



16TH ANNUAL REPORT 2013-2014



Gujarat Green Revolution Company Limited





16TH ANNUAL REPORT – 2013-14

16th Annual General Meeting

Date : 30th September, 2014
Day : Tuesday
Time : 3.00 p.m.
Place : Registered Office of the Company

BOARD OF DIRECTORS

(As on 06/09/2014)

Shri Atanu Chakraborty, IAS, Chairman
Shri S. J. Desai
Dr. N. K. Singh, IFS
Dr. S. R. Chaudhari
Shri Dipak Erda
Shri R. T. Bhargava
Shri H. R. Brahmbhatt
Shri J. P. Gharia
Shri R. K. Sugoor, IFS,
Joint Managing Director

CHIEF FINANCIAL OFFICER

H. K. Joshi

COMPANY SECRETARY

P. M. Abraham

STATUTORY AUDITORS

M/s Deloitte Haskins & Sells
Chartered Accountants, Vadodara

Contents:

Page No.

Notice	8
Directors' Report	16
Auditors' Report	23
The Accounts	28

REGISTERED OFFICE

Fertilizernagar Township
P.O. Fertilizernagar – 391 750
Dist. Vadodara, Gujarat, India.

BANKERS

Bank of Baroda
Dena Bank
State Bank of India



Company Profile

In order to undertake and develop various agro based activities like food processing, high-tech green house etc., Gujarat Agri Processing Company Limited (GAPC) was jointly promoted by Gujarat State Fertilizers & Chemicals Limited (GSFC), Gujarat Narmada Valley Fertilizers Co. Ltd. (GNFC) and Gujarat Agro Industries Corporation Limited (GAIC) and was incorporated in November 1998 with its Registered Office at Fertilizernagar, District Vadodara.

During Vibrant Gujarat Celebrations in 2005, the Hon. Chief Minister declared that Gujarat Green Revolution Company Limited (GGRC) shall implement the Micro Irrigation Scheme in the State. The main objective of the Company is to implement the Micro Irrigation Scheme to save water and energy, besides increasing the agricultural production and productivity in the larger interest of the farming community of the State. This task was entrusted to GSFC and accordingly, since the activities of GAPC were meagre, it was decided to rename GAPC as GGRC and accordingly GGRC came into being in May 2005 to work inter alia as the Implementing Agency appointed by the Government of Gujarat and recognized by the Government of India for implementing the Micro Irrigation Scheme in the State of Gujarat. Initially the working of GGRC was started with the manpower support from GSFC, which is still continued on need base.

GGRC operates the Scheme with a distinct philosophy, wherein the farmer is treated as a customer and not as a beneficiary and the subsidy provided to the farmer is considered as an investment on the part of the Government. The modality of implementation of the Scheme by GGRC is based on corporate systems and processes.

VISION

- To achieve a sustainable natural resource management regime in agriculture sector in the State of Gujarat.

MISSION

- To promote the concept of Micro Irrigation System amongst the farmers of Gujarat as a tool for wise usage of resources resulting in higher agricultural productivity, thus, improving their livelihood and empowering them to participate meaningfully in the growth of the Agriculture Sector in the State.
- As an implementing agency using state-of-the-art technology to process the Micro Irrigation Scheme on behalf of Government of India and Government of Gujarat.

The Micro Irrigation Scheme in Gujarat is being implemented with uniform financial norms, wherein the farmer is entitled to a subsidy of 50% of the MIS Cost or Rs.60,000/- per hectare, whichever is less. Tribal farmers are entitled to an additional financial assistance of 25%, i.e. 75% of the MIS cost or Rs. 90,000/- per hectare, whichever is less. The unique feature of the Scheme is its flexibility, wherein the farmer has the discretion to choose the extent of area to be covered under the micro irrigation technology, kind of Micro Irrigation System to be installed, viz. a system design compatible with his cropping pattern and also the MIS Supplier of his choice, who would install the system on his land. All Micro Irrigation components of the System are uniformly priced under the Scheme, which ensures that the MIS Suppliers adhere to uniform quality standards and System costs.

The Scheme is being implemented with the assistance of registered MIS Suppliers appointed by GGRC. At present there are 63 such MIS Suppliers who design, supply and install the MI Systems on the farmers' field. After installing the System, the MIS Suppliers are responsible for providing Agronomical services to the farmer for a period of one year (i.e. spanning two cropping seasons) and also for rendering maintenance services for a period of five years. A provision has been made under the Scheme for insuring the Micro Irrigation System as well as the farmer for a





period of one year. To ensure strict adherence to quality standards in the use of MIS Components, GGRC has made it mandatory for MIS suppliers to use only those components which conform to BI Standards. Third party inspections are conducted periodically by technical agencies such as Central Institute of Plastics Engineering and Technology (CIPET) and Gujarat Industrial Research and Development Agency (GIRDA) at the factory site of the MIS Suppliers, to ensure this position. Furthermore, GGRC has also put in place a regimen of third party inspection agencies, wherein six designated Third Party Inspection Agencies (TPIAs) have been appointed to conduct inspections of every farmer's system to verify that Micro Irrigation System installed is as per the design and quotation and is operational. TPIA Inspectors are equipped with android based "E-Capture Solutions" which enables the Inspection Agency to capture and upload photographs of the MIS installation at site along with GPS coordinates, on a mobile phone for subsequent monitoring of the site on Google map.

High level of transparency is a forte of the Scheme. To achieve this objective, GGRC has established systems and developed processes in a corporate mode for processing MIS applications with the use of state-of-the-art information technology. The applications are processed centrally through a dedicated software which is web-based and user friendly wherein the applicant farmer is informed of the stage-wise progress of his application through SMS. A state-of-the-art IT infrastructure has been put in place for implementation of the Micro Irrigation Scheme with an in house data centre. GGRC has effectively integrated Project Management, Financial Management and Management of Information System in its business module, which facilitates complete access of information to its stake holders.

To generate awareness amongst the farmers regarding the concept of Micro Irrigation, GGRC along with the MIS Suppliers regularly conducts promotional campaigns and participates in agriculture fairs and exhibitions to educate the farmer on the benefits of the Scheme to facilitate adoption of the technology. Furthermore, GGRC gives due weightage to capacity building, wherein the farmers are trained on a regular basis on MIS Installation and Maintenance. Toll free telephonic inquiry / advisory services have also been made available to the public, as an additional facility. GGRC has also set up a Grievance Redressal Cell to entertain and expeditiously redress the grievances of the farmers.

As an innovative measure, with a view to empower the farmer, GGRC facilitates Agronomic advisory services in the vernacular (Gujarati) language, through SMS, on the mobile phones to those farmers who have adopted Drip Irrigation. The information under this facility includes daily Taluka specific weather forecasts, rates of two crops from two mandies of the farmer's choice and important news pertaining to the Agriculture sector. This facilitates informed decision making at the level of farmers.

GGRC has put in place an elaborate monitoring and evaluation system for the Micro Irrigation Scheme. The Agricultural Finance Corporation (GoI) has been commissioned to conduct a concurrent evaluation of the Scheme on an annual basis. The AFC has been undertaking the activity of concurrent monitoring of the Scheme since 2006-07. It has since submitted seven reports from 2005-06 to 2011-12.

GGRC has formulated and implemented MIS Partner Model for increasing the scope of MIS and the said Model has been under implementation since 2009. Presently there are number of NGOs, Sugar Factories, APMCs and Corporate bodies, who have joined as MIS Partners. While NGOs are providing agronomic advisory services, the aforesaid Corporate bodies and others are extending additional financial assistance to beneficiary farmers of their selected villages/talukas.





Future Plan

GGRC Consultancy Services (GCS)

GGRC has ventured into a new business line in the field of customized consultancy service on web-based high end solutions, business applications and customer support systems based on its successful Business Module (C-MIMS) implemented in the name of Gujarat Model.

- Customer Centric Model solution for Water Management Business, Agro Business or any relevant business area in Government or Private sector.
- Our prospective Customers would include Ministry of Agriculture, Ministry of Water Resource, Government of India, Sardar Sarovar Narmada Nigam Limited (SSNNL), Government of Gujarat and such Ministry/Departments of other State Governments.

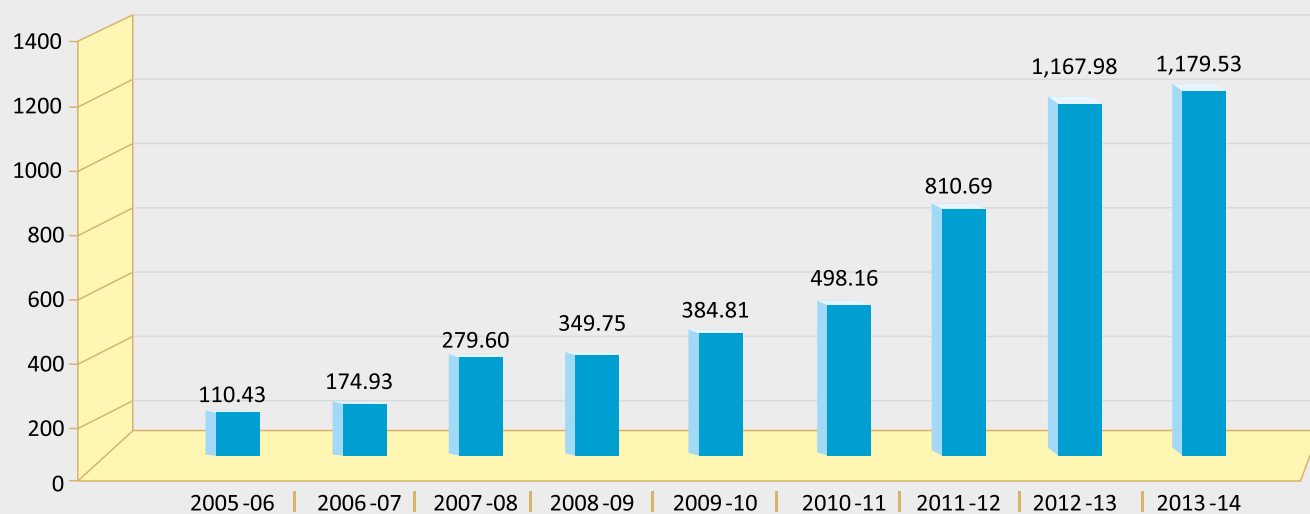
Bio-Metric System

This System is being developed to prove the identity of the beneficiary farmers and to ensure the subsidy disbursement to the right beneficiary.



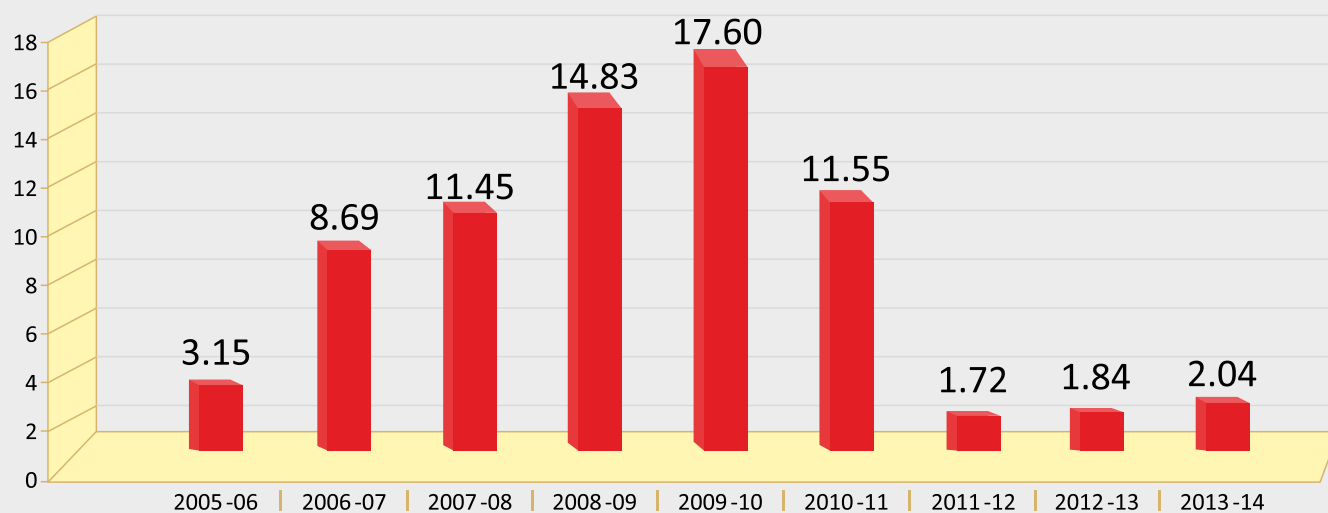
1. Business Size

(Rs. In Crores)



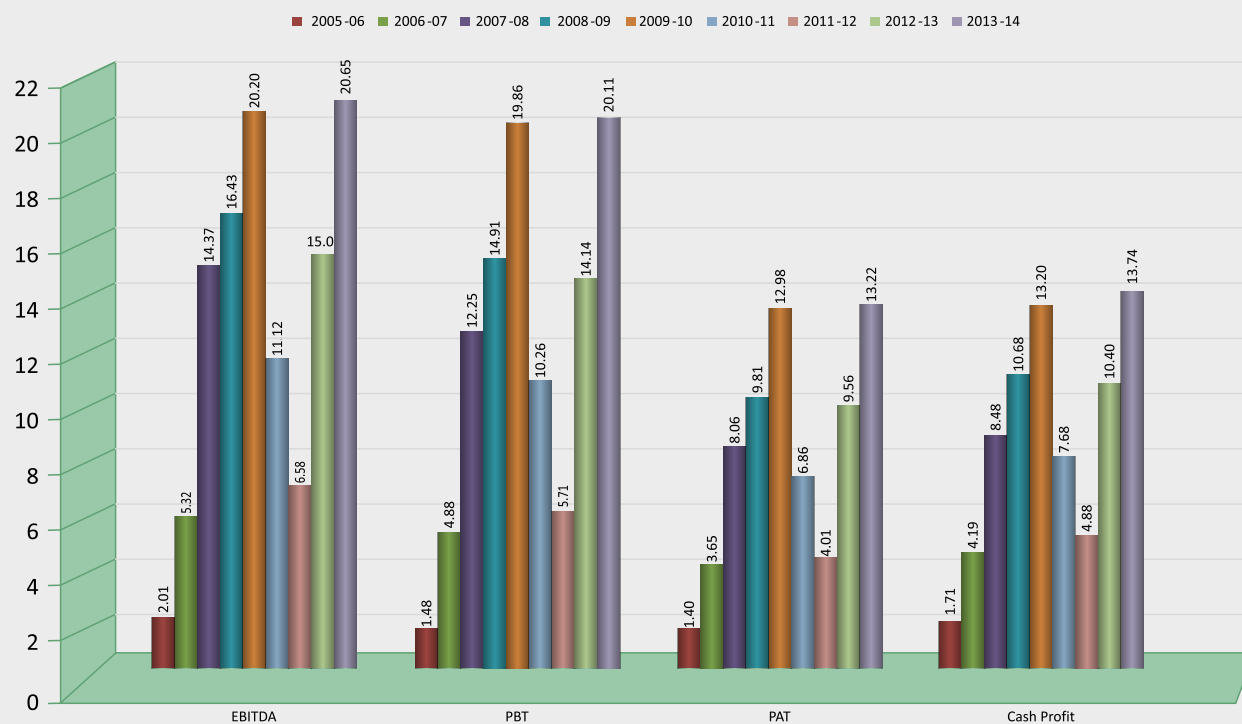
2. Administrative Charges

MIS Income
(Rs. In Crores)



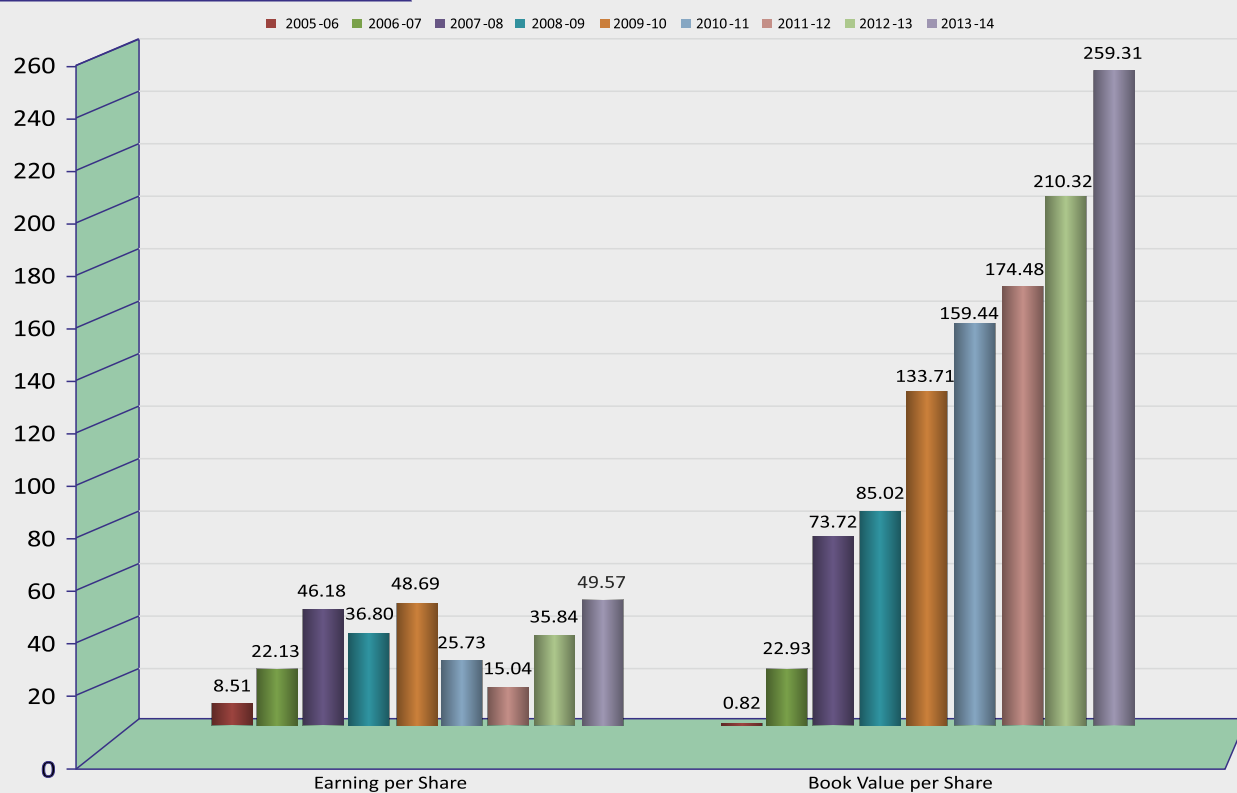
3. Profitability

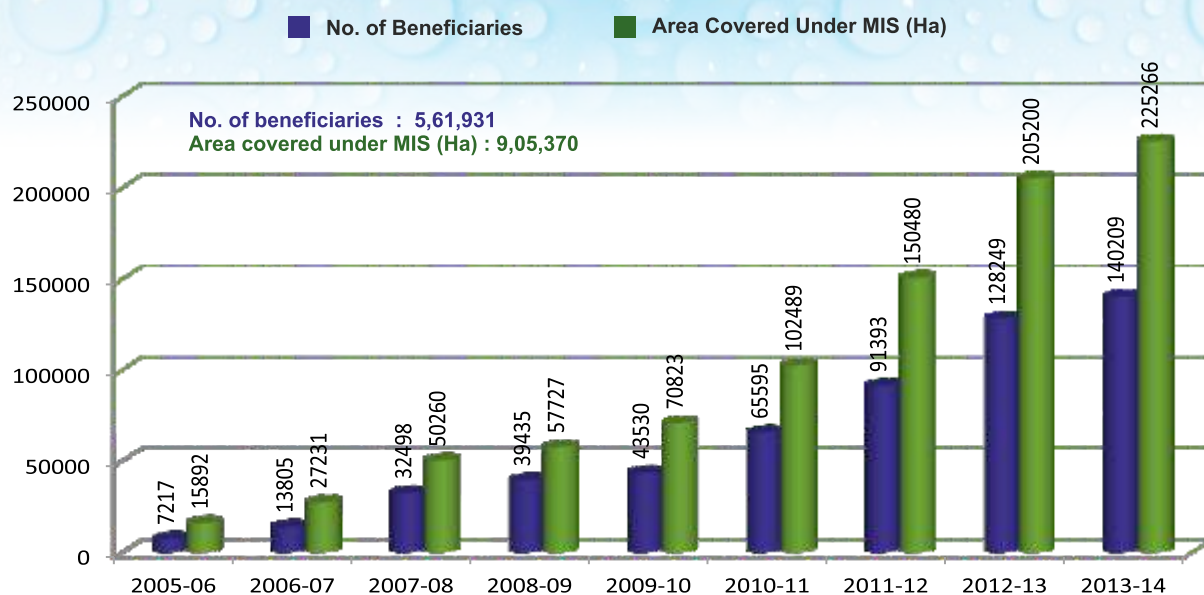
(Rs. In Crores)



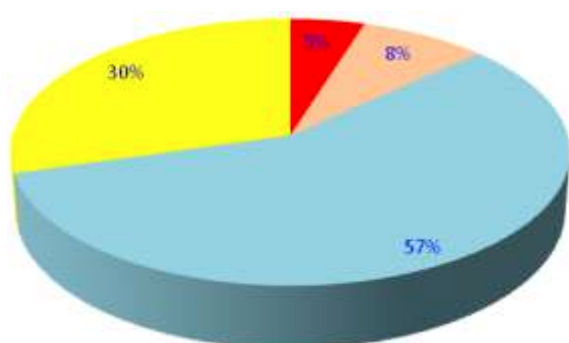
4. Accounting Ratio

(In Rs.)





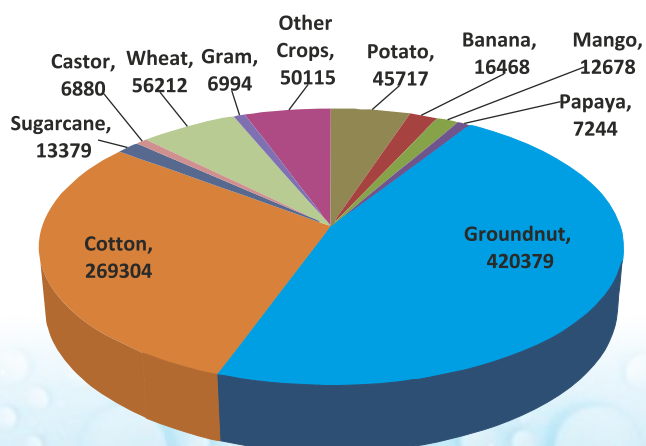
Area and number of beneficiaries covered under the Micro Irrigation Scheme from 2005-06 to 2013-14 in Gujarat State



Land Holding categorywise farmers adopted MIS
(from the year 2005-06 to 2013-14)

- Large Farmer
- Marginal Farmer
- Medium Farmer
- Small Farmer

Category of Farmers	No. of Beneficiaries benefitted by MIS
Large Farmer	27380
Marginal Farmer	46722
Medium Farmer	321875
Small Farmer	165954
Grand Total	561931



Total area covered under different crops: 9,05,370 Ha
(from the year 2005-06 to 2013-14)



Highlights

MIS Income increased by Rs. 0.20 Crore (11%)

i.e from Rs.1.84 Crore to Rs.2.04 Crore

Total Income increased by Rs. 3.1 Crore (12%)

i.e. from Rs. 26.52 Crore to Rs.29.62 Crore

EBITDA increased by Rs. 5.66 Crore (38%)

i.e.from Rs.14.99 Crore to Rs.20.65 Crore

PBT increased by Rs.5.97 Crore(42%)

i.e.from Rs. 14.14 Crore to Rs.20.11 Crore

PAT increased by Rs. 3.66 Crore (38%)

i.e. from Rs. 9.56 Crore to Rs.13.22 Crore

Cash Profit increased by Rs. 3.34 Crore (32%)

i.e. from Rs. 10.4 Crore to Rs.13.74 Crore

Activity	Unit	2013-14	2012-13	Increase	% change over 2012-13
MIS	Hec	225266	205200	20066	9.78



GUJARAT GREEN REVOLUTION COMPANY LIMITED

(CIN: U63020GJ1998PLC035039)

Regd. Office: Fertilizernagar Township,
P.O. Fertilizernagar – 391 750, Dist. Vadodara

NOTICE

NOTICE is hereby given that the 16th Annual General Meeting of the Members of the Company will be held at the Registered Office of the Company on Tuesday, the 30th September, 2014 at 3.00 p.m. to transact the following business:

ORDINARY BUSINESS:

- (1) To receive, consider and adopt the audited Financial Statements of the Company for the financial year ended 31st March, 2014 including the audited Balance Sheet as at 31st March, 2014 and the Statement of Profit & Loss of the Company for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
- (2) To declare a Dividend on Equity Shares.
- (3) To appoint a Director in place of Shri J P Gharia, who retires by rotation and being eligible offers himself for re-appointment.
- (4) To consider and if thought fit, to pass, with or without modification/s, the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions of the Companies Act, 2013, read with Companies (Audit & Auditors) Rules, 2014, (including any statutory modifications or re-enactment thereof, for the time being in force), M/s Deloitte Haskins & Sells, Chartered Accountants, Baroda (Firm Registration No. 117364W), be and are hereby re-appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 21st Annual General Meeting of the Company for a term of five consecutive financial years i.e. from 2014-15 to 2018-19, subject to ratification by the Members at every Annual General Meeting held after this AGM, on such remuneration as may be determined by the Board of Directors of the Company and reasonable out of pocket/incidental expenses actually incurred by them in connection with the audit of the Accounts of the Company.”

SPECIAL BUSINESS:

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

“RESOLVED THAT Shri R K Sugoor (DIN: 06835818) be and is hereby appointed as a Director of the Company liable to retire by rotation.”

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

“RESOLVED THAT Shri Dipak Erda (DIN: 03122553) be and is hereby appointed as a Director of the Company liable to retire by rotation.”



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

“RESOLVED that subject to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force), the Company hereby accords its consent and approval to the appointment of Shri R K Sugoor, IFS (DIN: 06835818) as the Joint Managing Director (Whole-time Director) of the Company, on the terms and conditions of his appointment, remuneration and perquisites as set out in the Statement annexed to the Notice convening this Meeting.”

“FURTHER RESOLVED that the remuneration, benefits and perquisites as set out in the Statement annexed to the Notice convening this Meeting shall be paid and allowed to him as minimum remuneration notwithstanding the absence or inadequacy of profits in any year.”

“FURTHER RESOLVED that any revision/modification to the remuneration, perquisites or terms & conditions as may be communicated by the Government of Gujarat from time to time shall be applicable.”

“FURTHER RESOLVED that so long as Shri R K Sugoor functions as the Joint Managing Director of the Company, he shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board

Sd/-

P M Abraham

Company Secretary

Place: Fertilizernagar

Date : 06 September 2014

NOTES:

- 1) A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

- 2) Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- 3) A Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto.
- 4) Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days between 10.00 a.m. and 12.00 noon up to and inclusive of the date of the Annual General Meeting.



- 5) The Register of Members of the Company shall remain closed from Saturday, the 27th September, 2014 to Tuesday, the 30th September, 2014 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the Meeting.
- 6) The dividend on Equity Shares, if declared at the Meeting, will be paid on and from 7th October, 2014, to those members whose names shall appear on the Register of Members of the Company on 26th September, 2014.





GUJARAT GREEN REVOLUTION COMPANY LIMITED

(CIN: U63020GJ1998PLC035039)

Regd. Office: Fertilizernagar Township,
P.O. Fertilizernagar – 391 750, Dist. Vadodara

ANNEXURE TO NOTICE

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (the “Act”)

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No.5

Shri R K Sugoor was appointed as an Additional Director by the Board of Directors of the Company w.e.f. 4th March, 2014 in accordance with the provisions of Section 161 of the Act and the Articles of Association of the Company and as such he would hold office upto the date of the ensuing Annual General Meeting of the Company.

As required under Section 160 of the Companies Act, 2013, a notice in writing has been received by the Company from a Member signifying his intention to propose him as a candidate for the office of Director of the Company and requisite deposit has also been received by the Company.

Shri R K Sugoor is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

Shri R K Sugoor is B.Sc.(Agri.), M.Sc.(Agri.) in Genetics and Plant Breeding, Associate of Indira Gandhi National Forest Academy (Equivalent to M.Sc.(Forestry), all with Distinctions and has Post Graduate Diploma in Environment and Sustainable Development with 1st Division, apart from other qualifications/ professional exposure in India/abroad. He belongs to Gujarat Cadre of Indian Forest Service of 1995 batch. He has to his credit rich and varied experience of over 17 years in different capacities in Forest Department and prior to taking over the present position of Joint Managing Director of your Company, he was Dy. Commissioner, Vadodara Municipal Corporation, Vadodara.

Save and except Shri R K Sugoor, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

Item No.6

Shri Dipak Erda was appointed as an Additional Director by the Board of Directors of the Company w.e.f. 30th May, 2014 in accordance with the provisions of Section 161 of the Act and the Articles of Association of the Company and as such he would hold office upto the date of the ensuing Annual General Meeting of the Company.

Shri Dipak Erda is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

As required under Section 160 of the Companies Act, 2013, notice has been received by the Company from a Member signifying her intention to propose him as a candidate for the office of Director of the Company and requisite deposit has also been received by the Company.

Shri Dipak Erda is B.Sc.(Chemistry) and has worked as Financial Advisor of Forest and Environment Department,



Energy & Petrochemicals Department, Panchayat and Rural Housing Department and Climate Change Department for 3 years. For the last one year, he has been working as Financial Advisor for Water Resources Department, Food and Civil Supplies Department, Narmada, Water Supply Department of the Government of Gujarat.

Save and except Shri Dipak Erda, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the shareholders.

Item No.7

The Board had, pursuant to Notification No.IFS/102014/233/D dated 01/03/2014 issued by the Govt. of Gujarat, Forest & Environment Department, Sachivalaya, Gandhinagar, appointed Shri R K Sugoor, IFS as the Joint Managing Director (Whole-time Director) of the Company with effect from 04/03/2014, for such period and on such terms & conditions and remuneration, as may be decided by the Govt. of Gujarat and approved by the Board of Directors.

Later, the Narmada, Water Resources, Water Supply & Kalpsar Department of the Govt. of Gujarat has vide Resolution No.MIS/102005/496/37/N (Partfile) dated 08/05/2014 prescribed the terms & conditions of deputation of Shri R K Sugoor to the post of Joint Managing Director of the Company, which have been approved by the Board of Directors.

In terms of Section 196 and Schedule V to the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, the appointment of Shri R K Sugoor as the Joint Managing Director and payment of remuneration to him require the consent and approval of the Company in General Meeting.

The terms and conditions of appointment and the particulars of remuneration and perquisites paid/payable to Shri R K Sugoor are as follows:

(1) Period:

Period of deputation of Shri R K Sugoor, IFS is from the date of 04/03/2014 till further orders of Government of Gujarat, or Government withdraws his services from the Company, whichever is earlier. However, his term of appointment as the Joint Managing Director (Whole-time Director) shall not exceed five years from the date of appointment at one time.

(2) Pay:

Shri R K Sugoor, IFS shall draw the pay in the pay scale of his own grade that he would have drawn while on duty in the Department had he not been sent on deputation. The present pay scale of his own grade is Rs. 37400-67000.

(3) Deputation Allowance:

Shri R K Sugoor, IFS will be eligible to draw deputation allowance whenever admissible in case he has given option to draw his grade pay of the cadre. However, he will not be eligible to draw deputation allowance if he opts for pay of the post of the Company.

(4) Dearness Allowance:

If Shri R K Sugoor, IFS has given option to draw his grade pay of the cadre post, alongwith deputation



allowance, he will be eligible to draw dearness allowance at the Central Government rates. However, in case Shri R K Sugoor had opted for pay of the post of Joint Managing Director in the Company, this allowance would be admissible as per the existing rules of the Company.

(5) City Compensation Allowance:

If Shri R K Sugoor opts for his grade pay of the cadre post, the CCA would be admissible as per the Central Govt. Rules. Otherwise, this will be regulated in accordance with the existing provision of the Company.

(6) House Rent Allowance:

If Shri R K Sugoor has opted for drawing his grade pay of the cadre, he would be required to pay 10% of the pay plus DA/DP and CCA or the prescribed license fees for similar cadres of accommodation in the Government, whichever is lower. If Shri R K Sugoor opts to draw pay scale of the post of the Company, this will be regulated as per existing rules of the Company.

(7) Terms for T. A. / Joining Time:

Shri R K Sugoor will be entitled to T.A. and joining time, both on joining the post as Joint Managing Director of the Company and on reversion under the rules of the Company, which shall not be inferior to the relevant provisions of the AIS Rules. The expenditure on this account will be borne by the Company.

(8) TA/DA for journey on duty:

Shri R K Sugoor will be paid TA and DA by the Company under its own rule for the journey undertaken by him in connection with the official work under the Company, whether in India or abroad, which shall not be inferior to the relevant provisions of the All India Services Rules.

(9) Medical facilities:

Company shall afford the expenses of the medical facilities of Shri R K Sugoor, Joint Managing Director not inferior to those which are admissible to an All India Service Officer of the same status under Central Government Rules on the subject.

(10) Leave and Pension:

During the period of deputation, Shri R K Sugoor will continue to be governed by the AIS (Leave) Rules, 1955 and the All India Services (DCRB) Rules, 1958. The entire expenditure in respect of leave and pension contribution shall be borne by the Company. He shall not be allowed to join any of the pension schemes of the Company.

(11) Provident Fund:

During the period of service in the Company, Shri R K Sugoor will continue to subscribe to the AIS (Provident Fund) Scheme to which he was subscribing at the time of proceeding on deputation service in accordance with the rules of such fund.

(12) Conduct, Discipline and Appeal Rules:

Shri R K Sugoor shall continue to be governed by the All India Service (Conduct) Rules, 1968 and the All India Services (Discipline and Appeal) Rules, 1969.

(13) Leave Travel Concession:

The Company shall allow Leave Travel Concession to Shri R K Sugoor as admissible under its own Rules



provided these are not inferior to those admissible to him under the AIS (LTC) Rules, 1975. The whole expenditure in this regard shall be met by the Company. This is, however, subject to the condition that Shri R K Sugoor had not already, before proceeding on deputation, availed of the concession during the particular block years period of his deputation.

(14) Disability Leave:

The Company will be liable to pay Leave Emoluments in respect of disability leave, if any, granted to Shri R K Sugoor on any disability incurred in and through deputation service even though such disability manifests itself after termination of Foreign Service. The relevant AIS Rules will be applicable in such cases.

(15) Leave Salary / Pension Contributions:

Participation in the Pension Scheme: Shri R K Sugoor deputed as Joint Managing Director of the Company shall not be permitted to join the pension scheme of the Company. The entire expenditure in respect of pension and leave salary contribution for the period of deputation shall be borne by the Company.

The Company will pay to the Government of the parent cadre of Shri R K Sugoor the leave salary and pension contributions at the rates in force from time to time in accordance with the order issued by the President under F.R. 116. The payment of these contributions must be paid annually within 15 days from the end of each financial year or at end of deputation, if the deputation expires before the end of a financial year. Delayed payment will attract liability of payment of interest in terms of the instructions contained in the Ministry of Finance's Notification No. F-1 (1)-F-III/83 dated 10th August, 1983, as amended from time to time. Pending intimation of the rates of leave salary and pension contributions by the concerned Accountant General, the Company shall pay leave salary and Pension contributions provisionally at the prescribed rates.

(16) Group Insurance:

If Shri R K Sugoor has not opted out of the Central Govt. Employees Group Insurance Scheme, 1980, before 31.12.1981, the said scheme as appended to the Schedule of the AIS (Group Insurance) Rules, 1981 shall be applicable to him. In that case, an amount deducted from his salary as per prescribed rates as subscription towards the Insurance Scheme shall be remitted to the concerned Accountant General by the Company. If at any time, the recovery of subscription falls in arrears, the same shall be recovered with interest admissible under the Scheme on the accretions to the saving fund.

(17) Performance Appraisal / ACRS during the period of deputation:

The competent Authority in the Nodal Department shall be the authority for Shri R K Sugoor to provide and accept the ACR / Performance appraisal written in such form as prescribed under rules. The report shall be placed in the PAR dossier and treated as mandatory input for empanelment and promotion.

(18) Residuary Matters:

In all matters relating to conditions of service and benefits/facilities and perquisites in the Company not covered above, Shri R K Sugoor shall be governed by the existing rules, regulations and orders of the Company.

(19) The above mentioned terms and conditions would be applicable till Shri R K Sugoor, IFS remains on deputation to the Company. On reversion from deputation, he will be governed by the relevant rules laid down for the All India Service Officers.

The appointment of Shri R K Sugoor and the remuneration and perquisites payable to him are in



accordance with Schedule V to the Companies Act, 2013. Shri R K Sugoor also satisfies the conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his appointment. He is also not disqualified from being appointed as Director in terms of Section 164 of the Act.

The above may be treated as a written memorandum setting out the terms of appointment of Shri R K Sugoor under Section 190 of the Companies Act, 2013.

Shri R K Sugoor is concerned or interested in passing this resolution.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in passing this resolution.

The Board commends the Ordinary Resolution set out at Item No. 7 of the Notice for approval by the shareholders.

Place: Fertilizernagar
Date : 06 September 2014

By Order of the Board
Sd/-
P M Abraham
Company Secretary





Directors' Report

To
The Members,

Your Directors are pleased to present the 16th Annual Report and the Company's Audited Accounts for the financial year ended March 31, 2014.

PERFORMANCE HIGHLIGHTS:

- ▶ Total business size increased to Rs.1179.53 crores from Rs.1167.98 crores in the previous year.
- ▶ Profit before Tax is Rs.20.11 crores as compared to Rs.14.14 crores in the previous year.
- ▶ Profit after Tax is Rs.13.22 crores as compared to Rs.9.56 crores in the previous year.
- ▶ MIS coverage has increased from 2,05,200 hectares in the previous year to 2,25,266 hectares indicating a rise of 9.78%.
- ▶ Beneficiary farmers went up from 1,28,249 in the previous year to 1,40,209 - an increase of 9.33% - depicting wider coverage of small and marginal farmers; thus leading to fulfillment of the objective of MIS Scheme of the Government.

FINANCIAL RESULTS:

	For the year ended on 31/03/2014 (Rs. in lacs)	For the year ended on 31/03/2013 (Rs. in lacs)
TOTAL INCOME	2962.33	2651.66
Profit/(Loss) before Interest, Depreciation & Taxation	2065.22	1499.61
Less : Financial expense	2.19	1.05
Less : Depreciation	52.02	84.33
Profit/(Loss) before Tax	2011.01	1414.23
Less : Provision for Taxation	688.96	458.47
Profit/(Loss) after taxes	1322.05	955.77
Amount available for appropriations	1322.05	955.77
Out of which, your Directors have proposed appropriation and transfer as under :		
a) Proposed Dividend on Equity Shares	13.33	0.00
b) Tax on Proposed Dividend	2.27	0.00
c) General Reserve	1306.45	0.00



DIVIDEND :

Your Directors are pleased to recommend a maiden dividend @5% i.e. Re.0.50 per Equity Share of Rs.10/- each, on 26,66,870 Equity Shares for the financial year ended March 31, 2014, amounting to Rs.15.60 lacs (inclusive of dividend distribution tax of Rs.2.27 lacs).

OPERATIONS:

MICRO IRRIGATION SYSTEM ACTIVITY

During the year under report, your Company has facilitated installation of Micro Irrigation Systems (MIS) for a total area of 2,25,266 hectares covering 1,40,209 farmers as compared to 2,05,200 hectares covering 1,28,249 farmers in the previous year.

During the year under report, your Company has disbursed Government Subsidy of Rs. 614.31 crores. It needs special mention that your Company has continued to make best of its efforts to popularize the Scheme and benefits of MIS to the farmers of Gujarat not only by making reduction in the Unit Cost, but also by using various Mass Media Communication tools as widely as possible.

During the year under report, Gujarat Urja Vikas Nigam Limited (GUVNL) has continued to provide preferential power connection to those farmers who installed Micro Irrigation System implemented by the Company on behalf of the Government of Gujarat under various Schemes. Until 31-03-2014, priority for providing electric connection is extended to 84,583 farmers who have adopted MIS in 1,47,413 hectares.

OPERATION AND PERFORMANCE OF CONVERGED SCHEMES :

◆ Additional Subsidy to Tribal farmers of Tribal Areas

The Tribal farmers of 43 ITDP Talukas have been extended additional subsidy of 25% of the MIS cost. During the year under report, 20,968 farmers have availed of this benefit with a coverage of 28,206 hectares under MIS.

◆ Additional Subsidy Scheme for Farmers of Dark Zone Area

During the year under report, the Government of Gujarat has introduced a Scheme for farmers of Dark zone area, wherein 10% additional subsidy is provided to farmers of Dark zone area, who adopt MIS on their farm. Consequently during the year, 59,175 farmers have adopted MIS under this scheme with an area coverage of 97,124 hectares.

◆ MIS Partner Model

For increasing the scope of MIS, MIS Partner Model has been under implementation by your company, wherein presently there are APMC of Gondal, Mahuva and Botad and Corporate bodies like Ambuja Cement Foundation and GMDC have joined as MIS Partners and have been extending additional financial help to beneficiary farmers of their selected villages/talukas.

◆ Rashtriya Krishi Vikas Yojna (RKVY) of Agriculture & Cooperation Department, Government of Gujarat, for Micro Irrigation

Under the Scheme, uniform subsidy of Rs. 20,000/- per hectare up to a maximum of 2 hectares is given to a farmer, who installs Drip Irrigation System through GGRC, which is over and above the subsidy given as per the Government of Gujarat norms. As per the decision of the Cabinet Sub-committee Meeting held on 24.07.2013, Rashtriya Krishi Vikas Yojna (RKVY) was discontinued from 24.07.2013. Until 24.07.2013, the benefit under this scheme has been extended to 49,534 farmers, who have adopted MIS, covering a





cumulative area of 75,376 hectares.

◆ INITIATIVES TAKEN BY THE COMPANY

Your Company has taken following initiatives:

- Extensive promotional activities such as Electronic media: Telecasting GGRC Advertisements on DD Gujarati, relaying Advertisements through Scrolling on local Cable TV network throughout the state and putting up of hoardings throughout the State.
- As a part of creating MIS awareness amongst farmers, GGRC through their field network in association with line departments of Govt. of Gujarat, GSFC/GNFC depots and MIS Suppliers continuously conducting farmers meetings (day/night) “Krushi goshti/ farmer shibir”.
- MIS Awareness workshops were organized for farmers whose Work Order has been issued, wherein the said farmers have been made aware about MIS Application & processing in GGRC, Field and MIS Supplier factory site visit, also provided training for maintenance of MIS system and agronomical advises. Such type of 17 trainings were imparted to nearly 350 farmers.
- Training programmes for Tribal youth in MIS installation maintenance so as to generate trained manpower.
- Active participation in regional/agricultural events like Gujarat Gaurav Din, Navsari and republic day with Exhibition Stall and Tableau display, exhibited through stall at Vibrant Gujarat Global Agri Summit & AgriTech Asia-2013, All India Conference on Live stock and Dairy Development, Water Seminar and Summit organized by CII and Agro Vision 2014, Rajkot.
- Active Participation in Krushi Mahotsav where GGRC has deputed GGRC and MIS Supplier personnel with each Krushi Rath and organized seminars, workshops on Maintenance and fertigation of Micro Irrigation System, extensional activities like inviting the MIS beneficiary farmers in the said seminar for sharing the views. Distribution of handbills/literature on large scale in order to create awareness of Water saving by using Micro Irrigation System. It has been also decided to participate with stall and live demonstration of MI system in main celebration events held at district level during the Krushi Mahotsav. Sharing the views of the MIS user farmers on his/her field coming in the route of Krushi Rath.
- Publication and distribution of informative brochures, literatures, leaflets, calendars, posters, MIS Portfolios, caps, T shirts etc amongst the farmers.
- Publishing GGRC advertisements & articles in various magazines, periodicals, souvenirs and news papers in order to create awareness about the business module of GGRC.
- Continue publishing Bi-monthly magazine called “Jal Jivan”.
- Rendered the services of Personalized Professional Information to Farmers through mobile phones in Vernacular SMS form to more than 1 lac farmers upto now.

◆ SYSTEM RELATED ENHANCEMENTS TO COPE UP WITH THE INCREASING TURNOVER

The System Department caters to the computerization of various business processes of your Company defined as workflows for the various stages of file processing. The integrated in-house developed software along with supporting hardware platforms are constantly upgraded to cater higher turnover and expansions.

Periodic reviews of the Application Software and user response analysis including that of Suppliers and





Inspection Agencies are done to improve the system with a goal to reduce the Lead time of Application Processing at various stages.

System department has also integrated Bar-Code Reader System with the core MIS Application as per the Company's requirement to enhance the workflow with secure access controls. Features of the integrated Bar-Code System are follows:

- All modules of existing online application integrated with Bar-Code system.
- Application processing only with Bar-Code scanner.
- Bar-Code printing in all reports.
- Verification of data at each stage with user accountability.

The existing workflow was modified to accommodate the Bar-code system with additional Inward facility at Registry Level and additional check that information will be processed only if the physical file is present which is ensured by Bar Code scanner. At TPA approval stage, farmer share amount verification was introduced thereby increasing the accuracy. At each verification stage, the query related to the physical file was re-directed to the Supplier.

These upgrades in Hardware & Software resulted in achieving an all time High performance of 1,40,188 Registrations OLTP (On-line Transaction Processing).

AUDITORS

M/s Deloitte Haskins & Sells, Chartered Accountants, Baroda (Firm Registration No.117364W) were re-appointed as the Auditors of the Company at the 15th Annual General Meeting held on 02/09/2013 to hold office till the conclusion of the 16th Annual General Meeting. Accordingly, the said Auditors would retire at the conclusion of the ensuing Annual General Meeting. In terms of Section 139(1) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s Deloitte Haskins & Sells, Baroda are eligible for appointment as the Statutory Auditors of the Company, to hold office from the conclusion of the ensuing Annual General Meeting of the Company for a term of five consecutive financial years i.e. from 2014-15 to 2018-19, until the conclusion of the 21st Annual General Meeting of the Company. The Company has received a letter from M/s Deloitte Haskins & Sells, Baroda regarding their willingness to be appointed as the Statutory Auditors of the Company to hold office from the conclusion of the ensuing Annual General Meeting of the Company for five consecutive financial years from 2014-15 to 2018-19, until the conclusion of the 21st Annual General Meeting of the Company. However, it is provided that the Company shall place the matter relating to such appointment for ratification by members at every AGM. M/s Deloitte Haskins & Sells, Baroda have certified that they are eligible for appointment as Auditors of the Company under Section 139 of the Companies Act, 2013 ("the Act") and meet the criteria specified in Section 141 of the Act and they are not disqualified for such appointment under the Act or any other applicable Act or Rules or regulations made there under etc.

Your Directors commend the Resolution for the appointment of M/s Deloitte Haskins & Sells, Chartered Accountants, Baroda as the Auditors of the Company for the period as aforesaid and fixation of remuneration and payment of reasonable actual out of pocket/incidental expenses in connection with the audit of Accounts of the Company for your approval.

INSURANCE

All properties of the Company have been duly insured.





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

Conservation of Energy:

Since no production activity has been undertaken by your Company during the year under report, the information under this Head may be treated as 'Nil'.

Technology Absorption

Since no production activity has been undertaken by your Company during the year under report, the information under this Head may be treated as 'Nil'.

Foreign Exchange Earnings & Outgo

No foreign exchange is so far involved in any activity of the Company and hence the information under this Head may be treated as 'Nil'.

DIRECTORATE

Joint Managing Director

Upon transfer of Shri Shyamal Tikadar, IFS from the post of Joint Managing Director by the Government of Gujarat, he resigned as a Director and Joint Managing Director of the Company on 03/03/2014 and he ceased to be the Director and Joint Managing Director of the Company effective from 04/03/2014. Your Directors place on record their deep sense of appreciation for the splendid service and significant contribution made by Shri Shyamal Tikadar during his tenure as the Joint Managing Director of the Company.

In accordance with the Notification No.IFS/102014/233/D dated 01/03/2014 issued by the Government of Gujarat, Forest & Environment Department, Sachivalaya, Gandhinagar posting Shri R K Sugoor, IFS as the Joint Managing Director of the Company, the Board of Directors appointed Shri R K Sugoor, IFS as an Additional Director and also as the Joint Managing Director of the Company w.e.f. 04/03/2014.

Change in Directorship

Dr. B R Shah resigned as a Director on 22/11/2013 and ceased to be a Director effective from 28/11/2013.

Shri R K Sugoor, IFS, who has been appointed by the Board as an Additional Director w.e.f. 04/03/2014, will hold office as Director upto the date of the ensuing Annual General Meeting. The Company has received a Notice under Section 160 of the Companies Act, 2013 proposing the appointment of Shri R K Sugoor as a Director, subject to retirement by rotation.

Dr. S R Chaudhari, Director of Agriculture, Gujarat State has been appointed as a Director on the Board of the Company on 27/03/2014 in the casual vacancy caused by the resignation of Dr. B R Shah, pursuant to Section 161 of the Companies Act, 2013 read with Article 117A of the Articles of Association of the Company.

Shri Ashim Khurana, IAS, resigned as a Director on 29/04/2014 and ceased to be a Director effective from 02/05/2014.

Shri Dipak Erda has been appointed by the Board as an Additional Director w.e.f. 30/05/2014, who will hold office as Director upto the date of the ensuing Annual General Meeting. The Company has received a Notice under Section 160 of the Companies Act, 2013 proposing the appointment of Shri Dipak Erda as a Director, subject to retirement by rotation.



Shri Raj Gopal, IAS, resigned as a Director on 30/08/2014 and ceased to be a Director effective from 05/09/2014.

Pursuant to the provisions of Sections 152 of the Companies Act, 2013, Shri J P Gharia will retire by rotation at the ensuing Annual General Meeting of the Company and being eligible, has offered himself for re-appointment.

Your Directors place on record their deep appreciation of the valuable services rendered by the outgoing Directors.

The appropriate resolutions for appointment / re-appointment of Directors are placed for your approval.

Your Directors also take this opportunity to welcome the new Directors.

PARTICULARS OF EMPLOYEES

None of the employees was in receipt of remuneration of Rs.60,00,000/- p.a. in the aggregate, if employed throughout the financial year or Rs.5,00,000/- per month or more, if employed for part of the financial year. Further, none of the employees of the Company attracts any of the provisions of Section 217(2A) of the Companies Act, 1956 and as such the information relating to Particulars of Employees as required under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975, as amended, may please be treated as 'Nil'.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956 with respect to Directors' Responsibility Statement, it is hereby confirmed:

- 1) that in the preparation of the Annual Accounts for the financial year ended 31/03/2014, the applicable accounting standards have been followed;
- 2) that the Directors have selected such accounting policies and applied them consistently and made judgments and the estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- 3) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- 4) that the Directors have prepared the accounts for the financial year ended 31st March, 2014 on a 'going concern' basis.

ACKNOWLEDGEMENT

Your Directors take this opportunity to place on record their grateful thanks to the promoters of the Company viz. Gujarat State Fertilizers & Chemicals Limited, Gujarat Narmada Valley Fertilizers Company Limited and Gujarat Agro Industries Corporation Limited for their assistance, cooperation and support extended to your Company. Your Directors also wish to place on record their special thanks to the Government of Gujarat for selecting your Company as an implementing agency for implementation of Micro Irrigation Systems in the State



on behalf of the Government of Gujarat. Your Directors also place on record their grateful thanks to the Bankers namely, Bank of Baroda, Dena Bank and State Bank of India for their valuable help extended to the Company. Last but not the least, your Directors acknowledge their sincere thanks to the employees of the Company for their dedicated service and valuable contribution.

Place : Fertilizernagar
Date : 06 September 2014

For and on behalf of the Board
Sd/-
Atanu Chakraborty
Chairman





INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF GUJARAT GREEN REVOLUTION COMPANY LIMITED

We have audited the accompanying financial statements of GUJARAT GREEN REVOLUTION COMPANY LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2014 and the Statement of Profit and Loss for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956 ("the Act") (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs) and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2014;
- (b) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date.



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government in terms of Section 227(4A) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that:
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the Balance Sheet and the Statement of Profit and Loss comply with the Accounting Standards notified under the Act (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs).
 - (e) On the basis of the written representations received from the directors as on 31st March, 2014 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2014 from being appointed as a director in terms of Section 274(1)(g) of the Act.

For DELOITTE HASKINS & SELLS
Chartered Accountants
(Firm's Registration No. 117364W)

(Gaurav J. Shah)
(Partner)
(Membership No. 35701)

VADODARA: 06 September 2014





ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date on the accounts of Gujarat Green Revolution Company Limited for the year ended on 31st March 2014)

- (i) In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - (b) According to the information and explanations given to us, the fixed assets were physically verified by the Management and no material discrepancies were noticed on such verification.
 - (c) The fixed assets disposed off during the year, in our opinion, do not constitute a substantial part of the fixed assets of the Company and such disposal has, in our opinion, not affected the going concern status of the.
- (ii) In respect of its inventories:
 - (a) As explained to us, the inventories were physically verified during the year by the Management at regular intervals.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of inventory and no material discrepancies were noticed on physical verification.
- (iii) The Company has neither granted nor taken any loans, secured or unsecured to/from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods and services and during the course of our audit we have not observed any continuing failure to correct major weaknesses in such internal control system.
- (v) To the best of our knowledge and belief and according to the information and explanations given to us, there are no contracts or arrangements that needed to be entered in the Register maintained in pursuance of Section 301 of the Companies Act, 1956.
- (vi) According to the information and explanations given to us, the Company has not accepted any deposit from the public during the year.
- (vii) In our opinion, the internal audit functions carried out during the year by firm of Chartered Accountants appointed by the Management have been commensurate with the size of the Company and the nature of its business.
- (viii) To the best of our knowledge and according to the information and explanations given to us, the



maintenance of cost records under section 209 (1) (d) of the Companies Act, 1956 is not applicable in respect of products of the Company.

(ix) According to the information and explanations given to us, in respect of statutory dues:

- (a) The Company has generally been regular in depositing undisputed dues, including provident fund, income tax, service tax and other material statutory dues applicable to it with appropriate authorities.
- (b) There were no undisputed amounts payable in respect of provident fund, income tax, service tax and other material statutory dues in arrears, as at 31st March, 2014 for a period of more than six months from the date they became payable.
- (c) Details of dues of which have not been deposited as on 31st March 2014 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount Involved (Rs. In Lakhs) #
Finance Act	Service Tax	CESTAT, Ahmedabad	April 2008 to March 2011	472.93

- (x) The Company does not have accumulated losses at the end of the financial year and the Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has not taken any loan from bank or financial institution. The Company has not issued any debentures.
- (xii) Based on our examination of records and the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) According to the information and explanations given to us, the Company is not a chit fund or a nidhi / mutual benefit fund/society. Accordingly to the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- (xiv) According to the information and explanations given to us, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- (xv) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks and financial institutions.
- (xvi) According to the information and explanations given to us, the Company has neither obtained nor utilized any term loans during the year.
- (xvii) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that the funds raised on short-term basis have, prima facie, not been used for long-term investment.
- (xviii) During the year the Company has not made any preferential allotment of shares to the parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956.



- (xix) According to the information and explanations given to us, during the period covered by our audit report, the Company has not issued any debentures.
- (xx) According to the information and explanations given to us, during the period covered by our audit report, the Company has not raised any money by way of public issues.
- (xxi) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For DELOITTE HASKINS & SELLS
Chartered Accountants
(Firm's Registration No. 117364W)

(Gaurav J. Shah)
(Partner)
(Membership No. 35701)

VADODARA: 06 September 2014





Balance Sheet as at 31st March 2014

(Amount in Rupees)

Particulars	Note	As at 31-Mar-2014	As at 31-Mar-2013
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	3	2,66,68,700	2,66,68,700
(b) Reserves and surplus	4	66,48,74,520	53,42,29,068
2 Non-current liabilities			
(a) Long-term provisions	5	38,56,731	31,40,703
3 Current liabilities			
(a) Trade payables	6	1,78,65,006	2,00,76,905
(b) Other current liabilities	7	5,41,07,20,642	4,83,72,47,483
(c) Short-term provisions	8	27,69,186	12,14,280
Total Equity & Liabilities		6,12,67,54,785	5,42,25,77,139
II. ASSETS			
1 Non-current assets			
(a) Fixed assets	9		
(i) Tangible assets		5,87,86,767	5,97,23,032
(ii) Intangible assets		1,08,247	2,97,608
(iii) Capital work-in-progress		2,92,236	6,72,206
(b) Deferred tax assets (net)		15,95,919	17,22,509
(c) Long-term loans and advances	10	34,000	66,800
2 Current assets			
(a) Inventories	11	2,74,38,196	2,75,96,762
(b) Cash and bank balances	12	5,88,96,91,187	5,27,24,60,459
(c) Short-term loans and advances	13	10,76,55,476	4,90,46,725
(d) Other current assets	14	4,11,52,757	1,09,91,038
Total Assets		6,12,67,54,785	5,42,25,77,139
See accompanying notes forming part of the financial statements	1 to 20		

In terms of our report attached

For Deloitte Haskins & Sells
Chartered Accountants

Gaurav Shah
(Partner)
Membership No: 35701

Place: Vadodara

Date: 06 September 2014

For and on behalf of the Board

Atanu Chakraborty
Chairman

H K Joshi
Chief Financial Officer
P M Abraham
Company Secretary

R K Sugoor
Joint Managing Director
Dr. N K Singh
Dipak Erda
R T Bhargava
H R Brahmbhatt
Directors

Place: Vadodara

Date: 06 September 2014



Statement of Profit and Loss for the year ended 31st March, 2014

Particulars		Note	Year ended 31-Mar-2014	Year ended 31-Mar-2013
I.	Revenue from operations	15	2,83,79,867	1,90,07,249
II.	Other income	16	26,78,53,566	24,61,59,464
III.	Total Revenue (I + II)		29,62,33,433	26,51,66,713
IV.	Expenses:			
(a).	Purchases of Stock-in-Trade		-	1,97,70,030
(b).	Changes in inventories of finished goods		1,58,566	(1,96,89,947)
(c).	Personnel expenses	17	5,85,95,535	4,74,72,454
(d).	Finance costs	18	2,18,626	1,04,568
(e).	Depreciation and amortization expense		52,02,274	84,32,554
(f).	Other Expenses	19	3,09,57,100	6,76,53,640
	Total expenses		9,51,32,101	12,37,43,299
V.	Profit before tax (III- IV)		20,11,01,332	14,14,23,414
VI.	Tax expense:			
(1)	Current tax		6,87,69,237	4,67,92,019
(2)	Deferred tax		1,26,590	(9,45,293)
(3)	Income Tax - Earlier Year		-	-
VII.	Profit for the period (V-VI)		13,22,05,505	9,55,76,688
VIII	Earnings per equity share:			
(1)	Basic		49.57	35.84
(2)	Diluted		49.57	35.84

In terms of our report attached

For Deloitte Haskins & Sells
Chartered Accountants

Gaurav Shah
(Partner)
Membership No: 35701

Place: Vadodara

Date: 06 September 2014

For and on behalf of the Board

Atanu Chakraborty
Chairman

H K Joshi
Chief Financial Officer
P M Abraham
Company Secretary

R K Sugoor
Joint Managing Director
Dr. N K Singh
Dipak Erda
R T Bhargava
H R Brahmabhatt
Directors

Place: Vadodara

Date: 06 September 2014



Notes forming part of financial statements

1. Corporate Information

The Company, appointed as a nodal agency by the Government of Gujarat, began its operations from May 2005. As a nodal agency, the Company is responsible for passing on the subsidy received from State & Central Government to farmers for installation of Micro Irrigation System in the state of Gujarat as per Government regulations for which it charges administration fees from the Government.

The Company is a Small and Medium Sized Company (SMC) as defined in the General instructions in respect of Accounting Standards notified under the Companies Act, 1956. Accordingly, the company has complied with the Accounting Standards as applicable to Small and Medium Sized Company.

2. Significant Accounting Policies

2.1 Basis of Preparation

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

2.2 Use of Estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

2.3 Fixed Assets

Fixed assets are shown at cost of acquisition less accumulated depreciation. Capital Investment Subsidy received from Government is reduced from the respective fixed asset cost.

Expenditure meeting the tests of recognition as intangible assets as per As-26 (Intangible Assets) is treated as such and amortized in equal instalments over the period of expected benefits not exceeding 10 years.

Necessity of Impairment provision is assessed at the balance sheet date in respect of each Cash Generating Unit. An impairment loss is recognized wherever the carrying amount of assets exceeds its recoverable amount. The recoverable amount is the greater of the selling price and value in use. Such impairment loss is charges to the Statement of Profit and Loss of the year in which asset is identified as impaired.

2.4 Depreciation

Depreciation is provided using the Straight Line Method as per the useful lives of the assets estimated by the management, or at the rates prescribed under schedule XIV of the Companies Act, 1956, whichever is higher. Depreciation is provided @ 100% on items of fixed assets costing less than Rs.5000/-. Building is depreciated @ 3.34% per annum, Office equipments are depreciated @ 7.07% per annum, Plant & Machinery @ 4.75 % per annum, Furniture & fixture @6.33 % per annum, Vehicle @9.50% per annum,





Trade mark @ 10% per annum and Computers and Software are depreciated @ 33.33% per annum, based on useful life of such assets estimated by management.

2.5 Inventories

Inventories are valued at the weighted average basis after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges.

2.6 Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Sale is recognized on transfer of risks and rewards relating to the ownership of the products to buyers.

2.7 Employee Benefits

Retirement benefits in the form of Provident Fund is a defined contribution scheme and the contributions are charged to the statement of Profit and Loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective trusts.

Gratuity liability is defined benefit obligation and is provided for on the basis of an actuarial valuation made at the end of each financial year.

Encashable Short term compensated absences are provided for based on estimates. No provision is made for non-encashable short term compensated absences. Long term compensated absences are provided on actual basis.

Actuarial gains/losses are immediately taken to Statement of Profit and Loss and are not deferred.

2.8 Income Taxes

Provision for Current Tax is made on the basis of the estimated taxable income for the current accounting year in accordance with Indian Income Tax Law. Deferred Tax is recognised in respect of timing differences, subject to consideration of prudence, at the tax rate that have been substantively enacted at Balance Sheet.

2.9 Provisions, Contingent Assets and Contingent Liabilities

A provision is recognised when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are not recognized but disclosed in notes to accounts. Contingent assets are neither recognised nor disclosed.





Notes forming part of financial statements

Note 3 Share Capital

(Amount in Rupees)

	Particulars	As at 31- Mar- 2014		As at 31- Mar- 2013	
		Numbers	Rs	Numbers	Rs
A	Authorised Equity Shares of Rs 10 each	2,00,00,000	20,00,00,000	2,00,00,000	20,00,00,000
B	Issued, Subscribed & Paid up Equity Shares of Rs 10 each	26,66,870	2,66,68,700	26,66,870	2,66,68,700
	Total	26,66,870	2,66,68,700	26,66,870	2,66,68,700

Note

1 Shares held by associates and details of shareholders holding more than 5% shares in the Company :

Particulars	As at 31- Mar- 2014		As at 31- Mar- 2013	
<u>Shareholders</u>	Numbers	% of share holding	Numbers	% of share holding
Gujarat State Fertilizers & Chemicals Limited	12,50,000	47%	12,50,000	47%
Gujarat Narmada Valley Fertilizer Company Limited	12,50,000	47%	12,50,000	47%
Gujarat Agro Industries Corporation Limited	1,66,870	6%	1,66,870	6%
	26,66,870	100%	26,66,870	100%

2 Reconciliation of shares outstanding at the beginning and at the end of the reporting period:

(Amount in Rupees)

	No. of Shares as at 31-Mar-2014	No. Of Shares as at 31-Mar-2013
At the beginnig of the period	26,66,870	26,66,870
Issued during the period	-	-
Outstanding at the end of the period	26,66,870	26,66,870

3 Terms/Rights attached to the equity shares:

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

In the event of the liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.



Notes forming part of financial statements

Note 4 Reserves and Surplus

(Amount in Rupees)

	Particulars	As at 31- Mar- 2014	As at 31- Mar- 2013
1	Surplus in Statement of Profit and Loss		
	Opening balance	53,42,29,068	43,86,52,380
	Add.: Net Profit for the current year	13,22,05,505	9,55,76,688
		66,64,34,573	53,42,29,068
	Less: Appropriations		
	Proposed equity Dividend (Rs. 0.50 per share)	13,33,435	-
	Provision for dividend tax on equity dividend	2,26,618	-
		66,48,74,520	53,42,29,068
	Total Reserves & Surplus	66,48,74,520	53,42,29,068

Note 5 Long-term provisions

(Amount in Rupees)

	Particulars	As at 31- Mar- 2014	As at 31- Mar- 2013
1	Provision for employee benefits		
	Gratuity	15,57,241	14,86,466
	Leave Encashment	22,99,490	16,54,237
	Total Long Term Provisions	38,56,731	31,40,703

Note 6 Trade Payables

(Amount in Rupees)

Sr. No.	Particulars	As at 31- Mar- 2014	As at 31- Mar- 2013
1	Due to		
	-Micro Enterprises & Small Enterprises	-	-
	-Others	1,39,65,006	1,70,40,905
2	Bonus / Ex- gratia	1,39,65,006	1,70,40,905
	Ex-gratia Payable to Staff	34,64,351	25,89,902
	Bonus Payable to Staff	4,35,649	4,46,098
		39,00,000	30,36,000
	Total Trade Payables	1,78,65,006	2,00,76,905

Note : The Company is in the process of updating its supplier data for tracking compliance with the provisions of Micro, Small & Medium Enterprises Development Act, 2006. The information as required to be disclosed under the Act and provided in note above has been determined to the extent such parties have been identified based on the information available with the Company. As delayed payment, if any, have not been determined, no interest has been paid or accrued in the books. Considering the volume and payment cycle such amount is not considered to be significant.



Notes forming part of financial statements

Note 7 Other Current Liabilities

(Amount in Rupees)

Sr. No.	Particulars	As at 31- Mar- 2014	As at 31- Mar- 2013
1	Unspent / undisbursed grants:		
	Unspent Grant for Micro Irrigation Project (Net)	2,62,26,24,847	1,94,82,61,035
	Unspent Grant for Tribal Youth Training Program	6,541	3,48,575
	Unspent Grant for PINS Project	-	1,17,89,862
	Unspent Fund for GMDC	4,87,893	18,94,682
	Unspent Fund for APMC	5,40,059	3,63,781
	Unspent Fund for ITC Limited	1,60,929	4,85,280
	Rashtriya Krushi Vikas Yojana Subsidy for MIS	-	24,40,05,773
2	Other payables :		
	Amount received from Farmers	1,11,76,31,273	1,06,00,03,508
	Payable to MIS Suppliers Towards Installed MIS Systems	1,32,26,07,327	1,28,40,42,092
	Security Deposit from Suppliers	19,80,51,196	18,92,42,147
	Agronomy Consultancy Charges - MIS Suppliers	9,79,00,630	6,47,89,045
	Advance received from Suppliers towards Non-Subsidy Amt	4,22,790	37,12,066
	Advance administrative Charges Received	2,87,828	3,73,039
	Statutory Dues	14,73,048	26,63,984
	Amount of Interest payable to State government	3,30,28,439	1,40,33,813
	Amount of Interest payable to Central government	1,32,29,072	1,02,21,621
	Other Liabilities	22,68,770	10,17,180
	Total Other Current Liabilities	5,41,07,20,642	4,83,72,47,483

Note 8 Short-term provisions

(Amount in Rupees)

Sr. No.	Particulars	As at 31- Mar- 2014	As at 31- Mar- 2013
1	Provision for employee benefits		
	Gratuity (Unfunded)	45,969	36,094
2	Others		
	Provision for Administrative Charges Refundable upon cancellation	11,63,164	11,78,186
	Proposed equity Dividend	13,33,435	-
	Provision for dividend tax on equity dividend	2,26,618	-
	Total Short Term Provision	27,69,186	12,14,280

Notes forming part of financial statements



Note 9 Fixed Assets

(Amount in Rupees)

Particulars	GROSS BLOCK (At Cost)				DEPRECIATION / IMPAIRMENT				NET BLOCK	
	As at 1-Apr-13	Additions during the Year	Deductions during the Year	As at 31-Mar-14	As at 1-Apr-13	For the Year	Deductions during the Year	Impairment Loss	As at 31-Mar-14	As at 31-Mar-13
i) Tangible Assets										
Building	2,89,68,071	13,11,907		3,02,79,978	30,69,126	9,97,368	-	-	40,66,494	2,58,98,945
Plant and Machinery	21,28,835	59,869	4,83,000	17,05,704	5,12,017	99,910	36,392	-	5,75,535	16,16,818
Office Equipments	1,00,78,044	10,13,650		1,10,91,694	17,48,699	5,27,596	-	-	22,76,295	83,29,346
Furniture and Fixtures	2,14,21,048	18,91,469		2,33,12,517	35,65,114	13,58,383	-	-	49,23,497	1,78,55,934
Computers	2,12,40,386	1,20,516		2,13,60,902	1,81,69,694	15,13,254	-	-	1,96,82,948	30,70,692
Vehicles	41,41,147			41,41,147	11,89,849	3,90,557	-	-	15,80,406	29,51,298
	8,79,77,531	43,97,411	4,83,000	9,18,91,942	2,82,54,499	48,87,068	36,392	-	3,31,05,175	5,97,23,033
ii) Intangible Assets										
Softwares	39,92,062	1,25,845	-	41,17,907	37,08,125	3,13,206	-	-	40,21,331	2,83,937
Trade Mark	20,000	-	-	20,000	6,329	2,000	-	-	8,329	13,671
	40,12,062	1,25,845	-	41,37,907	37,14,454	3,15,206	-	-	40,29,660	2,97,608
Total	9,19,89,593	45,23,256	4,83,000	9,60,29,849	3,19,68,953	52,02,274	36,392	-	3,71,34,835	6,00,20,641
Previous year	7,32,60,143	1,94,58,476	7,29,026	9,19,89,593	2,38,76,305	84,32,554	3,39,907	-	6,00,20,641	4,93,83,837



Notes forming part of financial statements

Note 10 Long -term Loans & Advances

(Amount in Rupees)

Sr. No.	Particulars	As at 31- Mar- 2014	As at 31- Mar- 2013
1	Unsecured, considered good		
	Security Deposits	34,000	34,000
	Loan To Employees	-	32,800
2	Doubtful advances	27,18,584	27,18,584
	Less: Provision for doubtful advances	(27,18,584)	(27,18,584)
	Total Long Term Loans & Advances	34,000	66,800

Note 11 Inventories

(Amount in Rupees)

	Particulars	As at 31-Mar-14	As at 31-Mar-13
1	Stock-in-trade	2,74,38,196	2,75,96,762
	Total	2,74,38,196	2,75,96,762

Note 12 Cash & Bank Balances

(Amount in Rupees)

Sr. No.	Particulars	As at 31-Mar- 2014	As at 31-Mar- 2013
1	Cash & Cash Equivalents		
	Cash on hand	27,589	5,837
	Cash Equivalent	9,555	9,555
	Cheque on hand	8,87,87,201	13,23,11,120
2	Balances with banks		
	In Current Accounts	50,69,76,854	1,56,45,79,466
	In Earmarked Accounts (in Savings account)	2,28,40,73,437	1,64,13,48,010
3	Bank Fixed Deposits		
	-Less than 12 months maturity	3,00,98,16,551	1,93,42,06,471
	Total Cash & Bank Balances	5,88,96,91,187	5,27,24,60,459



Notes forming part of financial statements

Note 13 Short-term loans and advances

(Amount in Rupees)

Sr. No.	Particulars	As at 31-Mar- 2014	As at 31-Mar- 2013
1	Advance Income Tax (net of Provision)	2,08,89,764	2,27,43,592
2	Prepaid Expenses	4,53,150	3,05,890
3	Loan to Employees	4,80,900	3,05,200
4	Govt. Grant Receivable (RKVY)	6,42,52,093	-
5	Admin. Charges Receivable on Centrally Sponsored Scheme of MIS	2,01,05,437	1,80,19,802
6	Advance to New India Assurance Company Limited	4,95,388	21,97,632
7	Receivable from Farmers for Cluster Cases	-	40,44,005
8	Others	9,78,744	14,30,604
	Total Short Term Loans & Advances	10,76,55,476	4,90,46,725

Note 14 Other Current Assets

(Amount in Rupees)

	Particulars	As at 31-Mar- 2014	As at 31-Mar- 2013
1	Interest Accrued on Deposits	4,11,52,757	1,09,91,038
	Total Other Current Assets	4,11,52,757	1,09,91,038

Note 15 Revenue from Operations

(Amount in Rupees)

Sr. No.	Particulars	As at 31-Mar- 2014	As at 31-Mar- 2013
1	Administrative Charges Recovered	2,04,23,647	1,83,63,249
2	Registration Fees	77,80,000	5,55,000
3	Water Soluble Fertilizer sale	1,76,220	89,000
	Total Revenue From Operations	2,83,79,867	1,90,07,249

Note 16 Other Income

(Amount in Rupees)

Sr. No.	Particulars	As at 31-Mar- 2014	As at 31-Mar- 2013
1	Interest Income	26,51,00,133	24,07,25,242
2	Sundry Balances written back	15,28,455	8,93,088
3	Miscellaneous Income	12,24,978	45,41,134
	Total Other Income	26,78,53,566	24,61,59,464



Notes forming part of financial statements

Note 17 Personnel Expenses

(Amount in Rupees)

Sr. No.	Particulars	As at 31-Mar- 2014	As at 31-Mar- 2013
1	Salaries, Wages, Bonus & Leave Encashment	5,54,84,316	4,49,15,838
2	Contribution to Provident Fund	15,63,886	14,45,313
3	Staff Welfare Expenses	15,47,333	11,11,303
	Total Personnel Expenses	5,85,95,535	4,74,72,454

Note 18 Finance Costs

(Amount in Rupees)

Sr. No.	Particulars	As at 31-Mar- 2014	As at 31-Mar- 2013
1	Bank Charges and Commission	2,18,626	1,04,568
	Total Finance Costs	2,18,626	1,04,568





Notes forming part of financial statements

Note 19 Other Expenses

(Amount in Rupees)

Sr. No.	Particulars	As at 31-Mar- 2014	As at 31-Mar- 2013
	Other Expenses		
1	Inspection Charges for MIS	60,83,640	4,22,31,301
2	Advertisement	63,27,386	82,64,416
3	Electricity expenses	9,75,319	5,96,397
4	Office Expenses	8,42,960	8,63,443
5	Repairs & Maintenance		
	-Buildings	9,90,222	7,91,763
	-Other	4,12,357	5,77,235
6	Rent	2,91,192	2,91,192
7	Insurance	3,52,093	2,08,199
8	Conveyance and Travelling Expenses	25,87,741	23,26,264
9	Vehicle Expenses	7,50,241	8,91,109
10	Computer Expenses	31,49,791	26,21,505
11	Printing and Stationery	24,34,563	25,21,728
12	Legal and Professional Charges	27,34,526	21,02,427
13	Auditor's Remuneration - Note-1	4,77,530	4,24,450
14	Directors' Sitting Fees & Incidental Charges	59,550	75,675
15	Donations	3,685	15,000
16	Loss on Sale of Fixed Assets	4,46,607	2,33,118
17	Farmer's Contribution borne by Company	3,662	25,094
18	Postage, Telex, and Telephone Expenses	8,70,808	8,27,512
19	Miscellaneous Expenses	11,04,408	15,09,630
20	Interest on Income Tax Demand	-	2,48,132
21	Water Soluble Fertilizer Expenses	9,900	8,050
22	Expenses towards Statue of Unity	48,919	-
	Total Other expenses	3,09,57,100	6,76,53,640

Note 1

Payment to Auditors (Including Tax)

Particulars	As at 31-Mar- 2014	As at 31-Mar- 2013
Audit Fees	4,77,530	4,24,450



Notes forming part of financial statements

20 Additional Information

20.1 Details of Subsidy available and disbursed during the years:

As a nodal agency, the Company is responsible for passing on the subsidy received from State and Central Government for installation of Micro Irrigation System (MIS) to farmers in the State of Gujarat. Farmers are eligible for subsidy as per Govt. norms and the remaining amount is borne by the farmer. The Company collects the farmer's share on his agreeing to install the system in his field. Advance payment is made to the MIS supplier from the farmer share. After the installation of MI System and Third Party Inspection, the Subsidy amount and remaining farmer's share is paid to the MIS supplier. The Company pays the balance cost to MIS supplier after acceptance of installed system.

The Company receives funds towards above referred subsidy which are deposited in banks pending utilization. The details of subsidy - received, utilized and disbursed; amounts received / receivable from farmers and amounts payable to suppliers during the year are as follows:

(Amt. Rs. in Lakhs)

Particulars	2013-14	2012-13
a) Subsidy:		
Subsidy Balance available during the year (net)	87,657.43	71,756.81
Sanctioned and disbursed during the year (net)	(61,431.18)	(52,274.20)
Sanctioned, to be disbursed at the year end	26,226.25	19,482.61
b) Farmer Contribution :		
Received during the year	48,467.58	42,329.20
c) MIS Suppliers:		
Payable at the year end	13,226.07	12,840.42

20.2 Post Employment Benefit Plans :

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure of 15 days last drawn salary for each completed year of service or part thereof in excess of 6 months. The scheme is unfunded.

The principal actuarial assumptions used in determining gratuity obligation of the Company are shown below :

	2013-14	2012-13
Discount Rate	9.31%	8.00%
Future Salary Increase Rate	6.00%	6.00%
Employee Turnover	2.00%	2.00%

20.3 Disclosure of Related Party Transactions :

Related party disclosures as required by Accounting Standard (AS-18) "Related Party Disclosures" notified by Company's (Accounting Standard) Rules, 2006 are given below:



Notes forming part of financial statements

(a). Relationships :

Associate Companies:

Gujarat State Fertilizer and Chemical Company Limited (GSFC)

Gujarat Narmada Valley Fertilizer Company Limited (GNFC)

Key Management Personnel :

Mr. Atanu Chakraborty - Chairman cum Managing Director

Mr. Shyamal B. Tikadar - Ex-Joint Managing Director (upto 03/03/2014)

Mr. R.K. Sugoor - Joint Managing Director (w.e.f 04/03/2014)

Salary

Perquisites

2013-14 (Rs.)	2012-13 (Rs.)
18,31,817	13,82,392
-	-
18,31,817	13,82,392

(b). Transactions with the related parties

Nature of Transactions with GSFC:

Expenditure

Reimbursement of Expenses

Rent Expense

Purchase of goods Stock in Trade

Others

Total

2013-14 (Rs.)	2012-13 (Rs.)
87,10,362	64,90,614
2,91,192	2,91,192
-	1,97,70,300
10,16,304	10,93,470
1,00,17,858	2,76,45,576

Nature of Transactions with GNFC:

Purchase of Computer Equipment

Technical Support & Maintenance Charges

-	-
10,46,863	7,32,836
10,46,863	7,32,836

(c). Outstanding Balances

Balance (Payable) / Receivable from GSFC

Balance (Payable) / Receivable from GNFC

(93,50,317)	(72,19,272)
-	(81,338)

20.4 Components of Deferred Tax Assets/(Liability)

Deferred Tax Asset

-Depreciation

-Provision for Employee Benefits

- sale of Fixed assets

-Disallowance U/s 40(a)

2013-14 (Rs.)	2012-13 (Rs.)
17,68,253	72,453
17,73,658	5,20,704
1,51,802	-
-	3,52,136
36,93,712	9,45,293

Deferred Tax Liabilities

-Depreciation

-Provision for Employee Benefits

-Disallowance U/s 40(a)

(25,87,053)	-
(12,33,250)	-
-	-
(38,20,303)	-

Net Deferred Tax Liabilities

(1,26,590)	9,45,293
-------------------	-----------------



Notes forming part of financial statements

20.5 Earnings per Share

	2013-14 (Rs.)	2012-13 (Rs.)
Profit after tax attributable to Equity Share Holders	13,22,05,505	9,55,76,688
Weighted average number of shares outstanding during the year (Nos.)	26,66,870	26,66,870
Earnings per share - Basic (Rs.)	49.57	35.84
Nominal Value per share (Rs.)	10	10

20.6 Contingent Liabilities not provided for

Claims against the Company not acknowledged as debts :	2013-14 (Rs.)	2012-13 (Rs.)
Income Tax	-	-
Service Tax (excluding interest and penalty amount)	4,72,92,861	4,72,92,861
Arbitration matter pending before Hon. Gujarat High court with respect to application filed by supplier against invocation of Bank Guarantee by Company.	66,83,000	66,83,000

20.7 Provision

a) Gratuity & Leave Encashment

	2013-14 (Rs.)	2012-13 (Rs.)
Opening	31,76,797	25,28,943
Add: Provision	13,18,175	15,31,932
Less: Utilised	(5,92,272)	(8,84,078)
Less: Excess Provision Reversed	-	-
	39,02,700	31,76,797

b) Admin charges refund for Cancellation

	2013-14 (Rs.)	2012-13 (Rs.)
Opening	11,78,186	12,33,000
Add: Provision	-	-
Less: Utilised	(15,022)	(54,814)
Less: Excess Provision Reversed	-	-
	11,63,164	11,78,186

20.8 The Company utilizes resources such as staff; depot network etc. of Gujarat State Fertilizers & Chemicals Limited (One of the Promoter Company) for it's operating activities. Actual costs incurred by GSFC are charged to the Company. Such expenditure of Rs. 87,10,362 (Previous Year Rs. 64,90,614) has been reimbursed by the Company and charged to Statement of Profit and Loss after appropriate validation procedures.

20.9 The previous year figures have been accordingly regrouped/ reclassified to conform to the current years classification.

For and on behalf of the Board

Atanu Chakraborty
Chairman

H K Joshi
Chief Financial Officer
P M Abraham
Company Secretary

R K Sugoor
Joint Managing Director
Dr. N K Singh
Dipak Erda
R T Bhargava
H R Brahmbhatt
Directors

Place: Vadodara

Date: 06 September 2014



Evaluation of the Micro Irrigation Scheme:

The Agricultural Finance Corporation (GOI) has been commissioned by GGRC to conduct a Concurrent Evaluation of the Scheme on an annual basis. The results reported on the salient parameters are recorded in the table below:

Details	Result (%)
Saving in Water	20-48%
Saving in Electricity Cost	10-17%
Saving in Labour Cost	30-40%
Saving in Fertilizers	11-19%
Increase in crop Yield	20-38%
Increase in Net Annual Income	17,000.00 (Rs. Per hectore)

Source: AFC report submitted in the year 13 -14

Based on the above finding, the pay –back period for the beneficiary farmers and for the Government has been estimated at 2 cropping seasons.



**GUJARAT GREEN REVOLUTION COMPANY LIMITED****(CIN: U63020GJ1998PLC035039)**

Registered Office: Fertilizernagar Township, P.O. Fertilizernagar - 391 750, Dist. Vadodara

ATTENDANCE SLIP

Folio No. _____

I / We _____

hereby record my/our presence at the **SIXTEENTH ANNUAL GENERAL MEETING** of the Company held at the Registered Office of the Company situate at **Fertilizernagar Township, P.O. Fertilizernagar - 391750, District Vadodara, at 3.00 p.m. on Tuesday, the 30th September, 2014.**

Signature of the member/proxy/representative attending the meeting _____

GUJARAT GREEN REVOLUTION COMPANY LIMITED**(CIN: U63020GJ1998PLC035039)**

Registered Office: Fertilizernagar Township, P.O. Fertilizernagar - 391 750, Dist. Vadodara

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 : Registered address :	Folio No. :
--	-------------

I/We, being the member(s), holding _____ shares of Gujarat Green Revolution Co. Ltd., hereby appoint:

(1) Name _____	Address _____
E-mail ID: _____	Signature _____ or failing him/her
(2) Name _____	Address _____
E-mail ID: _____	Signature _____ or failing him/her
(3) Name _____	Address _____
E-mail ID: _____	Signature _____ or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Sixteenth Annual General Meeting of the Company, to be held **on Tuesday, the 30th September, 2014 at 3.00 p.m.** at the Registered Office of the Company situate at **Fertilizernagar Township, P.O. Fertilizernagar - 391750, District Vadodara** and / or at any adjournment thereof. * I / We direct my / our proxy to vote on the resolution(s) in the manner as indicated below:

Sr. No.	Resolutions	For	Against
Ordinary Business			
1.	Adoption of Accounts		
2.	Declaration of a Dividend on Equity Shares		
3.	Re-appointment of Shri J P Gharia, who retires by rotation and being eligible offers himself for re-appointment		
4.	Appointment of Statutory Auditors		
Special Business			
5.	Appointment of Shri R K Sugoer as Director liable to retire by rotation		
6.	Appointment of Shri Dipak Erda as Director liable to retire by rotation		
7.	Fixation of terms & conditions of appointment and remuneration of Shri R K Sugoer, IFS, Joint Managing Director of the Company		

Signed this _____ day of _____ 2014

Signature of shareholder(s) _____

Signature of Proxy holder(s) _____

Affix
Revenue
Stamp
Re.1/-

Notes: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Sixteenth Annual General Meeting.

3. Please complete all details including details of member(s) in above box before submission

* It is optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.



