which will further improve prospects going forward. Institutional tie-ups with the Corporate, for supply of agrochemicals have also started yielding fruits and will contribute to growth.

Industrial Relations and Human Resources

Your Company considers people as its biggest assets and "Believing in People" is at the heart of its human resource strategy. Lot of efforts are put in talent management, strong performance management, learning and training initiatives in order to ensure that your Company consistently develops inspiring strong and credible leadership.

Your Company believes that people perform to the best of their abilities if they feel a sense of ownership. Consequently, the Company has strengthened the working environment to make it inclusive, progressive and flexible and promoting an excellence-driven culture. The Company reinforced its vision, mission and values among employees.

The Company fosters a performance-driven and merit-linked remunerative environment. It acknowledges the contributions of performers, preparing them for more challenging roles. The Company organised training programmes covering technical, behavioural, safety issues, code of conduct, product training and other needs.

The Company continued to recruit scientific, technical and managerial personnel (graduates and postgraduates) of experience in the field of agrochemical industry. A structured development programme, aligned to business needs, helped groom fresh hires into prospective leaders. As on March 31, 2017, the total employee strength stood at 74 and industrial relations remained cordial.



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SUPER CROP SAFE LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **SUPER CROP SAFE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, theafore said standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, and its profit and its 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, 2016 ('the Order') issued by the Central Government of India in terms of subsection (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
- 2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, **subject to G and O of Significant policies**, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.



- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure B; and
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company does not have any pending litigations which would impact its financial position
 - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. the Company has provided requisite disclosure in the financial statements as to holdings as well as dealing in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer to Note 35 to the financial statements.

For, Parimal S Shah & Co Chartered Accountants (FRN:107591W)

(Parimal S Shah) Proprietor Membership No. 038507

Place: Ahmedabad Date: 26.05.2017



ANNEXURE A TO THE AUDITOR'S REPORT

- 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) According to information and explanations given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties are held in the name of the company.
- 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) No material discrepancies were noticed.
- 3. The company has not granted any secured or unsecured loan to the companies, firms, limited liability partnership or other parties listed in the register maintained under Section 189 of the Companies Act, 2013.
- 4. The company has not any transactions in the nature of loans, investments, guarantees and security as per the provisions of section 185 and 186 of the Companies Act, 2013. Therefore paragraph 3(iv) of the Order is not applicable to the company.
- 5. According to the information and explanation given to us, the Company has not accepted any deposits from the public. Therefore paragraph 3(v) of the Order is not applicable to the company.
- 6. According to the information and explanation given to us, maintenance of the cost records prescribed by the Central Government under section 148(1)(d) of the Companies Act, 2013 is not applicable. Therefore paragraph 3(vi) of the Order is not applicable to the company.
- 7. a) According to the records of the company undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues except provident fund, income tax, duty of excise and value added tax have been generally regularly deposited with the appropriate authorities. Following undisputed amounts were payable in respect of the aforesaid dues which were outstanding as at 31st March, 2017 for a period of more than six months from the date those become payable:

	•			1 3		
Name of the	Nature of Dues	Amount (Rs)	Period to	Due Date	Date of Payment	Remarks, if any
Statute			which the			
			Amount relates			
Income Tax	Advance Tax	450000	A.Y. 2017-18	15.06.2016	-	Unpaid
Income Tax	Advance Tax	900000	A.Y. 2017-18	15.09.2016	-	Unpaid
	Total	1350000				

b) According to information and explanations given to us, following statutory dues have not been deposited as on March 31,2017 on account of disputes:

Sr No	Name of Statute	Nature of Dues	Amount(Rs)	Period for which amount relates	Forum where dispute is pending
1	Central Sales Tax Act,1956	CST	405809	FY 2009-10	Dy. Commissioner of Commercial Tax Appeal-2
2	Central Sales Tax Act, 1956	CST	520009	FY 2010-11	Dy. Commissioner of Commercial Tax Appeal-2
3	Central Sales Tax Act, 1956	CST	254403	FY 2012-13	Dy. Commissioner of Commercial Tax Appeal-2
4	The Customs Act, 1962	CUSTOM	1904760	FY 2012-13	Addl. Commissioner of Customs, Ahmedabad
5	The Central Excise Act, 1944	EXCISE	952292	March 2010 to August 2015	Add. Commissioner of Central Excise, Ahmedabad-3

- 8. Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the company has not defaulted in repayment of loans or borrowings to financial institutions, bank, government or debenture holders.
- 9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and the term loans during the period. Therefore paragraph 3(ix) of the Order is not applicable to the company.
- 10. According to the information and explanations given to us, no fraud by the Company or any fraud on the company by its officers or employees has been noticed or reported during the year.



- 11. According to the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to companies Act.
- 12. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- 13. According to the information and explanations given to us and based on our examination of the records of the Company, the company has made preferential allotment during the year under review and requirement of section 42 of the companies Act, 2013 have been complied with and the amount raised have been used for the purposes for which funds were raised.
- 14. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.

For, Parimal S Shah & Co Chartered Accountants (FRN:107591W)

Place :Ahmedabad Date:26.05.2017 (Parimal S Shah)
Proprietor
Membership No. 038507



ANNEXURE - B TO THE AUDITORS' REPORT

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

We have audited the internal financial controls over financial reporting of SUPER CROP SAFE LIMITED ("the Company") as of 31 March, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For, Parimal S Shah & Co Chartered Accountants (FRN:107591W)

(Parimal S Shah)
Proprietor
Membership No. 038507

Place: Ahmedabad Date: 26.05.2017



BALANCE SHEET AS AT 31ST MARCH 2017

(Amount in Rs.)

Particulars	Note No	As at 31st March, 2017	As at 31st March, 2016
		5250 (10/6/1) 2027	2230 (10.0) 2020
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	1	75,489,000	64,639,000
Reserves and Surplus	2	133,233,890	39,357,203
Money Received Against Equity Share Warrants	3	15,750,000	0
Non-Current Liabilities			
Long-Term Borrowings	4	764,367	3,351,875
Deferred Tax Liability (Net)	5	418,485	274,185
Current Liabilities			
Short-Term Borrowings	6	87,408,950	56,887,400
Trade Payables	7	97,753,846	97,133,453
Other Current Liabilities	8	17,734,278	32,297,154
Short-Term Provisions	9	5,390,468	9,523,986
TOTAL		433,943,284	303,464,256
ASSETS			
Non-current assets			
Fixed assets			
(i) Tangible assets	10	53,830,635	39,697,111
Non-Current Investments	11	2,002,000	2,000
Long Term Loans and Advances- Security Deposits		397,404	357,108
Current assets			
Inventories	12	153,112,350	84,857,746
Trade Receivables	13	209,125,106	164,360,738
Cash and Cash Equivalents	14	4,727,429	4,958,271
Short-Term Loans and Advances	15	10,157,679	8,958,451
Other Current Assets- Preferential Issue			·
Expenses to the Extent not W/o		590,681	272,831
Significant Accounting Policies			
The acompanying notes are an integral part of Financial Statements	1 to 35		
TOTAL		433,943,284	303,464,256

As per our report of the even date attached

For & on Behalf of Board

For, Parimal.S.Shah & Co.

Chartered Accountants. Shri Ishwarbhai B. Patel (CEO & CMD)

Shri Nitin I. Patel (CFO & Director)

(Parimal S Shah) Proprietor

Hiral Patel (Company Secretary)

Place : Ahmedabad Place : Ahmedabad Date : 26.05.2017 Place : 26.05.2017



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2017

(Amount in Rs.)

Particulars	Note No	2016-17	2015-16
	NO	2010-17	2013-10
INCOME			
Revenue From Operations	16	749,821,083	721,722,910
Other Income	17	2,830,916	54,499
Total Revenue		752,651,999	721,777,409
EXPENSES			
Cost of Materials Consumed	18	349,720,909	275,592,224
Purchases of Stock-in-Trade		294,580,572	320,673,117
Changes in Inventories of Finished Goods	19	(30,286,271)	17,140,092
Employee Benefits Expense	20	16,977,683	15,158,831
Finance Costs	21	12,162,756	11,266,682
Depreciation and Amortization Expense	10	6,099,373	5,130,503
Other Expenses	22	70,851,671	62,070,389
Total Expenses		720,106,693	707,031,838
Profit Before Tax		32,545,306	14,745,571
Tax Expense:			
(1) Current Tax		(3,624,319)	(2,986,359)
(2) Deferred Tax		(144,300)	264,015
Profit/(Loss) For The Period		28,776,687	12,023,227
Earning Per Equity Share			
(1) Basic		4.12	2.08
(2) Diluted		4.08	2.08
Significant Accounting Policies			
The acompanying notes are an integral part of Financial State	ements 1 to 35		

As per our report of the even date attached

For & on Behalf of Board

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

Shri Ishwarbhai B. Patel (CEO & CMD)

Shri Nitin I. Patel (CFO & Director)

(Parimal S Shah) Proprietor

Hiral Patel (Company Secretary)

Place: Ahmedabad Date: 26.05.2017 Place : Ahmedabad Date : 26.05.2017



Cash Flow Statement For The Year Ended March 31st, 2017

(Amount in Rs.)

Particulars	2016-17	2015-16
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before taxes	32,545,306	14,745,571
Depreciation	6,099,373	5,130,503
Preferential Allotment Exps W/o	69,000	30,315
(Profit)/Loss on sale of Assets	114,191	34,664
Interest Income	-2,945,107	-89,163
Interest Expense	11,163,945	10,716,766
Operating Profit Before Working Capital Changes	47,046,708	30,568,656
Adjusted for changes in inventories	-68,254,605	27,425,977
Trade & Other Receivable	-46,003,375	-39,623,963
Trade Payable & other liabilities	-13,142,504	-9,802,122
Cash Generated from Operations	-80,353,776	8,568,548
Direct Tax Paid	-2,958,844	-1,490,000
NET CASH FLOW FROM OPERATION ACTIVITES	-83,312,620	7,078,548
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	-20,513,093	-10,472,409
Sale of Fixed Assets	170,000	42,000
Purchase/ Sale of Investment	-2,000,000	18,000
NET CASH FLOW FROM INVESTMENT ACTIVITIES	-22,343,093	-10,412,409
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds / Repayment from / of borrowings :-		
Issue of Equity Shares (Calls in arrears)	10,850,000	7,763,166
Equity Share Premium	65,100,000	14,400,000
Issue of Warrant Convertible into Equity Shares	15,750,000	0
Proceeds from borrowings	26,998,437	-3,764,338
Dividend paid including Corporate Dividend Tax	-4,667,879	-3,419,829
Preferential Issue Expenses	-386,850	-303,145
Interest Income	2,945,107	89,163
Interest Paid	-11,163,945	-10,716,766
NET CASH USED IN FINANCING ACTIVITIES	105,424,870	4,048,252
NET CHANGES IN CASH AND CASH EQUIVALENTS (A + B + C)	-230,842	714,391
CASH & CASH EQUIVALENTS-OPENING BALANCE	4,958,271	4,243,880
CASH & CASH EQUIVALENTS-CLOSING BALANCE	4,727,429	4,958,271
Notes:		-,,-

Notes

- 1 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.
- 2 Cash & Cash equivalent of Rs. 47,27,429/- as on 31st March, 2017, comprises of balances with Scheduled Banks in Current A/cs and deposit a/cs Rs. 12,78,076/- and cash on hand Rs. 34,49,353/-.
- 3 Figures of previous year have been regrouped wherever necessary to conform to the current year's figures.

As per our report of the even date attached

For, Parimal.S.Shah & Co.

Chartered Accountants

For & on Behalf of Board

Shri Ishwarbhai B. Patel (CEO & CMD)

Shri Nitin I. Patel (CFO & Director)

(Parimal S Shah) Proprietor

Hiral Patel (Company Secretary)

Place: Ahmedabad
Date: 26.05.2017
Place: Ahmedabad
Date: 26.05.2017

46



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 principles and provisions of the Companies Act, 2013.

The Company has ascertained its operating cycle as 12 months for the purpose of classification of current /non-current assets and liabilities.

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 on written down value method over the useful lives of assets as prescribed under part C of Schedule II of the Companies Act, 2013.

E. INVESTMENTS:

Investments are stated at cost of acquisition.

F. INVENTORIES:

Inventories of Finished Goods are valued at Cost Price or Net Realisable value 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.

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 as 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 yearend 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.

R. EARNING PER SHARE

Basic earning per share is computed by dividing the net profit after tax by weighted average number of equity shares outstanding during the period.



Notes on Financial Statements For the Year Ended on 31st March, 2017

NOTE: 1: SHARE CAPITAL

Particulars	As at 31st March, 2017	As at 31st March, 2016
Authorised Share Capital		
100,00,000 Equity Shares of Rs.10.00 each (Previous year 80,00,000 Equity Shares)	100,000,000	80,000,000
Total	100,000,000	80,000,000
Issued, Subscribed and Paid up Share Capital 75,48,900 Equity Shares of Rs. 10.00 each issued & Called up (Previous year 64,63,900 Equity Shares) (During the year 10,85,000/- Equity Shares of Rs. 10/- each issued on preferential basis at a premium of Rs. 60/- per share. In the previous year 8,00,000/- Equity Shares of Rs. 10/- each issued on preferential basis at a premium of Rs. 18/- per share.)	75,489,000	64,639,000
Total	75,489,000	64,639,000

Shareholders holding more than 5% shares

Name of the Shareholder	As at	As at
	31st March, 2017	31st March, 2016
Satishbhai I Patel		
No. of Shares	496,000	496,000
Percentage of share holding	6.57%	7.67%
Ambalal Baldevdas Patel		
No. of Shares	404,900	404,900
Percentage of share holding	5.36%	6.26%
Sykes & Ray Equities (I) Ltd		
No. of Shares	21,355	335,802
Percentage of share holding	0.28%	5.20%

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

Particulars	As at 31st March, 2017	As at 31st March, 2016
Equity Shares at the beginning of the year	6,463,900	5,700,000
Add: Shares issued on preferential basis	1,085,000	800,000
Less: Forfeited Shares	0	36,100
Equity Shares at the end of the year	7,548,900	6,463,900



NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2017 NOTE: 2: REESRVES & SURPLUS

Particulars	As at 31st March, 2017	As at 31st March, 2016
Securities Premium Reserve		
As per Last Balance Sheet	17,019,580	2,619,580
Add: Securities premium credited on share issue	65,100,000	14,400,000
	82,119,580	17,019,580
General Resereve		
As per Last Balance Sheet	22,100,789	14,745,455
Add: Transferred from Profit & Loss Account	20,000,000	7,355,334
	42,100,789	22,100,789
Share Forfeiture Account		
As per Last Balance Sheet	236,834	0
Add: Transferred from Profit & Loss Account	0	236,834
	236,834	236,834
Profit & Loss account		
As per Last Balance Sheet	0	0
Add: Profit for the year	28,776,687	12,023,227
Less: Appropriations :		
Adjustment relating to Fixed Assets(refer Note-22)	0	0
Proposed Dividend on Equity Shares	0	3,878,340
Dividend Distribution Tax	0	789,552
Transferred to General Reserve	20,000,000	7,355,335
	8,776,687	0
Total	133,233,890	39,357,203

NOTE: 3: MONEY RECEIVED AGAINST SHARE WARRANTS

NOTE: 5: MONET RECEIVED AGAINST SHARE WARRANTS		
Particulars	As at 31st March, 2017	As at 31st March, 2016
Money Received Against Equity Share Warrants		
3,00,000 Warrants (Convertible into Equity Shares of Rs. 10/- each at a premium of Rs.		
60/- per share before expiry of 18 months from the date of allotment of warrants i.e.		
07-04-2018) of Rs.70/- each payable in four equal installments of Rs. 52,50,000/	15,750,000	0
Total	15,750,000	0

NOTE: 4: LONG TERM BORROWINGS

Particulars	As at 31st March, 2017	As at 31st March, 2016
Secured - Term Loan from Bank Vehicle loans against hypothecation of vehicles itself from Yes Bank, repayable in 36 equal monthly installments. (Previous Year Term Loan: from HDFC bank, secured by hypothecation of Plant & Machinery and Colateral security of Land & Building located at Suervey No. 864, Himatpura (Bilodra), Ta: Mansa, Dist: Gandhinagar.)	764,367	3,351,875
Total	764,367	3,351,875



NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2017

NOTE: 5: DEFERRED TAX LIABLILITY (NET)

Particulars	As at 31st March, 2017	As at 31st March, 2016
Related to Fixed Assets:		
As per Last Balancesheet	274,185	538,200
Timing difference on account of difference between book and tax depreciation	144,300	-264,015
Total	418,485	274,185

NOTE: 6: SHORT TERM BORROWINGS

Particulars	As at 31st March, 2017	As at 31st March, 2016
Secured - Working Capital Loans		
From Banks	87,408,950	56,887,400
Working capital loans are secured by hypothication of present and future stock of raw materials, stock in process, finished goods, book debts and equitable mortgage on Land & Building located at Suervey No. 864, Himatpura (Bilodra), Ta: Mansa, Dist: Gandhinagar.		
Total	87,408,950	56,887,400

NOTE: 7: TRADE PAYABLES

Particulars	As at 31st March, 2017	As at 31st March, 2016
Trade Payables	97,753,846	97,133,453
Total	97,753,846	97,133,453

NOTE: 8: OTHER CURRENT LIABILITIES

Particulars	As at 31st March, 2017	As at 31st March, 2016
Current Maturities of Long-Term Debt from Bank	348,071	1,283,675
Statutory Liabilities	5,565,300	9,695,911
Unclaimed Dividends	1,253,115	1,051,389
Other Payables	10,567,792	20,266,179
Total	17,734,278	32,297,154

NOTE: 9: SHORT TERM PROVISIONS

Particulars	As at 31st March, 2017	As at 31st March, 2016
Provision for Employee Benefits	2,245,468	2,410,218
Provision for Dividend	0	3,878,340
Provision for Dividend Tax	0	789,553
Provision for Audit Fees	115,000	85,875
Provision for Taxation	3,030,000	2,360,000
Total	5,390,468	9,523,986

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2017

Note: 10: Fixed Assets

			Gross Block			Depreciation			Net B	lock	
Sr.	Particulars	As on	Addition	Sales/	Total	Up To	Provided	Sales/	Total	As on	As on
No.		01/04/2016	During	Deletion	As on	01/04/2016	During	Deletion	As on	31/03/2017	31/03/2016
			year	During year	31/03/2017		Year	During year	31/03/2017		
1	Land	3607441	336250	0	3943691	0	0	0	0	3943691	3607441
2	Office Building HMT	964441	0	0	964441	611334	17138	0	628472	335969	353107
3	Guest House Building HMT	321253	0	0	321253	124389	21409	0	145799	175454	196863
4	Factory Building	16693516	6974109	0	23667625	6101055	970458	0	7071512	16596113	10592461
5	Plant& Machinery	46477629	7068657	0	53546286	26371240	3414706	0	29785946	23760340	20106389
6	Vehicles	9034984	4886158	-602807	13318335	4781635	1274964	-322611	5733988	7584347	4253349
7	Furniture & Fixtures	595518	375011	0	970529	405287	98478	0	503764	466764	190231
8	Computer	1220893	266173	0	1487066	1099040	115616	0	1214656	272410	121853
9	Office Equipments	384884	133500	0	518384	285861	56933	0	342794	175590	99023
10	Mobile	108680	25897	0	134577	93434	18433	0	111867	22710	15246
11	Laboratory Equipments	608328	447338	0	1055666	447180	111238	0	558418	497248	161148
	Total	80017566	20513093	-602807	99927852	40320455	6099373	-322611	46097217	53830635	39697111
	Previous Year	69940112	10472409	-394955	80017566	35508242	5130503	-318291	40320455	39697111	34431870

NOTE: 11: NON-CURRENT INVESTMENTS

Particulars	As at 31st March, 2017	As at 31st March, 2016
SBI Mutual Fund	2,000,000	0
Naroda Ind Co.Op.Bank Ltd - Share	2,000	2,000
Total	2,002,000	2,000

NOTE: 12: INVENTORIES

Particulars	As at 31st March, 2017	As at 31st March, 2016
Inventories: (In case of finished goods valuation at lower of cost or net realisable value. Others at cost price.)		
Finished Goods	68,274,795	37,988,525
Raw Material	65,207,207	33,129,539
Packing Material	17,959,639	13,739,682
Goods in Transit	1,670,709	0
Total	153,112,350	84,857,746

NOTE: 13: TRADE RECEIVABLES

Particulars	As at 31st March, 2017	As at 31st March, 2016
Outstanding for a period exceeding six months from the date they were due for payment:		
- unsecured considered good	76,169,076	26,665,815
- unsecured considered doubtful	2,196,661	1,274,318
Less: Provision for doubtful debts		
Others:		
- unsecured considered good	130,759,369	136,420,605
- unsecured considered doubtful	0	0
Less: Provision for doubtful debts	0	0
Total	209,125,106	164,360,738

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2017 NOTE: 14: CASH AND CASH EQUIVALENTS

Particulars	As at 31st March, 2017	As at 31st March, 2016
Balances with banks	-787,728	-1,089,078
Balance with Banks -unclaimed dividend	1,253,115	1,051,389
Cash on hand	3,449,353	3,657,584
Fixed Deposits -	812,689	1,338,376
Fixed deposits with banks are with maturities of less than one year and are held as margin against LC issued by the bank.		
Total	4,727,429	4,958,271

NOTE: 15: SHORT TERM LOANS AND ADVACNES

Particulars	As at 31st March, 2017	As at 31st March, 2016
Advances recoverable in cash or kind or for value to be received	5,197,739	7,890,989
Balance with Central Excise and VAT Authorities, etc	4,959,940	1,067,462
Total	10,157,679	8,958,451

NOTE: 16: REVENUE FROM OPERATIONS

Particulars	2016-17	2015-16
Sale of Products	805,368,167	769,250,942
Less: Excise Duty Recovered	-55,547,084	-47,528,032
Total	749,821,083	721,722,910

NOTE: 17: OTHER INCOME

Particulars	2016-17	2015-16	
Interest Income *	2,945,107	89,163	
Profit on Sale of asset	-114,191	-34,664	
Total	2,830,916	54,499	

^{*}Interest income comprises of Rs. 118363/- on Fixed deposits with bank as margin money.

NOTE: 18: COST OF MATERIALS CONSUMED

Particulars	2016-17	2015-16
Raw Material Consumed		
Opening Stock	33,129,539	46,021,019
Add: Purchase	381,798,578	262,700,744
	414,928,116	308,721,763
Less : Closing Stock	-65,207,207	-33,129,539
Total	349,720,909	275,592,224

NOTE: 19: CHANGES IN INVENTORIES OF FINISHED GOODS

Particulars	2016-17	2015-16
Opening Stock	37,988,525	55,128,617
Closing Stock	68,274,796	37,988,525
Total	-30,286,271	17,140,092



NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2017

NOTE: 20: EMPLOYEE BENEFITS EXPENSE

Particulars	2016-17	2015-16
Salaries and Wages	14,284,271	12,782,826
Bonus	1,139,493	1,074,656
Contribution to Provident Fund and Pension Funds	962,518	893,361
Staff Welfare Expenses	591,401	407,988
Total	16.977.683	15.158.831

NOTE: 21: FINANCE COSTS

Particulars	2016-17	2015-16
Interest Expense	11,163,945	10,716,766
Other Financial Charges	1,300,066	753,641
Foreign Exchange Fluctuation Gain/loss	-301,255	-203,725
Total	12,162,756	11,266,682

NOTE: 22: OTHER EXPENSES

Particulars	2016-17	2015-16
MANUFACTURING EXPENSES		
Packing Material Consumed	29,731,874	27,933,587
Freight Inward Expense	2,464,777	2,382,158
Factory Expense	2,076,922	1,147,471
Power and fuel	1,912,346	1,901,349
Duties & Taxes	1,735,569	777,728
Repairs & Maintenance to Plant & Machinery	529,136	588,885
Repairs & Maintenance to buildings	41,000	1,615
Repairs & Maintenance to Others	63,498	71,228
Administrative & Selling Expenses		
Selling & Distribution Expenses	21,996,371	19,664,440
Administrative Expenses	2,355,826	1,637,928
Legal & Professional Expenses	3,700,135	2,073,485
Directros' Remmuneration	1,956,000	1,956,000
Rent	1,673,332	1,438,846
Insurance	430,510	379,479
Auditor's Remmuneration	115,375	85,875
Preferential Allotment Exps W/o	69,000	30,315
Total	70,851,671	62,070,389



NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2017

23 Company's Overview:

Super Crop Safe Limited ("The Company") was incorporated on 9th February, 1987 vide certificate of incorporation No: L24231GJ1987 PLC009392 under the Companies Act, 1956. The Company is engaged in the business of manufacturing and trading of agro-chemicals.

- 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 anintegral 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.
- 25 As per Accounting Standard 15 "Employee Benefits", the disclosures as defined in the Accounting Standard are given below:

	2016-17	2015-16
Employer's Contribution to Provident Fund	2,94,281	2,73,142
Employer's Contribution to Pension Scheme	6,68,237	6,20,219

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.

27 Directors' Remuneration

	Current Year	Previous Year
To Managing Director and	19,56,000	1,956,000
Other Directors		
Company contribution to P.F	16,500	16,500

The company is advised that the computation of net profit under section 197 of the Companies Act, 2013 need not be made, since no commission is paid / payable to any director for the year ended 31st March, 2017.

		Current Year	Previous Year
28	AUDITORS REMUNERATION:		
	1. Audit Fees	75,000	60,000
	2. Taxation matters	25,000	15,000
29	Value of imports on CIF basis		
	Raw Material	Rs. 1,27,32,555	Rs. 1,14,73,098
30	Earnings in foreign currency during the year	Nil	Nil
31	Expenditure in foreign currency incurred	\$ 1,88,150	\$ 1,73,250
	during the year		

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

33 RELATED PARTY DISCLOSURES:

1. LIST OF RELATED PARTIES AND RELATIONS:

Name of Related Party	Nature of Relationship
Ishwarbhai B. 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

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2017

2. TRANSACTIONS WITH RELATED PARTIES:

Name of Related Party	Nature of Transaction		Year Ended		Year Ended
			31st March 2017	3:	lst March 2016
		Amount of	Amount	Amount of	Amount
		transactions	Outstanding	transactions	Outstanding
Ishwarbhai B. Patel	Remuneration	984,000	0	984,000	69,483
Nitin I Patel	Remuneration	972,000	0	972,000	59,953
Bhupendra A Patel	Salary & Allowances	142,112	22,058	142,112	20,661
Super Industries	Purchase	33,355,982	0	40,547,265	149,820
	Rent	144,000		144,000	
	Sales	19,053,184		28,037,497	
Pioneer Pesticides Industries	Purchase	20,193,639	16,147,304	24,973,437	6,342,605
	Sales	37,018,210		21,692,954	
VIP Industries	Purchase	-	10,865,066	5,154,320	2,054,876
	Sales	22,506,049		20,620,203	
Gopinath Packag	Purchase	4,237,986	3,005,992	3,279,744	3,031,484
Ing	Legal & Prof. Fees	214,252		138,184	
	Sales	1,564,707		257,262	
Gopinath Plastic Packaging	Purchase	611,288	48,189	79,869	1,615,949

34 EARNINGS PER SHARE:

LAKITIOS I EK SIIAKE.		
PARTICULARS	31.03.2017 (Rs.)	31.03.2016 (Rs.)
Profit/(Loss) attributable to Shareholders:		
- Before exceptional items	28,776,687	12,023,227
- After exceptional items	28,776,687	12,023,227
Basic-Weighted average number of Equity Shares outstanding during year	6,984,105	5,790,804
Nominal Value of Equity Shares (Rs.)	10	10
Basic earnings per share		
- Before exceptional items	4.12	2.08
- After exceptional items	4.12	2.08
Diluted earnings per share		
- Before exceptional items	4.08	2.08
- After exceptional items	4.08	2.08
Reconciliation of Basic and Diluted shares used in computing earnings per share		
Particulars	Year Ended	Year Ended
	March 31, 2017	March 31, 2016
Basic earnings per equity share-weighted average number of shares outstanding	69,84,105	57,90,804
Effect of dilutive common equivalent shares-share option outstanding	67,083	-
Diluted earnings per equity share-weighted average number of equity shares and	70.54.400	57.00.007
common equivalent outstanding	70,51,188	57,90,804

35 Disclosures on Specified Bank Notes

During the year, the Company has Specified Bank Notes (SBNs) or Other Denomination Notes as defined in the MCA notification, G.S.R. 308(E), dated March 31, 2017. The detail of the SBNs held and transacted during the period from November 8, 2016 to December 30, 2016, the denomination-wise SBNs and other notes as per the notification are as follows:



NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2017

Particulars	SBNs*	Other Denomination notes	Total
Closing Cash in hand as on November 8, 2016	1,28,05,500	58,046	1,28,63,546
Add : Permitted receipts	-	6,47,840	6,47,840
Less : Permitted Payments	-	(2,66,544)	(2,66,544)
Less : Amount deposited	(1,28,05,500)	-	(1,28,05,500)
Closing Cash in hand as on December 30, 2016	-	4,39,342	4,39,342

^{*}For the purpose of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated November 8, 2016.

As per our report of the even date attached For, **Parimal.S.Shah & Co.**Chartered Accountants (FRN:107591W)

(Parimal S Shah) Proprietor

Place: Ahmedabad Date: 26.05.2017 Membership No. 038507 For & on Behalf of Board

Shri Ishwarbhai B. Patel (CEO & CMD)

Shri Nitin I. Patel (CFO & Director)

Hiral Patel (Company Secretary)

Place: Ahmedabad Date: 26.05.2017



SUPER CROP SAFE LIMITED

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

FORM No. MGT-11 - PROXY FORM

[(Pursuant to Section 105(6) of the Companies Act,	2013 and Rule 19(3) of the Companies Management and Administration) Rules	, 2014]		
Name of the Member(s):				
Registered Address:				
E-mail ID:				
Folio No./Client ID No.:				
I/We, being a Member/Member[s] holding	shares of the Super Crop Safe Lii	mited, her	eby appoint:	
1. Name	E- mail ID			
Address	ldress			
2. Name	E- mail ID			
Address	Signature	or fa	ailing him/he	
Monday, 25 th September, 2017 at 11.00 a.m. a	r me / us and on my / our behalf at the Annual General Meeting of the t the Registered Office of the Company at C-1/290, GIDC Estate, Phase espect of such Resolutions as are indicated below:			
Sr. No. Resolutions		For	Against	
1. Adoption of Audited financial state	ments of the Company for the year ended March 31, 2017	101	riguinst	
together with the Report of the Boa 2. Dividend on Equity Shares for the Fi	ard of Directors and the Auditors thereon.			
	Baldevdas Patel (DIN: 00206389), a Director retiring by rotation.			
4. Re-appointment of Mr. Nitin Ishwarl	bhai Patel (DIN: 00206561), a Director retiring by rotation.			
5. Appointment of M/s Naresh J Patel	& Co. as Statutory Auditors.			
I ''	rbhai Patel (DIN: 00206561), as Executive and Whole –			
Time Director of the Company. 7. Re – Appointment of Mr. Ishwarbhai	i Baldevdas Patel (DIN: 00206389), as Executive and			
Managing Director of the Company.	balactads Fallet (BIN. 00200303), as Executive and			
		Affi	<u>x</u>	
Signed this	day of	Re. 1		
•		Reven	I	
Signature of Proxy holder[s]		Stam		
	e should be duly completed and deposited at the Registered Office o	` '	nareholder(s)	
than 48 hours before the commencement of t		i die comp	party, flot tess	
than 40 hours before the commencement of the	SUPER CROP SAFE LIMITED			
Registered Office: (C-1/290, G.I.D.C. Estate, Phase - I, Naroda, Ahmedabad-382 330.			
-	ATTENDANCE SLIP			
(To be hande	d over, duly filled in, at the entrance of the Meeting Place)			
Name of the attending Member/Proxy (in b	olock letters):			
Member's Folio No.	:			
No. of Shares held	:			
Date of AGM	: 25 th September, 2017			
ce : C-1/290, GIDC Estate, Phase-1 Naroda, Ahmedabad - 382 330.				
ime : 11.00 A.M.				
I hereby record my presence at the Annual Ge	neral Meeting on 25 th September, 2017.			
Date:	Member	r's/Proxy's S	ignature	





Form No. MGT-12 Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and Rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014] Name of the Company: SUPER CROP SAFE LIMITED

Regd. Office: C-1/290, GIDC Estate, Phase I, Naroda, Ahmedabad 382 330 Tel. No.: 079-22823907, Website: www.supercropsafe.com, CIN: L24231GJ1987PLC009392

Annual General Meeting of the Company held on Monday, 25th September, 2017 at 11.00 a.m. at the Registered Office of the Company at C-1/290, GIDC Estate, Phase I, Naroda, Ahmedabad 382 330.

BALLOT FORM

Sr. No.	Particulars	Details
1	Name of the First named Shareholder (In Block Letters)	
2	Postal address	
3	Registered folio No./ *Client ID No. (*applicable to investors holding shares in dematerialized form)	
4	Class of Share/ Equity Shares	

I hereby exercise my vote in respect of Ordinary / Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

ITEM No.	Resolutions	No. of Shares held by me	I assent to the Resolution	I dissent from the Resolution
1.	Adoption of Audited financial statements of the Company for the year ended March 31, 2017 together with the Report of the Board of Directors and the Auditors thereon.			
2.	Dividend on Equity Shares for the Financial Year 2016-17.			
3.	Re-appointment of Mr. Ishwarbhai Baldevdas Patel (DIN: 00206389), a Director retiring by rotation.			
4.	Re-appointment of Mr. Nitin Ishwarbhai Patel (DIN: 00206561), a Director retiring by rotation.			
5.	Appointment of M/s Naresh J Patel & Co. as Statutory Auditors.			
6.	Re - Appointment of Mr. Nitin Ishwarbhai Patel (DIN: 00206561), as Executive and Whole – Time Director of the Company.			
7.	Re – Appointment of Mr. Ishwarbhai Baldevdas Patel (DIN: 00206389), as Executive and Managing Director of the Company.			

	the company.					
Place: Date :						
	Note: Please read the instructions carefull	y before exe	-	re of the our vote.	Shareh	older



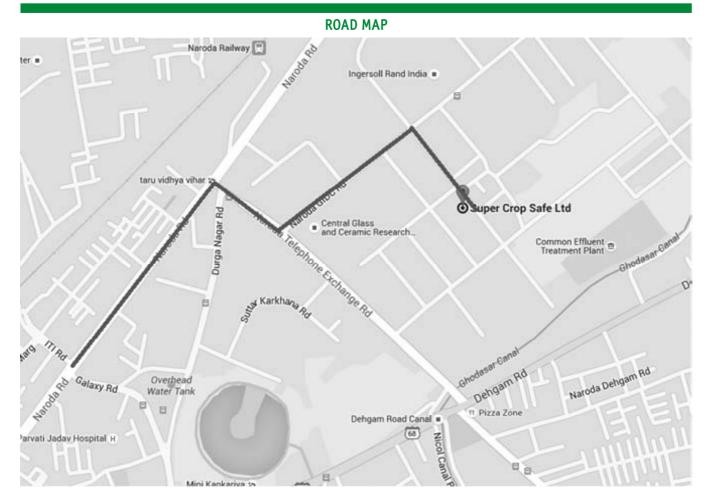
INSTRUCTIONS:

- 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. Ashish Doshi, of M/s SPANJ & Associates, Practising Company Secretary, (Membership No. 3544) 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 18th September, 2017 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.

 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 25th September, 2017, and shall be communicated to BSE Limited, where the shares of the Company are listed.





Notes :	



Notes:	



APPRECIATIONS AND AWARDS

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



UDYOG RATNA AWARD

From The Institute of Economic Studies, New Delhi.

WASTE MINIMIZATION

From National Productivity Council, New Delhi.





GOLD STAR AWARD

From National Institute of Economic Development, New Delhi.

RAJIV GANDHI EXCELLENCE AWARD

From Institute of Economic Studies, New Delhi.





Super Crop Safe Limited

BIO DIVISION

A Complete Organic Food for Human

A single cell organism with a prial physical configuration that comes from the blue green freshwater algae.

Superlina is a superfood with a remarkable ability to synthesize concentrated food efficiently. It is loaded with 60% highly digestible protein. A low-calorie super green with an excellent amount of chlorophyll, vitaminsm, essential minerals, nucleic acids, antioxidants, polysaccharides including a high concentration of omega 6 fatty acids.





Super Crop Safe Limited

BIO DIVISION

A Complete Food for Plant

Mycorrhiza is a Greek word, which means root fungi (Myco=fungal+rrhiza=roots).

Super Gold VAM is a Mycorrhizal root inoculants which contains different Vesicular Arbuscular Mycorrhiza (VAM) fungal propagules developed and commercialized by Super Crop Safe Ltd, Ahmedabad.

VAM is world's strongest Mycorrhiza which forms association with root of more than 90% of angiospermic plant (Crops) species.

In this symbiotic association, the plant provides the sugar to the fungus they need to grow (since fungi cannot make their own food (sugar)), and the fungi provides the plants nutrients, particularly phosphorus (P) and other micronutrients, like zinc, calcium, iron, magnesium, manganese (Zn, Ca, Fe, Mg, Mn, Mo, Cu etc).

















































































ISO 14001



Super Crop Safe Limited

CIN: L24231GJ1987PLC009392

Registered Office:

C-1/290, G.I.D.C Estate, Phase-I, Naroda, Ahmedabad - 382330, Gujarat - India

Ph No. 079- 22823907

Email: super_crop_safe@yahoo.com Investor Grievance Email: super_investors_grievance@yahoo.in

Website: www.supercorpsafe.com