



# **RAGHUVANSH AGROFARMS LIMITED**

**ANNUAL REPORT 2018-19**

*Twenty Third Annual Report 2018-19*



## ***Letter to the Shareholders***

*Dear Shareholders,*

*With immense pleasure, twenty third Annual Report of the Company for the Financial Year 2018-19 is being presented.*

*This year company has made enormous growth and made very good profit. Management and Work force equally contributed for the achievement of set targets. Management left no stone unturned for the success and growth of the organization and tried their level best to avail all the business opportunities. Simultaneously work force applied all the strategic plans as instructed by their seniors and top officials to achieve the set target. Planning of management and their implementation by the work force made the organization to come with flying colors.*

*Our team is endeavoring to achieve the assigned goals successfully and committed to perform with same zeal. We are confident for keep setting the benchmarks of success in coming years.*

*We would like to further assure that we will continuously seek the opportunities and make our best efforts to contribute towards the growth and success of the organization.*

*And we would like to welcome your suggestions and feedbacks to improve and excel the performance of the company.*

*We extend our sincere appreciation to our colleagues on the Board for their wise and matured counsel for the smooth functioning of the Company. We would like to express our profound gratitude to all our stakeholders, our customers, business associates, employees, bankers, vendors and shareholders who have reposed their trust in us and given us constant support.*

*With warm regards,  
Yours sincerely,*

*Subodh Agarwal  
(Managing Director)  
**Raghuvansh Agrofarms Limited***



## CONTENTS:

➤ Corporate Information.....	01
➤ Directors' Report & Management Discussion and Analysis Report.....	02-32
➤ Standalone Financial Statements.....	33-61
➤ Consolidated Financial Statements.....	62-87
➤ Notice.....	88-91
➤ Explanatory Statement pursuant to section 102 of the Companies Act 2013...	91-92
➤ Proxy Form & Attendance Slip.....	93-94
➤ Route map of Venue of Annual General Meeting.....	95



## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS**

Mr. Vishal Maheshwari - **Chairman (Independent Director)**  
Mr. Subodh Agarwal - **Managing Director**  
Mrs. Renu Agarwal- **Executive Director**  
Mr. Niranjan Swaroop Goel- **Independent Director**  
Mr. Neeraj Agarwal- **Non Executive & Non Independent Director**

### **CHIEF FINANCIAL OFFICER**

Mr. Shailendra Kumar Shukla

### **COMPANY SECRETARY**

Mr. Rajit Verma

### **BANKERS**

Union Bank of India  
Yes Bank Limited  
Kotak Mahindra Bank Limited  
Canara Bank

### **STATUTORY AUDITORS**

M/s. KAMAL GUPTA ASSOCIATES, Chartered Accountants  
18-B, Naveen Market, Kanpur-208001

### **SECRETARIAL AUDITOR**

M/s. V AGNIHOTRI & ASSOCIATES, Practicing Company Secretaries  
55/19, Kahoo Kothi, Kanpur-208001, Uttar Pradesh

### **REGISTRAR/SHARE TRANSFER AGENT**

Skyline Financial Services Pvt. Ltd.  
D-1 53 A, 1<sup>st</sup> Floor, Okhla Industrial Area,  
Phase-1, New Delhi-110020,

### **REGISTERED OFFICE**

D-50E, 2<sup>nd</sup> Floor, Chattarpur Enclave Phase-I,  
New Delhi-110074, Delhi

### **CORPORATE OFFICE**

16/19-A, Civil Lines,  
Kanpur-208001, Uttar Pradesh

**Email id:** raghuvanshagro@gmail.com, rafl666@rediffmail.com

**Website:** www.raghuvanshagro.com

**Tele. No.:** 0512-2305075



## DIRECTOR'S REPORT TO SHARE HOLDERS

The Board of Directors has pleasure in presenting the Twenty Third Annual Report along with the Audited Accounts for the year ended on 31st March, 2019.

### FINANCIAL RESULTS:

#### STANDALONE FINANCIAL RESULT

During the year under review, performance of your company as under:

Particulars	<b>Amount (in Rs.)</b>	
	Year ended 31st March 2018	Year ended 31st March 2019
Turnover	232726228	4221744461
Profit/(Loss) before taxation	43440047	56194167
Less : Tax Expense	5697330	11295110
Deferred Tax	614640	163053
Profit/(Loss) after tax	38357357	45062110

#### CONSOLIDATED FINANCIAL RESULTS

The consolidated performance of the group as per consolidated financial statements is as under:

Particulars	<b>Amount (in Rs.)</b>	
	Year ended 31st March 2018	Year ended 31st March 2019
Turnover	285649393	4374064362
Profit/(Loss) before taxation	59092520	95010099
Less : Tax Expense	6822330	17220110
Deferred Tax	925905	(326530)
Profit/(Loss) after tax	53196095	77463459

### STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK

As it is known that since beginning your company has been doing agriculture activities and most of its business operations are related to cultivation of various kinds of organic vegetables, grains, cereals, vegetables, flowers and organic manure. Company is also progressing in trading activities of these produces along with other products.

Dairy farming business of the company is also flourishing. Company has put the best efforts to enhance the production and distribution of dairy products. It is expected that company would explore more opportunities in dairy activities in coming time.

Company has made various agreements with ICAR (Indian Council of Agricultural Research) to improve the quality of produce of cultivation and increase in production of the product. The Scientists of the ICAR timely providing training to our staff to achieve the said objective and keep monitoring the performance and production as well.

And Company is engaged in Bio Gas Power Plant which is being run successfully.

### CHANGE IN THE NATURE OF BUSINESS IF ANY

During the year under review there is no change in the nature of the business of the company.



## **DIVIDEND**

However with the view to conserve the resources of company the directors are not recommending any dividend.

## **INCREASE IN ISSUED, SUBSCRIBED AND PAID UP EQUITY SHARE CAPITAL**

During the year, there is no change is the share capital of the Company.

## **TRANSFER TO RESERVES IN TERMS OF SECTION 134(3)(J) OF THE COMPANIES ACT, 2013**

For the financial year ended on March 31, 2019, the Company has not transferred any amount to Balance Sheet under the head "General Reserve Account".

## **SECRETARIAL AUDITOR**

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 had appointed **M/s. V AGNIHOTRI & ASSOCIATES** in place of M/s. DEEDWANIA A & CO., a firm of the Company Secretaries in Practice, to undertake the secretarial Audit of the Company.

The Secretarial Audit Report for the financial year ended on March 31, 2019, is annexed herewith marked as Annexure-1 to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

The Board at its meeting held on 04<sup>th</sup> April, 2019 has re-appointed **M/s. V AGNIHOTRI & ASSOCIATES** Practicing Company Secretaries, as Secretarial Auditor, for conducting Secretarial Audit of the Company for the Financial Year 2019-20.

## **EXTRACT OF ANNUAL RETURN**

The extract of Annual Return, in format MGT -9, for the Financial Year 2018-19 has been enclosed with this report as an annexure- 3 and the annual return as and when made be available in the website of the Company at [www.raghuvanshagro.com](http://www.raghuvanshagro.com)

## **NUMBER OF MEETINGS OF THE BOARD**

During the year only 06 Meetings of the Board of Directors held, the intervening gap between meetings was within the period prescribed under the Companies Act, 2013.

<b>Sl. No.</b>	<b>Date of the Meeting</b>
1.	28.05.2018
2.	21.06.2018
3.	06.08.2018
4.	13.11.2018
5.	24.12.2018
6.	15.02.2019

### **(a) Composition**

- The Board Comprises of five directors, one of them is Managing Director.



- The office of Managing Director is held by Mr. Subodh Agarwal one of the Promoters of the company. On 15.02.2019 Mr. Subodh Agarwal is further appointed for a period of 05 years as a Managing Director of the Company w.e.f. 01.04.2019.
- The office of chairman is held by Mr. Vishal Maheshwari who is an Independent Director of the Company.

(b) Category and Attendance of each director at the Board meetings and the last AGM.

Name	DIN	Category of Directorship	No. of Board Meeting Attended	Attendance at last AGM
Mr. Subodh Agarwal	00122844	Managing Director- ED	06	Present
Mrs. Renu Agarwal	01767959	ED	05	Present
Mr. Vishal Maheshwari	06766258	NED-I	06	Present
Mr. N S Goel	02325340	NED-I	04	Absent
Mr. Neeraj Agarwal	07718447	NED	04	Absent

**ED** – Executive Director

**NED – I** – Non-Executive – Independent Director

(c) Number of other Companies in which Director of the Company is a Director:

Name of Director	No. of Directorships in other Boards
Mr. Subodh Agarwal	05
Mrs. Renu Agarwal	Nil
Mr. Vishal Maheshwari	01
Mr. N.S.Goel	Nil
Mr. Neeraj Agarwal	Nil

## COMMITTEES OF THE BOARD

During the year, there has been following constitution of the committees of the Board in accordance with the requirements of the Companies Act, 2013. The composition, terms of reference and other details of all Board level committees have been elaborated in the report.

### Details of the committees

Sl. No.	Name of the Committee	Chairman	Member	Member
1.	Audit Committee	Vishal Maheshwari	Niranjn Swaroop Goel	Subodh Agarwal
2.	Nomination & Remuneration Committee	Niranjn Swaroop Goel	Vishal Maheshwari	Neeraj Agarwal
3.	Stakeholder Relationship Committee	Vishal Maheshwari	Subodh Agarwal	Neeraj Agarwal

Presently there are three Committees of the Board, they are as follows:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee

## I. AUDIT COMMITTEE

The Audit Committee comprises of Mr. Vishal Maheshwari (Chairman-Non Executive Independent Director), Mr. Subodh Agarwal (Member-Whole Time Director), Mr. Niranjn Swaroop Goel (Member- Independent Director). All the recommendations made by audit committee were accepted by Board.

- i. Terms of Reference: The terms of reference of this Committee are wide enough covering the matters specified under the SEBI (LODR) Regulations 2015 and the Companies Act, 2013.
- ii. Composition, Name of Members and Chairperson

Name	Designation	No. of Meetings Attended
Mr. Vishal Maheshwari	Chairman	05
Mr. Subodh Agarwal	Member	05
Mr. N S Goel	Member	05

iii. Details of Audit Committee Meetings held during the year under review: During the year there were 05 meetings of the Audit Committee held. The intervening gap between meetings was within the period prescribed under the Companies Act, 2013.

Sr. No.	Date
1.	28.05.2018
2.	21.06.2018
3.	06.08.2018
4.	13.11.2018
5.	12.02.2019

Note: The Company Secretary of the Company acts as the Secretary to the Committee.

## II. Nomination and Remuneration Committee

- i. Terms of Reference:

The terms of reference of this Committee are wide enough covering the matters specified under the SEBI (LODR) Regulations 2015 and the Companies Act, 2013.

- ii. Composition, Name of Members and Chairperson

Name	Designation	No. of Meetings Attended
Mr. N S Goel	Chairman	02
Mr. Vishal Maheshwari	Member	02
Mr. Neeraj Agarwal	Member	01

The meetings of the Committee were held on 07.06.2018 & 12.02.2019.

- iii. Remuneration Policy

Remuneration policy of the Company aims at recommending and reviewing the remuneration to Managing Director, Non-executive Directors, Executive Directors and Key Managerial Personnel of the Company based on evaluation criteria such as industry benchmarks, company's annual performance & its strategy, expertise, talent and meritocracy.

Directors express their satisfaction with the evaluation process.



### Details of remuneration paid to Managing Director for the year under review:

Name of the Director	Salary	Commission	Performance linked bonus	Perquisites and Contribution to Provident Fund	Terms of appointment
Mr.Subodh Agarwal	6,00,000	-	-	-	05 Years, (From 01/04/2019 To 31/03/2024)

### III. Stakeholders Relationship Committee

#### i. Terms of Reference

The terms of reference of this Committee are wide enough covering the matters specified under the SEBI (LODR) Regulations 2015 and the Companies Act, 2013.

#### ii. Composition, Name of Members and Chairperson

Name	Designation	No. of Meetings Attended
Mr. Vishal Maheshwari (Ind. Director)	Chairman	01
Mr. Subodh Agarwal	Member	01
Mr. Niranjana Swaroop Goel (In. Director)	Member	01

The meeting of the Committee was held on 12.02.2019 which was attended by all the members.

- The Company Secretary of the Company acts as the Secretary to the Committee.
- There was no complaint received from the shareholders during the period under review as per the report provided by the Registrar and Transfer Agent, hence there are no pending Complaints.

### PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS UNDER SECTION 186

Details of Loans and Investments covered under provision of section 186 of the Companies Act, 2013 are stated in the notes of financial statements.

### RELATED PARTY TRANSACTION

All Related Party Transactions (RPT) that were entered into during the financial year were on an arm's length basis and in the ordinary course of business and do not have potential conflicts with the Company.

Information on transactions with related parties pursuant to section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in **Annexure-5** in Form AOC-2 and the same forms part of this report.

### SUBSIDIARY

There are two subsidiaries of Raghuvansh Agrofarms Limited:



## **1. Sanjeevani Fertilizers and Chemicals Private Limited(SFCPL)**

Sanjeevani Fertilizers and Chemicals Pvt. Ltd. is unlisted subsidiary of the Raghuvansh Agrofarms Limited which holds 51.00% of the total equity share capital of the SFCPL. SFCPL is primarily engaged in cultivation of fruits. Sanjeevani has orchards of Pomegranate, Guava and Banana etc. The Orchards of SFCPL span across 1.888 hectares of farm land located at Village Gaur Pathak, Tehsil Pokhrayan, District Ramabai Nagar (Old Kanpur Dehat). The said farm land is owned by SFCPL. The gross revenue of the company stood at Rs. 2,22,34,337/- (previous year Rs. 2,34,29,097/-). Profit after Tax stood Rs. 1,08,88,787/- (Previous year Rs. 1,01,29,171/-).

## **2. Kanpur Organics Private Limited(KOPL)**

Kanpur Organics Private Limited is unlisted subsidiary of the Raghuvansh Agrofarms Limited as it holds 94.78% of total equity Shares of the Company. KOPL is primarily engaged in the production of Organic Manure. The gross revenue of the company stood at Rs.13,18,52,926 /-[Previous year Rs. 3,10,46,924/-]. Profit after Tax Rs.2,15,12,563 /-(Previous year Rs. 47,09,567/-).

The details of financial performance of Subsidiaries are furnished in annexure-4 and attached to this report.

## **RISK MANAGEMENT**

Adverse weather conditions, future climate changes, Increases in labor, personnel and benefit costs, may adversely affect our business operations, as well as our operating results. To mitigate such risk the management is always vigilant to overcome the aforesaid problem by applying appropriate technology, employing deserving executives, proper reporting and recording of data, timely evaluation and best decisions making.

## **CHANGE IN DIRECTORS AND KEY MANAGERIAL PERSONNEL**

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Neeraj Agarwal, Non Executive Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for reappointment, apart from him, there is one Managing Director, one Executive Director and rest of the Directors are Independent Directors.

During the financial year under review, on 31<sup>st</sup> May, 2018 Mr. D. P. Singh had resigned from the post of Chief Financial Officer of the Company. Mrs. Renu Agarwal, being a Director of the Company, had been appointed as a Chief Financial Officer of the Company in a duly convened Board Meeting held on 21.06.2018. On 15.02.2019 Mr. Shailendra Kumar Shukla had been appointed as a Chief Financial Officer (CFO) of the company in place of Mrs. Renu Agarwal who had resigned from the post of CFO on the same day 15.02.2019.

Except as above there was no change has taken place in the position of Directors and KMPs held by them in the Financial Year 2018-19.

## **INTERNAL FINANCIAL CONTROLS**

The Company has in place adequate internal financial controls with reference to financial statements. During the Year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

## **PUBLIC DEPOSITS**

As on March 31, 2019, there are no public deposits. There are no deposits that remain unclaimed. The company has not renewed/ accepted fixed deposits and therefore there is no information required to be furnished in respect of outstanding deposits.



## **DECLARATION BY INDEPENDENT DIRECTORS**

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on the confirmation / disclosures received from the Directors and on evaluation of the relationships disclosed, the following Non-Executive Directors are Independent in terms of regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 and Section 149(6) of the Companies Act, 2013 :-

- Mr. Vishal Maheshwari
- Mr. Niranjana Swaroop Goel

## **BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013, Listing Regulations along with other rules and regulations applicable, if any, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment and safeguarding the interest of the Company etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

## **COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

The Policy of the Company on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters is as per the provisions of the of the Companies Act 2013 and applicable regulations of SEBI(LODR) Regulations 2015.

## **VIGIL MECHANISM/WHISTLE BLOWER POLICY**

The Company has formulated a Whistle Blower Policy to establish a vigil mechanism for Directors and employees of the Company to report concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy. The Whistle Blower Policy is available on the website of the Company.

## **PARTICULARS OF EMPLOYEES**

The particulars as required to Section 197 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in this report as an annexure-6 and none of the employee is drawing remuneration of Rs.5,00,000/- or more per month if employed for a part of the year or Rs.60,00,000/- if employed throughout the period.



## **CORPORATE SOCIAL RESPONSIBILITY**

The Board of Directors of the Company hereby confirms that the provisions of Section 135(1) of the Companies Act, 2013 is not applicable to our company for the period ended on 31<sup>st</sup> March, 2019.

## **AUDITORS' REPORT**

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report which is annexed hereto and forms part of the Annual Report does not contain any qualification, reservation or adverse remark.

## **STATUTORY AUDITORS**

M/s. KAMAL GUPTA ASSOCIATES (Firm Reg. No.: 000752C) having its office at 18-B, NAVEEN MARKET, KANPUR-208001, UTTAR PRADESH, the Statutory Auditors of the Company, has been appointed in an Extra-ordinary General Meeting held on 20.04.2018 to fill the casual vacancy caused by the resignation of M/s. U. Narain & Company Chartered Accountants, for the audit of accounts for the financial year 2017-18.

Further, M/s. KAMAL GUPTA ASSOCIATES (Firm Reg. No.: 000752C) has been appointed as Statutory Auditors of the Company for a period of five years from the conclusion of Annual General Meeting held on 08.09.2018 till the conclusion of 27<sup>th</sup> Annual General Meeting.

## **CORPORATE GOVERNANCE**

As per regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

*"15(2) : The compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21,22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C , D and E of Schedule V shall not apply, in respect of –*

*15(2)(b): the listed entity which has listed its specified securities on the SME Exchange:*

*Provided that for other listed entities which are not companies, but body corporate or are subject to regulations under other statutes, the provisions of corporate governance provisions as specified in regulation 17,17A 18, 19, 20,21,22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C , D and E of Schedule V shall apply to the extent that it does not violate their respective statutes and guidelines or directives issued by the relevant authorities.*

Hence your company is exempted to comply with aforesaid provisions of the SEBI (LODR) Regulation, 2015

## **SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL ACT, 2013)**

There were no complaints received during the financial year 2018-19 and hence no complaint is outstanding as on 31.03.2019 for redressal. Further Company ensures that there is a healthy and safe atmosphere for every women employee at the workplace and made the necessary policies for safe and secure environment for women employee.



## **CONSOLIDATED FINANCIAL STATEMENTS**

In accordance with the Accounting Standard AS-21 on Consolidated Financial Statements read with Regulation 33 of the SEBI (LODR) Regulations, 2015 the Consolidated Audited Financial Statements and Consolidated Cash Flow Statement for the year ended on March 31, 2019 are provided in the Annual Report.

A statement containing the salient features of the financial statements of each of the subsidiary in the prescribed Form AOC-1 are annexed (Annexure-4).

## **MATERIAL CHANGES SUBSEQUENT TO THE CLOSE OF THE YEAR**

No material changes have been occurred between Balance Sheet date and the date on which the financial statement are approved by the Board of Directors.

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

During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

## **BUSINESS RESPONSIBILITY REPORT**

The Board of Directors of the Company hereby confirms that, according to the provisions of Regulation 34(2)(f) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation 2015, report known as Business Responsibility Report (BRR) is not mandatorily applicable to our company, hence not annexed with Annual Report.

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

The Company has ventured into the field of renewable energy. The Company has been successfully running a Bio Gas Power Plant on pilot basis at its Kapli Farms. The said plant has been operational for a period of more than 3 years. Apart from that, the Company has commissioned 1000 M3 capacity Bio Gas Plant for Power Generation at the factory premises of its subsidiary, Sanjeevani Fertilizers and Chemicals Private Limited and has entered into Memorandum of Understanding.

There was no foreign exchange inflow or Outflow during the year under review.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

Your Directors hereby confirm that:

- i. In the preparation of the annual accounts for financial year ended on March 31, 2019, the applicable accounting standards have been followed.
- ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at March 31, 2019 and of the profit of the Company for the year ended on that date.
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.



iv. The Directors have prepared the annual accounts for financial year ended on March 31, 2019 on a 'going concern' basis.

v. The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

vi. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **OTHER DETAILS**

The company has adopted number of codes and policies to comply with the provisions of various applicable rules, regulations and act and uploaded the same on the website of the company if required by the concerned law.

#### **ACKNOWLEDGEMENT**

We thank our customers, business associates, bankers, government authorities and other stakeholders for their continued support during the year.

We wish to convey our deep appreciation to the suppliers/vendors for their valuable support. We also place on record our sincere appreciation for the enthusiasm and commitment of Company's employees for the growth of the Company and look forward to their continued involvement and support.

Place: Kanpur  
Date: 20.08.2019

By order of the Board of Directors  
For Raghuvansh Agrofarms Limited

-Sd-  
(Subodh Agarwal)  
Managing Director  
DIN: 00122844

-Sd-  
(Renu Agarwal)  
Director  
DIN: 01767959



## **MANAGEMENT DISCUSSION & ANALYSIS REPORT**

### **INTRODUCTION**

Since its inception, the Company is engaged in agricultural operations. The Company is broadly engaged in cultivation of Organic Vegetables, Organic Grains and Cereals. We have an integrated facility for cultivation, processing and distribution of agricultural produce. Apart from the above, the Company is also engaged in dairy farming, production, distribution of dairy products and manufacturing of organic manure.

### **INDUSTRY STRUCTURE AND DEVELOPMENT**

As per the land use statistics 2010-11, the total geographical area of the country is 328.7 million hectares, of which 141.6 million hectares is the net sown area. The gross cropped area is 198.9 million hectares with a cropping intensity of 140.5%. The net irrigated area is 63.6 million hectares.

In India, agriculture is a traditional business which is being advanced with the use of scientific techniques, tools, equipments and machineries. The agriculture produce consumed in native place as well as exported to other countries.

Biomass has always been an important energy source for the country considering the benefits it offers. It is renewable, widely available, carbon-neutral and has the potential to provide significant employment in the rural areas. Biomass is also capable of providing firm energy. About 32% of the total primary energy use in the country is still derived from biomass and more than 70% of the country's population depends upon it for its energy needs.

The availability of biomass in India is estimated at about 500 million metric tons per year. Studies sponsored by the Ministry have estimated surplus biomass availability at about 120 – 150 million metric tons per annum covering agricultural and forestry residues corresponding to a potential of about 18,000 MW. This apart, about 5000 MW additional power could be generated through bagasse based cogeneration in the country's 550 Sugar mills, if these sugar mills were to adopt technically and economically optimal levels of cogeneration for extracting power from the bagasse produced by them.

### **OPPORTUNITIES AND THREATS**

There is always demand of agricultural products, dairy products and organic manures. Apart from that there is always incremental demand of power. So Company's existing business is assured to be on demand whether there are agricultural, dairy products, organic manure or power generated through biogas power plant. Company is getting ahead for its expansion in its respective business sector as determined by its board.

Though company is operating in profit making sectors still its growth dependent on climate, government policies, availability of labors, and other factors.

### **SEGMENTWISE PERFORMANCE**

Company's business activity primarily falls within a single business and geographical segment, during the year under review trading of agro and related products worth Rs. 4,07,39,41,859/- were transacted.



## **OUTLOOK**

The Company expects that the situation will ameliorate due to favorable changes in climatic condition and government policies. The market of agricultural and dairy product is expected to grow and would be on demand.

Company is making constant efforts to improve operational efficiency to increase the earnings and making value addition in their operational activities.

## **RISKS & CONCERNS THE MANAGEMENT PERCEIVE**

Unfavorable climatic condition and uncertainty in economic growth which are not favorable presently in agricultural related activity is expected to impact the growth rate in India and consequently the Company's operations.

The growth in the industrial sector depends on government policies, better infrastructure, favorable climate, availability of labor, open market and growth in agricultural sector.

## **INTERNAL CONTROL SYSTEM & THEIR ADEQUACY**

Internal Control Systems are implemented:-

- To safeguard the Company's assets from loss or damage.
- To keep constant check on cost structure.
- To provide adequate financial and accounting controls and implement accounting standards.

The system is being improved and modified continuously to meet with changes in business condition, statutory and accounting requirements. Internal controls are adequately supported by Internal Audit and periodic review by the management.

The Audit Committee meets periodically to review –

- Financial statements, with the management and statutory auditors;
- Adequacy/scope of internal audit function, significant findings and follow up thereon of any abnormal nature, with the internal auditors.

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

The details of the financial performance of the Company appear in the Balance Sheet, Statement of Profit and Loss and other financial statements appearing separately. Please refer the Directors' Report for highlights.

## **MATERIAL DEVELOPMENTS IN HUMAN RESOURCES, INDUSTRIAL RELATIONS**

The human resources received consistent attention during the year considering the growth of the organization and the need arising there from. The relation at all levels was cordial throughout the year and the Company has initiated many programs on enhancing the skills of its men power. As an ongoing exercise, the Company has continued to look at, identify, create and execute seamlessly, initiatives which enhance productivity and efficiency.

The Company continues to invest in people, required machines and equipments which enable the work force to meet the production requirements and challenges related thereto and to infuse positive enthusiasm towards the organization.

There were 08 employees on roll in an organization as on 31<sup>st</sup> March, 2019

**Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefore, including:**

Sr. No.	Particulars	2017-18	2018-19	Change (in %)
1.	Debtors Turnover Ratio	3.54	9.22	160.45%
2.	Inventory Turnover ratio	2.18	43.61	1900.46%
3.	Interest Coverage Ratio	686.75	1033.41	50.48%
4.	Current Ratio	2.71	1.32	(39.17%)
5.	Debt Equity Ratio*	0.48	1.96	308.33%
6.	Operating Profit Margin (%)	19.00	1.45	(92.37%)
7.	Net Profit Margin (%)	16.48	1.07	(93.51%)

Details of any change in Return on Net Worth as compared to the immediately previous financial year along with a detailed explanation thereof.

Sr. No.	Particulars	2017-18	2018-19	Change (in %)
1.	Return on Net Worth	13.17%	13.40%	1.75%

**CAUTION**

This report is based on the experience and information available to the Company in the agricultural, dairy business, manufacturing of manures and assumption in regard to domestic and global economic conditions, and government regulations etc.

The performance of the Company is dependent on these factors. It may be materially influenced by the changes therein beyond the Company's control, affecting the views expressed in or perceived from this report.

On behalf of the Board of Directors  
For Raghuvansh Agrofarms Limited

-Sd-  
**(Subodh Agarwal)**  
Managing Director  
DIN: 00122844



## Annexure-1

### **Form No. MR-3** **SECRETARIAL AUDIT REPORT**

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

### **SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2019

To,  
The Members,  
**Raghuvansh Agrofarms Limited**  
Reg. Office: D-50E, 2<sup>nd</sup> Floor, Chattarpur Enclave Phase-I,  
New Delhi-110074, Delhi

Dear Sirs/Madam,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Raghuvansh Agrofarms Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my Opinion thereon.

Based on our verification of the Raghuvansh Agrofarms Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2019 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 Raghuvansh Agrofarms Limited ("the Company") as given in for the financial year ended on 31<sup>st</sup> March, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable during the year);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- I. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- II. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- III. 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;
- IV. The Securities and Exchange Board of India(Listing Obligation and Disclosure Requirements) Regulations, 2015;
- V. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(vi) Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company under the financial year under report:-

(a) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not applicable during the reporting period);

(b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable during the reporting period);

(c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable during the reporting period);and

(d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable during the reporting period);

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 Uniform Listing Agreements entered into by the Company with **BSE Limited**, Stock Exchange.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

#### **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 properly before the scheduled meeting, 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.

All the decisions are carried unanimously. The members of the Board have not expressed dissenting views on any of the agenda items during the financial year under review.

During the year under review, BSE Ltd. had sent a notice to the Company for not filing voting result in XBRL Format of an Extra-ordinary General Meeting held on 20.04.2018, Company had properly replied with reasons and references of all the applicable laws, rules, regulation and standards for filing voting results in Pdf format only. BSE Ltd. accordingly understood the situation and suggested to opt either e-voting or poll method for voting in General Meetings in future. Accordingly voting of 22nd Annual General Meeting was done through Poll Method.

**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.

Date: 20.08.2019  
Place: Kanpur

**M/s. V AGNIHOTRI & ASSOCIATES**  
COMPANY SECRETARIES

Vaibhav Agnihotri  
(Prop.)  
ACS No.:36594  
C.P. No.:21596

**"ANNEXURE – A" to the Secretarial Audit Report**

To,  
The Members,  
**Raghuvansh Agrofarms Limited**  
Reg. Office: D-50E, 2<sup>nd</sup> Floor, Chattarpur Enclave Phase-I,  
New Delhi-110074, Delhi

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

1. Maintenance of Secretarial records 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 process 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 process and practices we have 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. Wherever 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 and standards is the responsibility of the 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.

Date: 20.08.2019

Place: Kanpur

**M/s. V AGNIHOTRI & ASSOCIATES**

COMPANY SECRETARIES

Vaibhav Agnihotri

(Prop.)

ACS No.:36594

C.P. No.:21596

## **Annexure-2**

### **DECLARATION REGARDING CODE OF CONDUCT**

I, Subodh Agarwal (DIN:00122844), Managing Director of the Raghuvansh Agrofarms Limited, hereby declare that all the Directors and Senior Management Personnel have confirmed compliance with the Code of Conduct as adopted by the Company.

**For Raghuvansh Agrofarms Limited**

Date: 20.08.2019

Place: Kanpur

-Sd-

**(Subodh Agarwal)**  
**Managing Director**



**Annexure-3**

**Form No.MGT-9**

**EXTRACT OF ANNUAL RETURN  
As on the financial year ended on 31/03/2019  
Of**

**RAGHUVANSH AGROFARMS LIMITED**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

1.	CIN	L40300DL1996PLC258176
2.	Registration Date	19.12.1996
3.	Name of the Company	Raghuvansh Agrofarms Limited
4.	Category/Sub-Category of the Company	Listed Public Company
5.	Address of the registered office and contact details	D-50E, 2 <sup>nd</sup> Floor, Chattarpur Enclave, Phase-I, New Delhi-110074, Delhi Tel.: 0512-2305075
6.	Whether listed company	Yes
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	SKYLINE FINANCIAL SERVICES PVT. LTD D-1 53 A, 1 <sup>st</sup> Floor, Okhla Industrial Area, Phase-1, New Delhi-110020 Tele.: 011-26812682-83

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Sl. No	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Agricultural Product	0111/0112/0113/0119/0122/0123/0125/0130	0.46%
2	Dairy Products	01412	0.22%
3	Organic Manure	20121	1.83%
4	Jaggery	10722	1.22%
5	Trading Activities (Areca nut)	46301	96.50%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-**

S. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/As sociate	% of Shares Held	Applicable Section
1	Sanjeevani Fertilizers and Chemicals Pvt. Ltd.	U74120UP2010PTC041812	Subsidiary	51.00	2(87)
2	Kanpur Organics Pvt. Ltd.	U24110UP2007PTC032815	Subsidiary	94.78	2(87)

**V. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A.</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	1015300	-	1015300	8.52	1015300	-	1015300	8.52	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	1500000		1500000	12.59	1500000		1500000	12.59	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (1):-</b>	2515300		2515300	21.11	2515300		2515300	21.11	-
<b>(2) Foreign</b>	-	-	-	-	-	-	-	-	-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (2):-</b>	-	-	-	-	-	-	-	-	-
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	2515300	-	2515300	21.11	2515300	-	2515300	21.11	-
<b>B. Public</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-

d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (Specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	-	-	-	-	-	-	-	-	-
<b>2. Non-Institutions</b>									
a) Bodies Corp.	290000	-	290000	2.43	571277	-	571277	4.79	2.36
i) Indian	-	-	-	-	-	-	-	-	
ii) Overseas	-	-	-	-	-	-	-	-	
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	2216550	97500	2314050	19.42	2097032	70000	2167032	18.18	(1.24)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	5198400	80000	5278400	44.29	5076652	80000	5156650	43.27	(1.02)
c) Others (HUF)	1484800	35000	1519800	12.75	1472291	35000	1507291	12.65	(0.10)
<b>Sub-total (B)(2):-</b>	9189750	212500	9402250	78.89	9217250	185000	9402250	78.89	-

Total Public Shareholding (B)=(B)(1)+(B)(2)	9189750	212500	9402250	78.89	9217250	185000	9402250	78.89	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total</b>	<b>11705050</b>	<b>212500</b>	<b>11917550</b>	<b>100</b>	<b>11732550</b>	<b>185000</b>	<b>11917550</b>	<b>100</b>	<b>-</b>

(ii) Shareholding of Promoters

SI No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1.	Subodh Agarwal HUF	33750	0.28	0	33750	0.28	0	0
2.	Subodh Agarwal	981550	8.24	0	981550	8.24	0	0
3.	Litmus Investments Limited	500000	4.20	0	500000	4.20	0	0
4.	Model Kings Safetywear Ltd	1000000	8.39	0	1000000	8.39	0	0
	<b>Total</b>	<b>2515300</b>	<b>21.11</b>	<b>0</b>	<b>2515300</b>	<b>21.11</b>	<b>0</b>	<b>0</b>

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

SI No.	Shareholder's Name	Share holding at the beginning of the year		Change in Shareholding			Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of Shares	Increase	Date	No. of shares	% of total shares of the company
01	Subodh Agarwal HUF	33750	0.28	--	--	--	33750	0.28
02	Subodh Agarwal	981550	8.24	--	--	--	981550	8.24
03	Litmus Investments Limited	500000	4.20	--	--	--	500000	4.20
04	Model Kings Safetywear Ltd	1000000	8.39	--	--	--	1000000	8.39

\* There is no change in shareholding of promoters.

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

Sr. No.	Top Ten Shareholders	Shareholding at the beginning of the year		Transaction Details			Cumulative Shareholding during the year		Reason
		No. of shares	%of total shares of the company	Sale	Purchase	Date	No. of shares	%of total shares of the company	
1	Globe Capital Market Limited	7500	0.06		10000	01-06-2018	17500	0.15	Purchase
					10000	29-06-2018	27500	0.23	Purchase
					7500	05-10-2018	35000	0.29	Purchase
					150000	26-10-2018	185000	1.55	Purchase
					79000	02-11-2018	264000	2.22	Purchase
				70000		14-12-2018	194000	1.63	Sale
					9250	18-01-2019	203250	1.71	Purchase
				750		25-01-2019	202500	1.70	Sale
2	Jasmine Commodities Pvt.Ltd	37500	0.31		21250	25-01-2019	58750	0.49	Purchase
					1250	08-02-2019	60000	0.50	Purchase
					10000	15-02-2019	70000	0.59	Purchase
					2500	22-02-2019	72500	0.61	Purchase
					5000	01-03-2019	77500	0.65	Purchase
					17500	08-03-2019	95000	0.80	Purchase
3	Achintya Securities Private Limited	117500	0.99		45000	20-04-2018	162500	1.36	Purchase
					19000	27-04-2018	181500	1.52	Purchase
				75000	-	11-05-2018	106500	0.89	Sale
					2500	01-06-2018	109000	0.89	Purchase
					2500	08-06-2018	111500	0.89	Purchase
				2500		15-06-2018	109000	0.89	Sale
				27500		27-07-2018	81500	0.89	Sale
					2500	03-08-2018	84000	0.89	Purchase
					2500	10-08-2018	86500	0.89	Purchase
				7500		05-10-2018	79000	0.89	Sale
				49000		14-12-2018	30000	0.89	Sale
					10000	21-12-2018	40000	0.89	Purchase
					40000	11-01-2019	80000	0.89	Purchase
				70000		22-02-2019	10000	0.89	Sale
					17500	01-03-2019	27500	0.89	Purchase
					17500	29-03-2019	45000	0.89	Purchase
4	Siddarth Gupta	315000	2.64				315000	2.64	--
5	Parth Agarwal	200000	1.68	0	0	0	200000	1.68	--
6	Rajendra Raj Singh HUF	115000	0.96	0	0	0	115000	0.96	--
7	Santosh Kumar Agrawal	100000	0.84	0	0	0	100000	0.84	--
8	Abhishek Agrawal	100000	0.84	0	0	0	100000	0.84	--
9	Anurag Agrawal	100000	0.84	0	0	0	100000	0.84	--
10	Manish Agarwal	100000	0.84	0	0	0	100000	0.84	--
11	Ravi Patodia	80000	0.67	0	0	0	80000	0.67	--
12	Praveen Kumar Kurele	77500	0.65	0			77500	0.65	

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	For Each of the Directors and KMP	Designation	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No .of shares	% of total shares of the	No. of shares	%of total shares of the
1.	Mr. Subodh Agarwal	Managing Director	981550	8.24	981550	8.24
2.	Mrs. Renu Agarwal	Director	0	0	0	0
3.	Mr. Vishal Maheshwari	Director	0	0	0	0
4.	Mr. Niranjn Swaroop Goel	Director	0	0	0	0
5.	Mr. Neeraj Agarwal	Director	0	0	0	0
6.	Mr. Shailendra Kumar Shukla	CFO	0	0	0	0
7.	Mr. Rajit Verma	CS	0	0	0	0

**V. INDEBTEDNESS**

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	1868439.17	-	-	1868439.17
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total( i+ ii + iii )</b>	<b>1868439.17</b>	<b>-</b>	<b>-</b>	<b>1868439.17</b>
<b>Change in Indebtedness during the financial year</b>				
· Addition	-	-	-	-
· Reduction	542916.00	-	-	542916.00
<b>Net Change</b>	<b>542916.00</b>	<b>-</b>	<b>-</b>	<b>542916.00</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	1325523.17	-	-	1325523.17
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total(i+ii+iii)</b>	<b>1325523.17</b>	<b>-</b>	<b>-</b>	<b>1325523.17</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD	Name of WTD	Total Amount
		Mr. Subodh Agarwal	Ms. Renu Agarwal*	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6,00,000	1,27,500	7,27,500
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify	-	-	-
	Total (A)	6,00,000	1,27,500	7,27,500
	Ceiling as per the Act	-	-	-

**\*Note: During the period from 21.06.2018 to 15.02.2019 held the additional responsibility of Chief Financial Officer of the Company inclusive the same salary i.e. Rs.30,000/- per month.**

### B .Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors				Total Amount
	3. Independent Directors	-	-	--	-	-
	· Fee for attending board committee meetings	-	-	-	-	-
	· Commission	-	-	-	-	-
	· Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
	4. 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	-	-	-	-	-

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	2,88,000	295500	583500
	(b) Value of perquisites u/s17(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	-	-	-	-
	<b>Total</b>	-	<b>2,88,000</b>	<b>295500</b>	<b>583500</b>

\*Note: During the period from 21.06.2018 to 15.02.2019 Mrs. Renu Agarwal being an Executive Director held the additional responsibility of Chief Financial Officer of the Company inclusive the same salary i.e. Rs.30,000/- per month that is collectively Rs.2,32,500/- had been withdrawn during the tenure of Chief Financial Officer of the Company.

**VII. PENALTIES/PUNISHMENT/COMPOUNDINGOFFENCES: NONE**

**DISTRIBUTION OF 119175500 EQUITY SHARE CAPITAL AS ON :31/03/2019**

**Nominal Value of Each Share: Rs. 10.00**

Share holding Nominal Value (Rs.)	Number of Shareholders	% to Total Numbers	Share holding Amount (Rs.)	% to Total Amount
1	2	3	4	5
Up To 5,000	1	0.2	270	0
5001 To 10,000	0	0	0	0
10001 To 20,000	4	0.82	57500	0.05
20001 To 30,000	9	1.84	225000	0.19
30001 To 40,000	3	0.61	119500	0.1
40001 To 50,000	41	8.37	2036000	1.71
50001 To 1,00,000	237	48.37	23202230	19.47
1,00,000 and Above	195	39.8	93535000	78.49
<b>Total</b>	<b>490</b>	<b>100</b>	<b>119175500</b>	<b>100</b>



**Annexure-4**

**Form AOC-1**

Statement containing salient features of the financial statement of Subsidiaries/associate companies/joint ventures

[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]

Part "A": Subsidiaries

S. No.	Particulars	Sl. No.- 01	Sl. No.- 02
01	Name	<b>Sanjeevani Fertilizers and Chemicals Pvt. Ltd.</b>	<b>Kanpur Organics Pvt. Ltd.</b>
02	The date since when Subsidiary was acquired	31.03.2014	06.01.2014
03	Reporting Period	01.04.2018-31.03.2019	01.04.2018-31.03.2019
04	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA
05	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA	NA
06	Share Capital	2200000	1915000
07	Reserves & Surplus	84631000	42322213
08	Total Assets	95486213	96215258
09	Total Liabilities	95486213	96215258
10	Investments	9360000	0
11	Turnover	22234337	131852926
12	Profit before Taxation	11465532	27350401
13	Provision for Taxation	576745	5837838
14	Profit after Taxation	10888787	21512563
15	Proposed Dividend	Nil	Nil
16	Extend of Shareholding (IN %)	51.00 %	94.78 %

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operation: Nil
- Names of subsidiaries which have been liquidated or sold during the year: Nil

**For M/s. KAMAL GUPTA ASSOCIATES**

Chartered Accountants,

**For Raghuvansh Agrofarms Limited**

(CA. NEHA AGARWAL)

Partner

M.N.- 406713

FRN-000752C

Place: Kanpur

Date : 28.05.2018

Subodh Agarwal

(Managing Director)

DIN: 00122844

Devendra Pratap Singh

(Chief Financial Officer)

Renu Agarwal

(Director)

DIN: 01767959

Rajit Verma

(Company Secretary)



**Annexure:-5**

**Form No. AOC-2**

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

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

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

**No Such Transactions taken place during the year under review.**

- (a) Name(s) of the related party and nature of relationship: - NA
- (b) Nature of contracts/arrangements/transactions: - NA
- (c) Duration of the contracts / arrangements/transactions: - NA
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: - NA
- (e) Justification for entering into such contracts or arrangements or transactions - NA
- (f) Date(s) of approval by the Board: - NA
- (g) Amount paid as advances, if any: - NA
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: - NA

**2. Details of material contracts or arrangement or transactions at arm's length basis:**

- (a) Name(s) of the related party and nature of relationship:  
**Kanpur Organics Private Limited**  
(It is a subsidiary of Raghuvansh Agrofarms Limited)
- (b) Nature of contracts/arrangements/transactions: Sale/Purchase Transaction
- (c) Duration of the contracts / arrangements/transactions: NA
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any:  
  
Sale of agricultural and related products upto maximum aggregate value of Rs. 5.0 Crore
- (e) Date(s) of approval by the Board, if any: 24.12.2019
- (f) Amount paid as advances, if any: - Nil

On behalf of the Board of Directors  
**For Raghuvansh Agrofarms Limited**

-Sd-  
**(Subodh Agarwal)**  
Managing Director

**PARTICULARS PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH  
RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL  
PERSONNEL) RULES, 2014**

STATEMENT OF PARTICULARS OF EMPLOYEES PURSUANT TO PROVISIONS OF SECTION 197(12) OF THE COMPANIES ACT 2013 READ WITH COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

A) Details pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

<b>Sl. No.</b>	<b>Requirement of Rule 5(1)</b>	<b>Disclosure</b>
1	The ratio of the remuneration of each director to the median remuneration of the employees for the financial year	Mr. Subodh Agarwal (Managing Director)- 5.92 Ms. Renu Agarwal (Director) – 1.26
2	Percentage increase in remuneration of each director, CFO, CEO, CS or Manager in the financial year	Percentage increase in remuneration of:- a) Directors - Nil b) MD – Nil c) CFO -Nil d) CEO -Nil e) Company Secretary -Nil f) Manager –Nil
3	The percentage increase in the median remuneration of employees in the financial year	6.48% decreased in the median remuneration of the Employees in the financial year.
4	The number of permanent employees on the rolls of the company	There were 08 employees on permanent roll of the company as on March 31, 2019.
5	The explanation on the relationship between average increase in remuneration and company performance	There is no average increase in the remuneration, the company has made a profit of Rs. 4,50,62,110/- as compared to last year's profit of Rs. 3,83,57,357/- thereby increment in the profit of the Company is 17.47%.
6	Comparison of the remuneration of the Key Managerial Personnel against the performance of the company	The total remuneration paid to KMP's (MD, CFO and CS) was approx 2.61 % of the net profit for the FY 2018-19 which was based on the terms of the service contract which must be paid for availing there services.
7	Variations in the market capitalization of the company, price earnings ratio as at the closing date of the current FY and previous FY and percentage increase over 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	Variations in the market capitalization: Face Value of Share: Rs. 10/- Market Capitalization as on 31-03-2018=Rs. 48.92 Crores 31-03-2019=Rs. 132.28 Crores  Price Earnings Ratio (Price/EPS): - As on 31-03-2018-Rs. 3.22 As on 31-03-2019-Rs. 3.78  170.40% hike in the share price from the last Financial Year.  Company has not made any public issue during the period under review.
8	Average percentile increase already made in the salaries of employees <i>other than</i> the managerial personnel in the last financial year i.e. 2017-18 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	During the year there is no average increment in the salaries of the employees as well as there is no change in the remuneration of managerial Personnel as compared to the previous year.
9	Comparison of the each remuneration of	Comparison of the each remuneration of the

	the Key Managerial Personnel against the performance of the company	Key Managerial Personnel against the performance of the company: - MD- 1.33% (of the Net Profit) CFO- 0.66% (of the Net Profit) CS- 0.64% (of the Net Profit)
10	The key parameters for any variable component of remuneration availed by the directors	The Company was not paying variable component of Remuneration to any director during the year.
11	The 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	NA
12	Affirmation that the remuneration is as per the remuneration policy of the company	We affirm that the remuneration paid to employees and KMP's was based on the remuneration policy.

B) Details of the every employee of the Company as required pursuant to rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:-

- Drawing salary of 60 Lakhs or above for the year if employed throughout the year -Nil
- Drawing salary of 5 Lakhs p/m or above for a month if employed for part of the year -Nil
- Drawing salary more than the salary of MD and having 2% stake in the company -Nil

C) No Managing Director or Whole-time Director of the Company is receiving any commission from the Company as well as from the Holding Company or Subsidiary Company of the Company.

On behalf of the Board of Directors  
**For Raghuvansh Agro Farms Limited**

-Sd-  
**(Subodh Agarwal)**  
Managing Director

## GENERAL BODY MEETINGS

(i) Location and time where last three Annual General Meetings were held:

Financial Year	Date	Time	Venue
2015-16	24.09.2016	01:30 PM	201-202,Namdhari Chambers Karol Bagh, New Delhi - 05
2016-17	23.09.2017	01:30 PM	201-202,Namdhari Chambers Karol Bagh, New Delhi - 05
2017-18	08.09.2018	01:30 PM	201-202,Namdhari Chambers Karol Bagh, New Delhi - 05

Shareholding Patterns, Financial results and other Reports are electronically transmitted to the stock Exchange and the documents which are required to be uploaded on the website of the company as per SEBI (LODR) Regulations, 2015 and other applicable regulations, are also uploaded on the website "[www.raghuvanshagro.com](http://www.raghuvanshagro.com)" of the company.

The Company's news releases are displayed on the Company's website as per the requirement of SEBI (LODR) Regulations, 2015 and other applicable rules and regulations.



## GENERAL SHAREHOLDER INFORMATION

AGM : Date, Time & Venue	On 21 <sup>st</sup> day of September, 2019 at 02:30 PM, At Reg. Office: D-50E, 2 <sup>nd</sup> Floor, Chattarpur Enclave Phase-1, New Delhi-110074
Financial year	The Financial year under the review covers the following period from 01.04.2018 to 31.03.2019
Date of Book Closure	14.09.2019 to 21.09.2019
Dividend Payment Date	NIL
Listing on Stock Exchange	BSE Limited
Stock Code	BSE : 538921 ISIN: INE865P01016
Market Price Date: High, Low during last Financial Year	Please see Annexure -7
Registrar and Transfer Agent	Skyline Financial Services Pvt. Ltd.
Share Transfer System	All the transfers received are processed by the Registrar and Transfer Agent.
Distribution of Shareholding and Shareholding Pattern as on 31.03.2019	Please see Annexure-3
Dematerialization of Shares and Liquidity	98.45 % of the paid capital are dematerialized as on March 31, 2018
Outstanding GDRs/ADRs/Warrants or any Convertible instruments conversion date and likely impact on equity	Not Issued
Plant Locations	1. Gram Kapli, Tehsil Kanpur, Zila Kanpur Nagar 2. Village Gaur Pathak, Thesil Pokhrayan, District Ramabai Nagar (Old Kanpur Dehat).
Address for correspondence	Corp. Office: 16/19-A, Civil Lines, Kanpur-208001, Uttar Pradesh Email Id. : raghuvanshagro@gmail.com Tele. : 0512-2305075

### Annexure-7

#### SHARE PRICE DATA

Month	High (Rs.)	Low(Rs.)	Volume (Nos.)
April 2018	40.10	33.00	72500
May 2018	54.90	44.00	7500
June 2018	75.00	59.85	15000
July 2018	Nil	Nil	Nil
Aug 2018	93.50	78.00	12500
Sep 2018	Nil	Nil	Nil
Oct 2018	Nil	Nil	Nil
Nov 2018	Nil	Nil	Nil
Dec 2018	100.25	98.50	61250
Jan 2019	107.00	101.00	67500
Feb 2019	112.50	107.00	83750
Mar 2019	112.00	111.00	87500

**Note:** Company got listed on BSE SME Platform on January 28, 2015.



## CEO/CFO CERTIFICATION

To,  
The Board of Directors,  
Raghuvansh Agrofarms Limited

We have reviewed the financial statements and the cash flow statement of Raghuvansh Agrofarms Limited for the year ended 31<sup>ST</sup> March, 2019 and that to the best of our knowledge and belief, we state that;

- (a) (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;
- (ii) These statements present a true and fair view of the Company's affairs and are in compliance with current accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or proposed to be taken for rectifying these deficiencies.
- (d) We have indicated to the Auditors and the Audit Committee:
- (i) Significant changes, if any, in the internal control over financial reporting during the year.
- (ii) Significant changes, if any, in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and
- (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Kanpur  
Date: 28.05.2019

-Sd-  
(Shailendra Kumar Shukla)  
**Chief Financial Officer**

-Sd-  
(Subodh Agarwal)  
**Managing Director**



## **INDEPENDENT AUDITORS' REPORT**

TO THE MEMBERS OF **RAGHUVANSH AGROFARMS LIMITED**

### **Report on the Standalone Financial Statements**

We have audited the accompanying Standalone financial statements of **Raghuvansh Agrofarms Limited** ("the company"), which comprises the Balance Sheet as at 31<sup>st</sup> March 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity (not present, Hence NOT APPLICABLE) for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

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

This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS 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 Ind AS financial statements based on our audit. In conducting 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 thereunder. We conducted our audit of the standalone Ind AS financial statements 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 standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS 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 standalone Ind AS 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 accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS 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 Ind AS financial statements.

### **Emphasis of Matters**

- a) As stated in Note no.7 & 8 to the Notes on account, the balances of Trade Payables, Other Current Liabilities and other personal accounts are subject to confirmation and reconciliation, if any.
- b) As stated in Note No. 3.10 regarding non-insurance of live stock.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, except for the effects/possible effects of the matter described in the basis of Qualified Opinion in above paragraphs, the aforesaid standalone Ind AS 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 31<sup>st</sup>March2019,
- b) In the case of the Statement of Profit & Loss, of the Profit for the year ended on that date;
- c) In the case of the Cash Flow Statement, of the Cash flows for the year ended on that date; and
- d) In the case of the Income, of the Comprehensive Income 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') and issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the said 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 including Other Comprehensive Income, the Cash Flow Statement and statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - d) Except for the effects/possible effects of the matter described in the Basis of Qualified Opinion Paragraph, the aforesaid standalone Ind AS Financial Statements comply with the Accounting Standards specified under Section 133 of the Act;
  - e) On the basis of written representations received from the directors as on 31 March, 2019 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2019, 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 matter 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. We have been informed that the Company does not have any pending litigation which would impact its financial position.
- ii. We have been informed that the Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
- iii. We have been informed that there were no amounts which required to be transferred by the company to the Investor Education and Protection Fund.

**For KAMAL GUPTA ASSOCIATES  
CHARTERED ACCOUNTANTS  
(FRN. 000752C)**

**C.A. NEHA AGARWAL  
(PARTNER)  
(MRN 406713)**

Place: Kanpur  
Date: 28.05.2019



## **ANNEXURE A TO INDEPENDENT AUDITORS' REPORT:**

**RE:RAGHUVANSH AGROFARMS LIMITED**

Referred to in paragraph 1 under 'Report on Other Legal & Regulatory Requirement' section of our report of even date:

We report that-

I.a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.

b) The Company has a regular programme of physically verifying all the fixed assets by which fixed assets are verified at the end of financial year, accordance with this program, fixed assets were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

c) According to the information and explanations given to us, the title deeds of immovable properties, as disclosed in Note 10 to the standalone financial Statements, are held in the name of the company, except for the following:

<b>LESSOR</b>	<b>ADDRESS OF PROPERTY</b>	<b>AGREEMENT DATE</b>	<b>REMARK</b>
Sanjeevani Fertilizers and Chemicals Pvt. Ltd.	Village - Gaur Pathak, Pokhrayan, District - Rama Bai Nagar, Bhognipur, Old Kanpur	01.10.2014& 16.05.2017	The property is on lease and the lease agreement is in the name of the company.
MP Audyogik Kendra Vikas Nigam (Indore) Limited	Free Press House, 1 <sup>st</sup> Floor, 3/54 Press Complex, Agra-Mumbai Marg, Indore (MP)	02.05.2015	

None of the properties as mentioned above have actually been acquired by the company. These are on lease.

II. The inventory has been physically verified by the management at reasonable intervals during the year and no discrepancies were noticed on such verification. In our opinion, the procedure for physical verification of inventory is reasonable and adequate in relation to size of the company whereas frequency of such verification is also reasonable. Proper records of inventory have been maintained by the company and no material discrepancies have been noticed on its physical verification.

III.a) In our opinion and according to the information and explanation given to us, the company has not granted loans to any companies, firms or other parties covered in Register maintained under section 189 of the Companies Act 2013, and therefore paragraph 3(iii) of the Order is not applicable.

b)In our opinion and according to the information and explanation given to us, there is no overdue amount towards the principal and interest.

IV. In our opinion and according to the information and explanation given to us, the company has complied with the provisions of Section 185 & 186 of the Act, with respect to loans and investments made.

V. The company has not accepted any deposits from the public in accordance with the provisions of section 73 to 76 of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the order is not applicable to the company.

VI. In our opinion and according to the information and explanations given to us, the company is not required to maintain cost records pursuant to the Rules made by the Central Government u/s 148 (1) of the Companies Act 2013.

VII.a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues including income tax, sales tax, value added tax, goods and services tax, cess and other material statutory dues, as applicable with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, sales tax, value added tax, goods and services tax, cess and other material statutory dues were in arrears as at 31<sup>st</sup> March 2019 for the period of more than six months from the date they became payable.

b) According to the information and explanations given to us, there are no dues of income tax, sales tax, value added tax, goods and services tax, cess which have not been deposited with the appropriate authorities on account of any dispute.

VIII. According to the information and explanations given to us, the company has not defaulted in repayment of Loan or borrowings to bank during the year. The company has not borrowed from Government or any Debenture holder during the year.

IX. In our opinion and according to the information and explanations given to us, the company has not raised any money by way of initial public offer, further public offer (including debt instrument) and term loan, during the year. Accordingly, paragraph 3 (ix) of the order is not applicable.

X. According to the information and explanations given to us, no material fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.

XI. According to the information and explanations given to us and based on our examination of the records, the company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provision of section 197 read with Schedule V of the Act.

XII. In our opinion and according to the information and explanations given to us, the company is not a Nidhi Company. Accordingly, paragraph 3 (xii) of the order is not applicable.

XIII. According to the information and explanations given to us and based on our examination of the records of the company, the transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Standalone financial statements as required by the applicable accounting standards.

XIV. According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement or shares or fully or partly convertible debentures during the year.



XV. 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 them. Accordingly, paragraph 3 (xv) of the Order is not applicable.

XVI. According to the information and explanations given to us, the company is not registered under section 45- IA of the Reserve Bank of India Act, 1934

**For KAMAL GUPTA ASSOCIATES  
CHARTERED ACCOUNTANTS  
(FRN. 000752C)**

**C.A. NEHA AGARWAL  
(PARTNER)  
(MRN 406713)**

Place: Kanpur  
Date: 28.05.2019



## **ANNEXURE - B TO THE INDEPENDENT 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 **RAGHUVANSH AGROFARMS LIMITED** ("the Company") as of March 31<sup>st</sup> 2019 in conjunction with our audit of the standalone Ind AS 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 2019, 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 KAMAL GUPTA ASSOCIATES  
CHARTERED ACCOUNTANTS  
(FRN. 000752C)**

**C.A. NEHA AGARWAL  
(PARTNER)  
(MRN 406713)**

Place: Kanpur  
Date: 28.05.2019

**RAGHUVANSH AGROFARMS LIMITED**

D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074

CIN: L40300DL1996PLC258176

Balance Sheet as at 31 March, 2019

Particulars	Note No.	As at 31 March, 2019	As at 31 March, 2018
		Rs.	Rs.
<b>A EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' funds</b>			
(a) Share capital	3	119,175,500	119,175,500
(b) Reserves and surplus	4	217,163,221	172,101,110
		336,338,721	291,276,610
<b>2 Share application money pending allotment</b>		-	-
<b>3 Non-current liabilities</b>			
(a) Long-term borrowings	5	1,325,523	1,868,439
(b) Deferred tax liabilities (net)	-	-	-
(c) Other Long Term Liabilities	-	-	-
(d) Long Term Provisions	-	-	-
		1,325,523	1,868,439
<b>4 Current liabilities</b>			
(a) Short Term Borrowings	6	-	1,907
(b) Trade payables	7	641,381,295	131,708,469
(c) Other current liabilities	8	6,955,153	1,477,518
(d) Short-term provisions	9	11,077,409	4,336,186
		659,413,857	137,524,080
<b>TOTAL</b>		<b>997,078,100</b>	<b>430,669,129</b>
<b>B ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Fixed assets			
(i) Tangible Assets : Fixed Assets	10	51,042,475	55,136,625
(ii) Intangible Assets	-	-	-
(iii) Capital Work in Progress	-	-	-
(ii) Intangible Assets under Development	-	-	-
(b) Non Current Investments	11	75,937,026	75,937,026
(c) Deffered tax Assets (net)	12	814,330	651,277
(d) Long-term loans and advances	13	-	-
(e) Other non-current Assets	14	-	-
		127,793,831	131,724,928
<b>2 Current assets</b>			
(a) Current Investment	15	-	-
(b) Inventories	16	41,285,505	146,286,969
(c) Trade receivables	17	812,604,744	102,794,905
(d) Cash and cash equivalents	18	2,341,171	10,106,585
(e) Short-term loans and advances	19	13,052,849	39,755,742
(f) Other Current Assets	-	-	-
		869,284,269	298,944,201
<b>TOTAL</b>		<b>997,078,100</b>	<b>430,669,129</b>

Accompanying notes are an integral part of the financial statements

In terms of our report of even date attached

**For KAMAL GUPTA ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
**FRN 000752C**

**For Raghuvansh Agrofarms Limited**

**Subodh Agarwal**  
**(Managing Director)**  
**DIN : 00122844**

**Renu Agarwal**  
**(Director)**  
**DIN : 01767959**

**CA. NEHA AGARWAL (MRN 406713)**  
**PARTNER**

**Shailendra Kumar Shukla**  
**(Chief Financial Officer)**

**Rajit Verma**  
**(Company Secretary)**

**Place : Kanpur**  
**Date : 28.05.2019**



**RAGHUVANSH AGROFARMS LIMITED**

**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**

**CIN: L40300DL1996PLC258176**

**Statement of Profit and Loss for the year ended 31 March, 2019**

Particulars	Note No.	For the year ended 31 March, 2019	For the year ended 31 March, 2018
		Rs.	Rs.
<b>A CONTINUING OPERATIONS</b>			
1 Revenue from operations (gross)	20	4,221,744,461	232,726,228
<b>Revenue from operations (net)</b>		<b>4,221,744,461</b>	<b>232,726,228</b>
2 <b>Expenses</b>			
(a) Cost of material consumed	22	81,805,447	20,232,561
(b) Purchase of Stock-in-Trade		3,903,469,919	287,161,860
(c) Employee benefits expense	23	1,872,708	2,226,712
(d) Changes in Inventory	24	104,880,616	-134,094,482
(e) Other expenses	25	68,501,564	12,976,884
<b>Total</b>		<b>4,160,530,254</b>	<b>188,503,535</b>
3 <b>Earnings before exceptional items, extraordinary items, interest, tax, depreciation and amortisation (EBITDA) (1 - 2)</b>		61,214,207	44,222,693
4 Finance costs	26	54,430	63,347
5 Depreciation and amortisation expense	10	5,641,576	5,484,489
6 Other income	21	675,965	4,765,190
7 <b>Profit / (Loss) before exceptional and extraordinary items and tax</b>		56,194,167	43,440,047
8 Exceptional items		-	-
9 <b>Profit / (Loss) before extraordinary items and tax (7 ± 8)</b>		56,194,167	43,440,047
10 Extraordinary items		-	-
11 <b>Profit / (Loss) before tax (9 ± 10)</b>		56,194,167	43,440,047
12 <b>Tax expense:</b>			
(a) Current tax expense for current year		11,000,000	4,200,000
(b) Current tax expense relating to prior years		295,110	1,497,330
Net current tax expense(a+b)		11,295,110	5,697,330
(c) Deferred tax		163,053	614,640
		<b>11,132,057</b>	<b>5,082,690</b>
13 <b>Profit / (Loss) from continuing operations (11 ± 12)</b>		45,062,110	38,357,357
14 <b>Profit / (Loss) for the year</b>		45,062,110	38,357,357
15 <b>Earnings per share (of Rs.10/- each):</b>			
<b>Before Exceptional Item</b>			
Basic		3.78	3.22
Diluted		3.78	3.22
<b>After Exceptional Item</b>			
Basic		3.78	3.22
Diluted		3.78	3.22
Number of Shares used in computing earning per share			
Basic		11917550	11917550
Diluted		11917550	11917550

**Accompanying notes are an integral part of the financial statements**

In terms of our report of even date attached

**For KAMAL GUPTA ASSOCIATES**

**For Raghuvansh Agrofarms Limited**

**CHARTERED ACCOUNTANTS  
FRN 000752C**

**Subodh Agarwal  
(Managing Director)  
DIN : 00122844**

**Renu Agarwal  
(Director)  
DIN : 01767959**

**CA. NEHA AGARWAL (MRN 406713)  
PARTNER**

**Shailendra Kumar Shukla  
(Chief Financial Officer)**

**Rajit Verma  
(Company Secretary)**

Place : Kanpur

Date : 28.05.2019



**RAGHUVANSH AGROFARMS LIMITED**

D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074

CIN: L40300DL1996PLC258176

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2019**

PARTICULARS	FOR THE YEAR ENDED 31.03.2019	FOR THE YEAR ENDED 31.03.2018
<b>A) CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit after exceptional items but before tax	56194167	43440047
Add/(Less) Adjustment for:		
Depreciation	5641576	5484489
Provision for liabilities	0	0
<b>Operating Profit Before Working Capital Changes</b>	<b>61835743</b>	<b>48924536</b>
Add/(Less) Adjustments for Working Capital Changes :		
Trade & other Receivables	(709809839)	(74246574)
Loans & advances	26702893	2012940
Inventories	105001464	(133626686)
Trade Payable & Other liabilities	521891683	134936462
Other Current Assets	0	0
<b>Cash Generated From Operations</b>	<b>5621945</b>	<b>(21999322)</b>
Tax Paid during the year	(11295110)	(5697330)
<b>NET CASH FROM ( OR USED IN) OPERATIONAL ACTIVITIES</b>	<b>A (5673165)</b>	<b>(27696652)</b>
<b>B) CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Fixed Assets	(1547426)	(6397940)
Loan Refund Received	0	41516500
Investments in Shares & Chit Funds	0	(1500000)
<b>NET CASH FROM ( OR USED IN) INVESTING ACTIVITIES</b>	<b>B (1547426)</b>	<b>33618560</b>
<b>C) CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Increase/(Decrease) in Secured Loans	-542916	1868439
Securities Premium	0	0
Increase/(Decrease) in Unsecured Loans	0	0
Net Proceeds from Short term borrowings	-1907	1907
<b>NET CASH FROM ( OR USED IN) FINANCING ACTIVITIES</b>	<b>C -544823</b>	<b>1870346</b>
<b>INCREASE/(DECREASE) IN CASH AND CASH EQUIVILANTS (A+B+C)</b>	<b>-7765413</b>	<b>7792255</b>
<b>OPENING CASH AND CASH EQUIVALENT</b>	<b>10106585</b>	<b>2314330</b>
<b>CLOSING CASH AND CASH EQUIVALENT</b>	<b>2341171</b>	<b>10106585</b>
<b>For KAMAL GUPTA ASSOCIATES</b>	<b>For Raghuvansh Agrofarms Limited</b>	
<b>CHARTERED ACCOUNTANTS</b>		
<b>FRN 000752C</b>		
	Subodh Agarwal	Renu Agarwal
	(Managing Director)	(Director)
	DIN : 00122844	DIN : 01767959
<b>CA. NEHA AGARWAL (MRN 406713)</b>		
<b>PARTNER</b>		
<b>Place : Kanpur</b>	Shailendra Kumar Shukla	Rajit Verma
<b>Date : 28.05.2019</b>	(Chief Financial Officer)	(Company Secretary)



**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**

**Notes forming part of the financial statements**

Note	Particulars														
<b>1</b>	<b>Corporate information</b> Raghuvansh AgroFarms Limited is a Limited Company in India and incorporated under the provisions of the Companies Act, 1956. It came into existence on 19.12.1996. The company is primarily engaged in manufacturing and trading of agro products.														
<b>2</b>	<b>Significant accounting policies</b> As per the Micro, Small and Medium Enterprises Development Act, 2006, the Company is required to identify the Micro, Small and Medium Enterprises and pay them interest on amounts overdue beyond the specified period irrespective of the terms agreed with														
<b>2.1</b>	<b>Basis of accounting and preparation of financial statements</b> The Financial Statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these Financial Statements to comply in all material aspects, with the Accounting Standards notified under the Companies relevant provisions of the Companies Act, 2013. The Financial Statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year except for the change in accounting policy, if any.														
<b>2.2</b>	<b>Use of estimates</b> The preparation of the Financial Statements in conformity with Indian GAAP requires Management to make Judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosures relating to contingent assets and liabilities at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in material or immaterial adjustments to the carrying amounts of assets or liabilities in future periods.														
<b>2.3</b>	<b>Inventories</b> Inventories are valued at cost, computed on a First-in-First-out (FIFO) basis, and estimated net realizable value whichever is lower. In respect of finished goods and work in process, appropriate overheads are loaded.														
<b>2.4</b>	<b>Depreciation and amortisation</b> Depreciation has been charged over the estimated useful life of a fixed assets on written down value method as per the rates prescribed and in the manner specified in Part C of Schedule - II of the Companies Act, 2013. Depreciation on fixed assets added/dropped off during the year/period is provided on pro-rata basis with reference to the date of addition/disposal. The useful <table style="margin-left: 40px; border: none;"> <thead> <tr> <th style="text-align: left;"><u>Fixed Assets</u></th> <th style="text-align: left;"><u>Useful Life</u></th> </tr> </thead> <tbody> <tr> <td>1) Computer</td> <td>3 years</td> </tr> <tr> <td>2) Furniture &amp; Fittings</td> <td>10 years</td> </tr> <tr> <td>3) Car</td> <td>8 years</td> </tr> <tr> <td>4) Motor Cycle</td> <td>10 years</td> </tr> <tr> <td>5) Office Equipments</td> <td>5 years</td> </tr> <tr> <td>6) Plant &amp; Machinery (incl AC in Plant &amp; Machinery)</td> <td>15 years</td> </tr> </tbody> </table>	<u>Fixed Assets</u>	<u>Useful Life</u>	1) Computer	3 years	2) Furniture & Fittings	10 years	3) Car	8 years	4) Motor Cycle	10 years	5) Office Equipments	5 years	6) Plant & Machinery (incl AC in Plant & Machinery)	15 years
<u>Fixed Assets</u>	<u>Useful Life</u>														
1) Computer	3 years														
2) Furniture & Fittings	10 years														
3) Car	8 years														
4) Motor Cycle	10 years														
5) Office Equipments	5 years														
6) Plant & Machinery (incl AC in Plant & Machinery)	15 years														
<b>2.5</b>	<b>Revenue recognition</b> 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. Income is accounted for on accrual basis in accordance with the Accounting Standards (AS) 9- "Revenue Recognition". Insurance and other claims are recognized in accounts on lodgment to the extent these are measurable with reasonable certainty of acceptance. Excess/ shortfall is adjusted in the year of receipt. Interest is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate.														
<b>2.6</b>	<b>Intangible Assets</b> Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets are not capitalized and expensed off in the Statement of Profit and Loss in the year in which the expenditure is incurred. Intangible assets are amortized on a straight line basis over the estimated useful economic life. The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly.														
<b>2.7</b>	<b>Tangible fixed assets</b> Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Any subsidy/ reimbursement/ contribution received for installation and acquisition of any fixed assets is shown as deduction in the year of receipt. Capital work- in- progress is stated at cost. The Company's livestock comprise of dairy cattle. Livestock are initially recognised at cost. The cost of newborn calf is assumed to be nil. At each reporting date fair value of livestock is compared with carrying value and any material variations are recognised through profit and loss statement.														
<b>2.8</b>	<b>Investment</b> Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long term investments. On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost. However, provision for diminution in values is made to recognize a decline other than temporary in the value of the investments. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.														
<b>2.9</b>	<b>Borrowing Cost</b> Borrowing cost includes interest. Such costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.														
<b>3.0</b>	<b>Earnings per share</b> Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.														

### 3.1 Taxes on income

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

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

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The company recognizes MAT credit available as an asset only to the extent there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT Credit is allowed to be carried forward. In the year in which the Company recognizes MAT Credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternate Tax under the Income Tax Act, 1961, the said asset is created by way of credit to the statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the sufficient period.

### 3.2 Impairment of assets

An impairment loss is recognized wherever the carrying amount of fixed assets exceeds the recoverable amount i.e. the higher of the assets' net selling price and value in use. After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life. A previously recognized impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there was no impairment.

### 3.3 Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed

### 3.4 Contingent Liabilities

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

### 3.5 Leased Assets

#### In case of Lessee

Assets taken on lease, under which the lessor effectively retains all the risks and rewards of ownership, are classified as operating lease. Operating lease payments are recognized as expense in the statement of profit and loss account. Assets acquired under leases where all the risks and rewards of ownership are substantially transferred to company are classified as finance leases. Such leases are capitalized at the inception of the lease at the lower of fair value or the present value of minimum lease payments and liability is created for an equivalent amount. Each lease rental paid is allocated between the liability and interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each period.

#### In case of Lessee

Leases in which the company transfers substantially all the risks and benefits of ownership of the asset are classified as finance leases. Assets given under finance lease are recognized as a receivable at an amount equal to the net investment in the lease. After initial recognition, the company apportions lease rentals between the principal repayment and interest income so as to achieve a constant periodic rate of return on the net investment outstanding in respect of the finance lease. The interest income is recognized in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss. Leases in which the company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in fixed assets. Lease income on an operating lease is recognized in the statement of profit and Loss as revenue from operation. Costs, including depreciation, are recognized as an expense in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss.

**F**

**RAGHUVANSH AGROFARMS LIMITED**

**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**

**Notes forming part of the financial statements**

S.N.	Particulars	<u>Current Year</u> As At 31.03.2019	<u>Previous Year</u> As At 31.03.2018
<b>3.6</b>	<b><u>Contingent Liabilities:-</u></b>		
	i) Estimated Amount of Contract on Capital Account remaining to be executed and provided for	NIL	NIL
	ii) Other Contingent Liabilities	NIL	NIL
	Director's Remuneration	960000	960000
<b>3.7</b>	<b><u>AUDITOR'S REMUNERATION:-</u></b>		
	Audit fees and fees for other Services	60000	69000
<b>3.8</b>	The balances of Loans and Advances, Current Liabilities & Provisions and other personal accounts are subject to confirmation and reconciliation, if any		
<b>3.9</b>	During the Period, company has maintained 94.78% shareholding in 'Kanpur Organics Private Limited' which is engaged in manufacturing of Organic Fertilizers and Crude Wax from Sugarcane Press Mud and The company also holds 51% shares in 'Sanjeevani Fertilizers and Chemicals Private Limited' which have started the manufacturing of Refined Wax from Crude Wax at current financial year.		
<b>3.10</b>	Live Stock is not insured during the financial year.		
<b>3.11</b>	As the Company's business activity primarily falls within a single business and geographical segment, there are no additional disclosures to be provided in terms of Accounting Standard – 17 Segment Reporting.		
<b>3.12</b>	None of the employees has completed the qualifying years of services for entitlement of gratuity and hence no provision has been made for Gratuity		
<b>3.13</b>	<b><u>The Deferred Tax Liability as at 31.03.2019 comprises of the following:-</u></b>		
		<u>As at 01.04.2018</u>	<u>Current Year charge</u>
		<u>As at 31.03.2019</u>	
	<b><u>Deferred Tax Assets:-</u></b>		
	Related to Fixed Assets	651277	163053
		651277	163053
<b>3.14</b>	Figures of the Previous Year have been regrouped/ rearranged wherever found necessary.		



**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**  
**Notes forming part of the financial statements**

**Note 3 Share capital**

Particulars	As at 31 March, 2019		As at 31 March, 2018	
	Number of shares	Amount (Rs.)	Number of shares	Amount (Rs.)
(a) Authorised Equity shares of Rs.10 each with voting rights	12300000	123,000,000	12300000	123,000,000
(b) Issued, Subscribed and Fully Paid up Equity shares of Rs. 10 each with voting rights	11917550	119,175,500	11917550	119,175,500
<b>Total</b>	<b>11917550</b>	<b>119,175,500</b>	<b>11917550</b>	<b>119,175,500</b>

**Refer Notes (i),(ii) & (iii) below**

Particulars
<b>(i) Terms/rights attached to equity shares</b>
The company has only one class of equity shares with a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.

**(ii) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

Particulars	Opening Balance	Fresh issue	Closing Balance
Equity shares with voting rights			
Year ended 31 March, 2019			
- Number of shares	11,917,550	-	11,917,550
- Amount (Rs.)	119,175,500	-	119,175,500
Year ended 31 March, 2018			
- Number of shares	11917550	-	11,917,550
- Amount (Rs.)	119,175,500	-	119,175,500

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

Class of shares / Name of shareholder	As at 31 March, 2019		As at 31 March, 2018	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Subodh Agarwal	981550	8.24%	981550	8.24%
Model Kings Safetywear Ltd.	1000000	8.39%	1000000	8.39%

#### Note 4 Reserves and surplus

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
<b>(a) Securities Premium</b>		
Opening balance	86,135,500	86,135,500
Add: Received during the year	-	-
Less: Utilised during the year	-	-
Closing balance	<b>86,135,500</b>	<b>86,135,500</b>
<b>(b) General Reserve</b>		
Opening balance	2,265,187	2,265,186
Add: Profit/(loss) during the year	-	-
Less: Adjustment during the year	-	-
Closing balance	<b>2,265,187</b>	<b>2,265,186</b>
<b>(c) Foreign Currency Translation Reserve</b>		
<b>(d) Surplus / (Deficit) in Statement of Profit and Loss</b>		
Opening balance	83,700,424	45,343,067
Add: Profit / (Loss) for the year	45,062,110	38,357,357
Less: Appropriations	-	-
Closing balance	<b>128,762,534</b>	<b>83,700,424</b>
<b>Total</b>	<b>217,163,221</b>	<b>172,101,110</b>

#### Note 5 Long-term borrowings

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
<b>(a) Term loans</b>		
<u>From banks/FI</u>		
Secured	1,325,523.00	1,868,439.00
<u>From other parties</u>		
Unsecured	-	-
<b>Total</b>	<b>1,325,523.00</b>	<b>1,868,439.00</b>



**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**

**Notes forming part of the financial statements**

**Note 5 Long-term borrowings (contd.)**

<b>Particulars</b>					
<b>(i) Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured other long-term borrowings:</b>					
<b>Particulars</b>	<b>Terms of repayment and security</b>	<b>As at 31 March, 2019</b>		<b>As at 31 March, 2018</b>	
		<b>Secured</b>	<b>Unsecured</b>	<b>Secured</b>	<b>Unsecured</b>
		<b>Rs.</b>	<b>Rs.</b>	<b>Rs.</b>	<b>Rs.</b>
Term loans from banks/FI:					
		1325523	0	1868439	0
Total - Term loans from banks/Fis		1325523	0	1868439	0
<u>Term loans from other parties:</u>					
Unsecured Loans:					
From Body Corporate		0	0	0	0
Total - Term loans from other parties		-	-	-	-
<b>(ii) The Company has defaulted in repayment of loans and interest in respect of the following:</b>					
<b>Particulars</b>	<b>As at 31 March, 2019</b>		<b>As at 31 March, 2018</b>		
	<b>Period of default</b>	<b>Rs.</b>	<b>Period of default</b>	<b>Rs.</b>	
Term loans from other Parties					
Principal		-	-	-	
Interest		-	-	-	

**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**  
**Notes forming part of the financial statements**

**Note 6 of Short-term borrowings**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Unsecured	Secured
<b>Secured</b>		
i. Loans		
- from banks	0	0
- from other parties	0	0
ii. Loans & advances from related Parties	0	0
iii. Deposits	0	0
iv. Other Loans & Advances	0	0
<b>Unsecured</b>		
i. Loans		
- from banks	0	1907
- from other parties	0	0
ii. Loans & advances from related Parties	0	0
iii. Deposits	0	0
iv. Other Loans & Advances	0	0
	<b>0</b>	<b>1907</b>

**Note 7 Trade payables**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
<u>Trade payables:</u>		
Acceptances	641,381,295	131,708,469
Other than Acceptances	-	-
(A) Total outstanding dues of Micro Enterprises and Small enterprises; and	-	-
(B) Total outstanding dues of creditors other than Micro Enterprises and Small enterprises	641,381,295	131,708,469
<b>Total</b>	<b>641,381,295</b>	<b>131,708,469</b>

**Note 8 Other current liabilities**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
Unpaid Dividends	-	-
Other Payables	6,847,232	1,371,106
TDS Payable	107,921	106,412
<b>Total</b>	<b>6,955,153</b>	<b>1,477,518</b>

**Note 9 Short-term provisions**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
Audit Fee Payable	54,000	54,000
Provision for Income Tax	11,000,000	4,200,000
Other Payable	23,409	82,186
<b>Total</b>	<b>11,077,409</b>	<b>4,336,186</b>

**RAGHUVANSH AGROFARMS LIMITED**

**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**

**Notes forming part of the financial statements**

**Note 10 Fixed assets**

S. No.	Intangible & Tangible Assets	Gross block			Accumulated depreciation and impairment			Net block		
		Balance as at 1 April, 2018	Additions	Other adjustments/Sale	Balance as at 31 March, 2019	Balance as at 1 April, 2018	Depreciation / amortisation expense for the year	Adjustments	Balance as at 31 March, 2019	Balance as at 31 March, 2018
		Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
	<b>INTANGIBLE ASSETS</b>									
1	Goodwill	-	-	-	-	-	-	-	-	-
2	Software	-	-	-	-	-	-	-	-	-
3	Trade Mark	-	-	-	-	-	-	-	-	-
	<b>TANGIBLE ASSETS</b>									
4	Land Property (MP)	11,999,623	-	-	11,999,623	-	-	-	11,999,623	11,999,623
5	Live Stock (Cattle)	15,371,000	-	-	15,371,000	-	-	-	15,371,000	15,371,000
6	Car	5,551,155	374,700	-	5,925,855	949,094	-	3,764,748	2,161,107	2,735,501
7	Tractor	428,100	-	-	428,100	-	-	406,695	21,405	21,405
8	Computer	365,540	81,000	-	446,540	54,764	-	345,624	100,916	74,680
9	Furniture & Fixtures	160,583	-	-	160,583	10,940	-	127,336	33,247	44,187
10	Air Conditioner	279,813	-	-	279,813	249,367	-	257,572	22,241	30,446
11	Loader	187,000	-	-	187,000	175,318	-	175,318	11,682	11,682
12	Motorcycle	91,905	-	-	91,905	58,702	-	67,301	24,604	33,203
13	Office Equipment	159,410	261,590	-	421,000	72,338	-	157,074	263,926	87,072
14	Plant & Machinery	4,933,017	830,136	-	5,763,153	811,090	-	1,536,433	4,226,720	4,207,674
15	Bio gas plant	24,974,044	-	-	24,974,044	8,791,035	-	11,720,160	13,253,884	16,183,009
16	Aerophonic Plant	5,821,016	-	-	5,821,016	1,483,873	-	2,268,896	3,552,120	4,337,143
	<b>Total</b>	<b>70,322,206</b>	<b>1,547,426</b>	<b>-</b>	<b>71,869,632</b>	<b>5,641,576</b>	<b>-</b>	<b>20,827,157</b>	<b>51,042,475</b>	<b>55,136,625</b>
	<b>Previous year</b>	<b>63,924,266</b>	<b>6,397,940</b>	<b>-</b>	<b>70,322,206</b>	<b>5,484,489</b>	<b>-</b>	<b>15,185,581</b>	<b>55,136,625</b>	<b>54,223,174</b>



**RAGHUVANSH AGROFARMS LIMITED**

**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**

**Notes forming part of the financial statements**

**Note 12 Deferred Tax Calculation**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
<b>Opening Deferred tax Liability/(Asset)</b>	651,277	36,637
<u>Tax effect of items constituting deferred tax liability</u>		
On diff. between dep. As per Co.'s Act and as per Income Tax Act/		-
On Absorption of Unabsorbed Depreciation during the year and Due to Fixed Assets	-	-
Others		
Tax effect of items constituting deferred tax liability	-	-
<u>Tax effect of items constituting deferred tax assets</u>		
Disallowances under Section 43B of the Income Tax Act, 1961	-	-
On difference between book balance and tax balance of fixed assets	-163,053	-614,640
Tax effect of items constituting deferred tax assets	-163,053	-614,640
<b>Closing deferred tax liability/(Asset)</b>	<b>814,330</b>	<b>651,277</b>
<p>The Company has recognised deferred tax asset on unabsorbed depreciation to the extent of the corresponding deferred tax liability on the difference between the book balance and the written down value of fixed assets under Income Tax (or) The Company has recognised deferred tax asset on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future profits considering the non-cancellable customer orders received by the Company.</p>		

**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**  
**Notes forming part of the financial statements**

**Note 11 Non Current Investments**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
a) Trade Investments	0	0
b) Other Investments		
Investment in Equity Instruments		
Quoted Investments	0	0
Unquoted Invesments	75937026	75937026
	<b>75937026</b>	<b>75937026</b>

**Note 13 Long-term loans and advances**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
(a) Capital Advances		
Unsecured, considered good :	0	0
Secured, considered good :	0	0
(b) Security deposits:		
Unsecured, considered good :	0	0
Secured, considered good :	0	0
(b) Other Loans & Advances		
Unsecured, considered good :	0	0
Secured, considered good :	0	0
	0	0

Note: Other Long-term loans and advances include amounts due from:

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
Directors	0	0
Other officers of the Company	0	0
Firms in which any director is a partner	0	0
Private companies in which any director is a director or member	0	0
	-	-

**Note 14 Other Non-Current Assets**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
a) Loans & Advances to Related parties	0	41,516,500
a) Long Term Trade Receivables		
Unsecured, considered good :	0	0
Secured, considered good :	0	0
b) Others	0	0
	0	41,516,500

**Note 15 Current Investments**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
a) Investment in Equity Instruments	0.00	0.00
b) Investment in Preference Shares	-	-
c) Investment in Government & Trust Securities	-	-
d) Investment in Debenture & Bonds	-	-
e) Other investments	-	-
	-	-

**Note 16 Inventories**

(At lower of cost and net realisable value)

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
(a) Raw Material	81,580	202,428
(b) Work in Progress	3,022,080	3,055,080
(c) Finished Goods	8,893,950	18,361,921
(d) Stock in Trade	29,287,895	124,667,540
(e) Stores & Spares	0	0
(f) Loose Tools	0	0
<b>Total</b>	<b>41,285,505</b>	<b>146,286,969</b>

**Note 17 Trade receivables**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
(a) Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Secured, considered good		
Unsecured, considered good	-	-
(b) Other Trade receivables		
Secured, considered good	-	-
Unsecured, considered good	812,604,744	102,794,905
<b>Total</b>	<b>812,604,744</b>	<b>102,794,905</b>

**Note 18 Cash and cash equivalents**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
(a) Cash on Hand	1,670,081	644,627
(b) Balances with banks		
(i) In current accounts	671,090	9,461,958
(ii) In Margin Money	-	-
<b>Total</b>	<b>2,341,171</b>	<b>10,106,585</b>

**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**

**Notes forming part of the financial statements**

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

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
(a) Loans and advances to related parties		
Unsecured, considered good		
Secured, considered good		
(b) Prepaid expenses		-
Unsecured, considered good	575,000	-
Secured, considered good	36,255	-
	611,255	-
(d) Balances with government authorities		
Unsecured, considered good		
Advance Income Tax (TCS)	19,712	19,712
Advance Indirect Tax	2,511,126	6,591,624
Tax Deducted at Source	471,527	-
	3,002,365	6,611,336
(g) Others (specify nature)		
Unsecured, considered good		
Advances to Others	9,439,229	33,144,406
	9,439,229	33,144,406
<b>Total</b>	<b>13,052,849</b>	<b>39,755,742</b>

**Particulars**

Note: Short-term loans and advances include amounts due from:

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
Advances to others	9,439,229	33,144,406

**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**

**Notes forming part of the financial statements**

**Note 20 Revenue from operations**

	Particulars	For the year ended	For the year ended
		31 March, 2019	31 March, 2018
		Rs.	Rs.
(a)	Sale of products (Refer Note (i) below)	4,221,744,461	232,726,228
(b)	Sale of Services (Refer Note (ii) below)	-	-
		4,221,744,461	232,726,228
(c)	<u>Less:</u> Taxes & Duties	-	-
	<b>Total</b>	<b>4,221,744,461</b>	<b>232,726,228</b>

Note	Particulars	For the year ended	For the year ended
		31 March, 2019	31 March, 2018
		Rs.	Rs.
(i)	Sale of products comprises :		
	Agriculture produce	19,283,623	29,444,639
	Trading Goods	4,073,941,859	170,888,970
	Organic Manure	64,783,395	22,796,960
	Dairy Products	9,185,140	9,595,659
	Jaggery	54,550,444	-
	<b>Total - Sale of Products</b>	<b>4,221,744,461</b>	<b>232,726,228</b>
(ii)	Income From Financing Activities comprises :		
		-	-
	<b>Total - Sale of services</b>	<b>-</b>	<b>-</b>

**Note 21 Other Income**

	Particulars	For the year ended	For the year ended
		31 March, 2019	31 March, 2018
		Rs.	Rs.
(a)	Interest Income	675,965	4,644,782
(b)	Discount	-	-
(c)	Profit on Sales of Investment	-	100,000
(d)	Short Term Capital Gain	-	20,408
(e)	Round Off	-	-
	<b>Total</b>	<b>675,965</b>	<b>4,765,190</b>

**Note 22 Cost of materials consumed**

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rs.	Rs.
Opening stock	202,428	670,224
Add: Purchases during the year	81,684,599	19,764,765
<b>Total</b>	<b>81,887,027</b>	<b>20,434,989</b>
Less: Closing stock	81,580	202,428
<b>Cost of material consumed</b>	<b>81,805,447</b>	<b>20,232,561</b>
Shares consumed/Sold comprises: Agriculture Produce	81,805,447	20,232,561
<b>Total</b>	<b>81,805,447</b>	<b>20,232,561</b>

**Note 23 Employee benefits Expense**

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rs.	Rs.
Staff Welfare	102,208	39,683
Salary to Staff	810,500	1,227,029
Salary to Managing Director	960,000	960,000
<b>Total</b>	<b>1,872,708</b>	<b>2,226,712</b>

**Note 24 Changes in Inventories of Finished Goods, WIP and Stock In Trade**

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rs.	Rs.
<b>Opening Stock</b>		
Work in Progress	3,055,080	4,289,311
Finished Goods	18,361,921	7,700,748
Stock in Trade	124,667,540	-
	<b>146,084,541</b>	<b>11,990,059</b>
<b>Closing Stock</b>		
Work in Progress	3,022,080	3,055,080
Finished Goods	8,893,950	18,361,921
Stock in Trade	29,287,895	124,667,540
	<b>41,203,925</b>	<b>146,084,541</b>
<b>Changes in Inventories</b>	<b>(104,880,616)</b>	<b>134,094,482</b>

**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**  
**Notes forming part of the financial statements**

**Note 25 Other expenses**

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rs.	Rs.
Advertisement Expenses	4800	-
Agriculture Expenses	2135557	1774928
Arecanut Repacking Expenses	2586645	0
Business Promotion Exp	90000	0
Dairy Expenses	1575905	1025322
Depository Charges	89500	120000
Donation	26100	5100
Electricity Exp	63381	98664
Freight Expenses	43742498	3355200
Insurance Exp	133945	39148
Jaggery Processing Exp.	7822604	674970
Listing Exps	57728	76952
Manure Expenses	4137300	3145334
Misc.Exp	15854	4
Printing & Stationery	15564	0
Power & Fuel	1419686	400829
Professional Exp	214074	351374
Rent & Taxes	1326827	971910
Repair and maintenance	1060449	103669
ROC Filing fees	15300	9366
Royalty Exp	298230	305128
Telephone Exp	35711	9527
Travelling & Conveyance Expenses:		
Inland	1334229	374557
Foreign	0	0
Vehicle Repair & Running Charges	227691	0
VAT Paid	0	50932
Website Maintenance Charges	11986	23971
Payments to auditors (Refer Note (i) below)	60000	60000
Prior period items (net) (Refer Note (ii) below)	0	0
<b>Total</b>	<b>68501564</b>	<b>12976884</b>

**Notes:**

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rs.	Rs.
(i) Payments to the auditors comprises		
As auditors - statutory audit	60,000	60,000
For Other Services (Quaterly Audit)	-	-
<b>Total</b>	<b>60,000</b>	<b>60,000</b>
(ii) Details of Prior period items (net)		
Prior period expenses	-	-
Adjustment for Income Tax of Earlier Year	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**Note 26 Finance costs**

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rs.	Rs.
(a) Interest expense on:		
(i) Borrowings From Banks		
(ii) Others		
Interest paid	-	53,863
Interest paid on TDS	1,812	3,201
(b) Other borrowing costs		
HDFC Credit Card Charges	891	
Bank Charges and Commission	51,727	6,283
<b>Total</b>	<b>54,430</b>	<b>63,347</b>

**Note 27 Additional information to the financial statements**

Note	Particulars	As at 31 March, 2019	As at 31 March, 2018
		Rs.	Rs.
27.1	<b>Contingent liabilities and commitments (to the extent not provided for)</b>		
(i)	Contingent liabilities		
	(a) Claims against the Company not acknowledged as debt	Nil	Nil
	(b) Guarantees	Nil	Nil
	(c) Other money for which the Company is contingently liable	Nil	Nil
		<b>As at 31 March, 2019</b>	<b>As at 31 March, 2018</b>
(ii)	Commitments	Rs.	Rs.
	(a) Estimated amount of contracts remaining to be executed on capital account and not provided for		
	Tangible assets	Nil	Nil
	Intangible assets	Nil	Nil
	(b) Uncalled liability on shares and other investments partly paid	Nil	Nil
	(c) Other commitments	Nil	Nil
27.2	<b>Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006</b> The company has not received information from vendors regarding their status under the Micro, Small & Medium enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid / payable under this Act has not been given.		
27.3	<b>Value of imports calculated on CIF basis :</b>	<b>For the year ended 31 March, 2019</b>	<b>For the year ended 31 March, 2018</b>
		Rs.	Rs.
	Raw materials	Nil	Nil
	Components	Nil	Nil
	Spare parts	Nil	Nil
	Capital goods	Nil	Nil
27.4	<b>Expenditure in foreign currency :</b>	<b>For the year ended 31 March, 2019</b>	<b>For the year ended 31 March, 2018</b>
		Rs.	Rs.
	Royalty	Nil	Nil
	Know-how	Nil	Nil
	Professional and consultation fees	Nil	Nil
	Interest	Nil	Nil
	Other matters	Nil	Nil
27.5	<b>Details of consumption of imported and indigenous items</b>	<b>For the year ended 31 March, 2019</b>	
		Rs.	%
	<u>Imported (Rs. In Lacs)</u>		
	Raw materials	(Nil)	(Nil)
		(Nil)	(Nil)
	Components	Nil	NA
		(Nil)	
	Spare parts	Nil	NA
		(Nil)	
	<b>Total</b>	(Nil)	(Nil)
		(Nil)	(Nil)

**Note 27 continued**

Indigenous	For the year ended 31 March, 2019	
	Rs.	%
Raw Materials (Rs. In Lacs)	0.00 (0)	0.00% (0)
Consumables	0 (NIL)	0% (NIL)
Packing Materials	0 (NIL)	
<b>Total</b>	<b>0.00</b> <b>(0)</b>	<b>0.00%</b> <b>(0)</b>

Note: Figures / percentages in brackets relates to the previous year

	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rs.	Rs.
<b>27.6 Earnings in foreign exchange : (Rs. In Lacs)</b>		
Export of goods calculated on FOB basis	Nil	Nil
Royalty, know-how, professional and consultation fees	Nil	Nil
Interest and dividend	Nil	Nil
Other income	Nil	Nil

**27.7** In the opinion of the board of directors, the current assets, Loans & Advances if realized in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet and that no contingent liability exists as on 31.03.2019 except those mentioned in these notes on account



RAGHUVANSH AGROFARMS LIMITED  
D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074

Notes forming part of the financial statements

Note 27 Disclosures under Accounting Standards

Particulars							
Related party transactions							
Details of related parties:							
Description of relationship	Names of related parties						
Holding Company	NIL						
Subsidiary Company	1. Sanjeevani Fertilizers and Chemicals Pvt. Ltd. 2. Kanpur Organics Pvt. Ltd.						
Associates	NIL						
Key Management Personnel (KMP)	1. Mr. Subodh Agarwal (Managing Director) 2. Mr. Rajit Verma (Company Secretary) 3. Mr. Shailendra Kumar Shukla (Chief Financial Officer)						
Relatives of KMP	NIL						
Enterprises in which KMP and relatives of KMP can exercise significant influence	NIL						
Note: Related parties have been identified by the Management.							
Details of related party transactions during the year ended 31 March, 2019 and balances outstanding as at 31 March, 2019:							
Particulars	Holding Company	Subsidiary Company	Associates	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP have significant influence	Total
Remuneration Paid	NIL (NIL)	NIL (NIL)	NIL (NIL)	960000 (960000)	NIL (NIL)	NIL (NIL)	960000 (960000)
Interest Paid	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Rent Paid	NIL (NIL)	NIL (60000)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (60000)
Purchase Made	NIL (NIL)	137000 (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	137000 (NIL)
Sales Made	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Intt. Received	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Loans	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Balances outstanding at the end of the year							
Amount Receivable	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Amount Payable	NIL (NIL)	49824676 (NIL)	NIL (NIL)	NIL (NIL)	360000 (NIL)	NIL (NIL)	50184676 (NIL)
Share Application Money	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Gaurantee Taken	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Gaurantee Given	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)



To The Members of **RAGHUVANSH AGROFARMS LIMITED**

## **Report on the Consolidated financial statements**

We have audited the accompanying Consolidated financial statements of **RAGHUVANSH AGROFARMS LIMITED** ('the Holding Company') and its subsidiaries **SANJEEVANI FERTILIZERS AND CHEMICALS PVT.LTD.** and **KANPUR ORGANICS PVT. LTD.** (collectively referred to as 'the Company' or 'the Group'), comprising the consolidated balance sheet as at 31 March 2019, the consolidated statement of profit and loss for the year then ended, cash flow statement for the year ended then, and the summary of the significant accounting policies and other explanatory information (hereinafter referred to as 'the Consolidated Financial Statements').

### **OPINION**

In our opinion and to the best of our information and according to the explanations given to us, because of the significance of matters described except for the effect/possible effect of the matter described in the basis of Emphasis of Matters given in above paragraph, 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 March 31, 2019;
- (b) In the case of the Statement of Profit and Loss, of the 'Profit' of the Company for the year ended on that date;
- (c) In the case of Cash Flow Statements, of the cash flows for the year ended on that date.

### **Management's responsibility for the Consolidated financial statements**

The Holding Company's Board of Directors is responsible for the preparation of the Consolidated financial statements in terms of the requirements of the Companies Act, 2013 ('the Act') that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated 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 Companies Act, 2013 (hereinafter referred to as 'the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014. The Board of Directors of the Company is responsible for 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; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated financial statements by the Directors of the Holding Company, as aforesaid.

### **Auditors' responsibility**

Our responsibility is to express an opinion on the Consolidated financial statements based on our audit. While conducting the 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 thereunder.

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 Consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the Consolidated 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 Holding Company's Board of Directors, as well as evaluating the overall presentation of the Consolidated financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated financial statements.

### **Emphasis of Matters**

Key audit matters are those that, in our professional judgement, were of most significance in our audit of the Consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

- a) The balances of Loans and advances, Unsecured Loan, Current Liabilities & Provisions and other personal accounts are subject to confirmation and reconciliation, if any and
- b) Livestock is not insured during the year.  
Our opinion is not qualified in respect of these matter.

### **Other Matter**

We did not audit the financial statements of the two subsidiaries whose financials reflect total assets of Rs.1103553803.00 as at 31<sup>st</sup> March 2019 & Total revenue of Rs.4376250689.00 for the year ended on that date, as considered in the consolidated financial statements. These financial statement/ financial information have been audited by other auditors whose reports have been furnished to us by the management, and our opinion on the consolidated financial statements in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub section 3 and 11 of section 143 of that in so far as it relate to the aforesaid subsidiary is based solely on the reports of the other auditors our opinion on the consolidated financial statement and our report on the other legal and regulatory requirements below, is not modified in respect of above matters with respect to our reliance on the work done and report of the auditors.

### **Report on other legal and regulatory requirements**

1. As required by sub-section 3 of Section 143 of the Act, we report, to the extent applicable, 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 of the aforesaid Consolidated financial statements.
  - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated financial statements have been kept so far as it appears from our examination of those books.
  - c. The consolidated balance sheet, the consolidated statement of profit and loss, and the consolidated cash flow statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.



- d. In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2016.
- e. On the basis of the written representations received from the directors of the Holding Company as on 31 March 2019 taken on record by the Board of Directors of the Holding Company and the report of the statutory auditors of its subsidiary companies incorporated in India, none of the Directors of the Group companies incorporated in India is disqualified as on 31 March 2019 from being appointed as a Director of that company in terms of sub-section 2 of Section 164 of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in 'Annexure A'; and
- g. With respect to the other matters to be included in the Auditors' Report 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 derivatives contracts for which there were any material foreseeable losses.
  - iii. No amount is required to be transferred to the Investor Education and Protection Fund by the Company as on 31 March, 2019.

**For KAMAL GUPTA ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN 000752C**

**CA. NEHA AGARWAL (MRN 406713)  
PARTNER**

**PLACE: KANPUR  
DATED: 28.5.2019**

### **Annexure to the Consolidated Auditors' Report**

**[Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' of our Report of even date to the members of RAGHUVANSH AGROFARMS LIMITED on the accounts of the company for the year ended 31<sup>st</sup> March, 2019]**

On the basis of such checks as we considered appropriate and according to the information and Explanations given to us during the course of our audit, we report that:

**(i) In respect of its fixed assets:**

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) As explained to us, fixed assets have been physically verified by the management during the year in accordance with the phased programme of verification adopted by the management which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

**(ii) In respect of its inventory:**

- (a) As explained to us, the inventories were physically verified at the end of the year by the Management. As there is no inventory lying with third parties, no certificates of stocks holding have been received.

In our opinion and according to the information and explanation 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.

- (b) In our opinion and according to the information and explanation given to us, the company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification of stocks as compared to book records. The discrepancies noticed on physical verification of stocks as compared to book record were not material and have been properly dealt with in the books of accounts.
- (iii) According to the information and explanations given to us, during the year, the Company has not granted any loans to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013; and therefore paragraph 3(iii) of the Order is not applicable.
- (iv) On the basis of checks carried out during the course of audit and as per the explanation given to us, we are of the opinion; there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of inventory, fixed assets and for the sale of goods and services. During the course of our Audit, we have not observed any continuing failure to correct major weaknesses in internal control
- (v) The company has not accepted deposits to which the directives of issued by the Reserve Bank of India and provisions of section 73 to 76 or any other relevant provisions of the Companies Act 2013 and the rules framed there under apply..



(vi) As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the Company.

**(vii) In respect of statutory dues:**

- (a) According to the records of the company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues including, Income-tax, Tax deducted at sources, Sales Tax, value added tax (VAT), Service Tax, Excise Duty, Cess and other material statutory dues applicable to it, with the appropriate authorities.
  - (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-tax, Excise Duty, sales tax, VAT, Cess and other material statutory dues, in arrears were outstanding as at 31 March, 2019 for a period of more than six months from the date they became payable.
  - (c) There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund]
- (vii) The company has no accumulated losses, at the end of financial year. The company has not incurred Cash losses during the financial covered by our Audit and also not in the immediately preceding financial year.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions, banks and debenture holders.
- (ix) In our opinion, and according to the information and the explanation given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions during the year;
- (x) The Term Loan taken by the company has been applied for the purpose for which they were raised.
- (xi) 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 KAMAL GUPTA ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN 000752C**

**CA. NEHA AGARWAL (MRN 406713)  
PARTNER**

**PLACE: KANPUR  
DATED: 28.05.2019**



## **Annexure-B to the Auditor's Report**

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

### **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 **RAGHUVANSH AGROFARMS LIMITED** ("the Company") as of 31 March, 2019 in the conjunction with our audit of 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, the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standard 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 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 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 system 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 the financial statements in accordance with generally accepted accounting principles, and that the receipts and expenditures of the company are being made only in accordance with authorizations of the management and directors of the company; and



- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized 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 period 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 2019, 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 KAMAL GUPTA ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN 000752C**

**CA. NEHA AGARWAL (MRN 406713)  
PARTNER**

**PLACE: KANPUR  
DATED: 28.05.2019**

**RAGHUVANSH AGROFARMS LIMITED**

D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074

CIN: L40300DL1996PLC258176

Consolidated Balance Sheet as at 31st March, 2019

Particulars	Note No.	As at 31 March, 2019	As at 31 March, 2018
		Rs.	Rs.
<b>A EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' funds</b>			
(a) Share capital	3	119,175,500.00	119,175,500.00
(b) Reserves and surplus	4	267,973,903.06	197,059,432.00
(c) Minority Interest	4A	44,856,437.94	38,391,037.00
<b>2 Share application money pending allotment</b>		-	-
<b>3 Non-current liabilities</b>			
(a) Long-term borrowings	5	2,118,089.00	8,265,770.00
(b) Deferred tax liabilities (net)	-	-	-
(c) Other Long Term Liabilities	-	-	-
(d) Long Term Provisions	-	-	-
		2,118,089.00	8,265,770.00
<b>4 Current liabilities</b>			
(a) Short Term Borrowings	6	-	1,907.00
(b) Trade payables	7	640,594,996.00	131,708,469.00
(c) Other current liabilities	8	11,766,468.00	13,359,502.12
(d) Short-term provisions	9	17,068,409.00	5,567,186.00
		669,429,873.00	150,637,064.12
<b>TOTAL</b>		<b>1,103,553,803.00</b>	<b>513,528,803.14</b>
<b>B ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Fixed assets			
(i) Tangible Assets : Fixed Assets	10	124,706,118.00	131,685,935.00
(ii) Intangible Assets	-	1,120,909.00	1,120,909.00
(iii) Capital Work in Progress	-	-	-
(ii) Intangible Assets under Development	-	-	-
(b) Non Current Investments	11	39,415,026.00	48,346,583.00
(c) Deferred tax Assets (net)	12	1,348,245.00	1,674,775.00
(d) Long-term loans and advances	13	-	-
(e) Other non-current Assets	14	-	-
		166,590,298.00	182,828,202.00
<b>2 Current assets</b>			
(a) Current Investment	15	9,360,000.00	9,360,000.00
(b) Inventories	16	53,886,697.00	153,788,620.00
(c) Trade receivables	17	848,665,616.00	106,172,035.00
(d) Cash and cash equivalents	18	4,810,621.00	14,687,268.00
(e) Short-term loans and advances	19	20,240,572.00	46,692,678.14
(f) Other Current Assets	-	-	-
		936,963,505.00	330,700,601.14
<b>TOTAL</b>		<b>1,103,553,803.00</b>	<b>513,528,803.14</b>

Accompanying notes are an integral part of the financial statements

In terms of our report of even date attached

**For KAMAL GUPTA ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
**FRN 000752C**

-  
-  
**For Raghuvansh Agrofarms Limited**

**Subodh Agarwal**  
(Managing Director)  
DIN : 00122844

**Renu Agarwal**  
(Director)  
DIN : 01767959

**CA. NEHA AGARWAL (MRN 406713)**  
**PARTNER**

**Shailendra Kumar Shukla**  
(Chief Financial Officer)

**Rajit Verma**  
(Company Secretary)

Place : Kanpur

Date : 28.05.2019

**RAGHUVANSH AGROFARMS LIMITED**

D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074

CIN: L40300DL1996PLC258176

Consolidated Statement of Profit and Loss for the year ended 31st March, 2019

Particulars	Note No.	For the year ended 31 March, 2019	For the year ended 31 March, 2018
		Rs.	Rs.
<b>A CONTINUING OPERATIONS</b>			
1 Revenue from operations (gross)	20	4,374,064,362.00	285,649,393.00
<b>Revenue from operations (net)</b>		<b>4,374,064,362.00</b>	<b>285,649,393.00</b>
2 Expenses			
(a) Cost of material consumed	22	180,879,052.00	34,417,317.00
(b) Purchase of Stock-in-Trade		3,903,469,919.00	295,184,574.00
(c) Employee benefits expense	23	2,405,888.00	2,734,398.00
(d) Changes in Inventory	24	98,676,483.00	-135,821,356.00
(e) Other expenses	25	85,423,210.00	25,255,281.39
<b>Total</b>		<b>4,270,854,552.00</b>	<b>221,770,214.39</b>
3 <b>Earnings before exceptional items, extraordinary items, interest, tax, depreciation and amortisation (EBITDA) (1 - 2)</b>		<b>103,209,810.00</b>	<b>63,879,178.61</b>
4 Finance costs	26	411,557.00	724,891.00
5 Depreciation and amortisation expense	10	9,974,481.00	10,319,814.00
6 Other income	21	2,186,327.00	6,258,046.00
7 <b>Profit / (Loss) before exceptional and extraordinary items and tax</b>		<b>95,010,099.00</b>	<b>59,092,519.61</b>
8 Exceptional items		-	-
9 <b>Profit / (Loss) before extraordinary items and tax (7 ± 8)</b>		<b>95,010,099.00</b>	<b>59,092,519.61</b>
10 Extraordinary items		-	-
11 <b>Profit / (Loss) before tax (9 ± 10)</b>		<b>95,010,099.00</b>	<b>59,092,519.61</b>
12 Tax expense:			
(a) Current tax expense for current year		16,925,000.00	5,325,000.00
(b) Current tax expense relating to prior years		295,110.00	1,497,330.00
Net current tax expense(a+b)		17,220,110.00	6,822,330.00
(c) Deferred tax		-326,530.00	925,905.00
		<b>17,546,640.00</b>	<b>5,896,425.00</b>
13 <b>Profit / (Loss) from continuing operations (11 ± 12)</b>		<b>77,463,459.00</b>	<b>53,196,094.61</b>
14 <b>Profit / (Loss) for the year</b>		<b>77,463,459.00</b>	<b>53,196,094.61</b>
15 <b>Earnings per share (of Rs.10/- each):</b>			
<b>Before Exceptional Item</b>			
Basic		6.50	4.46
Diluted		6.50	4.46
<b>After Exceptional Item</b>			
Basic		6.50	4.46
Diluted		6.50	4.46
Number of Shares used in computing earning per share			
Basic		11,917,550.00	11,917,550.00
Diluted		11,917,550.00	11,917,550.00

Accompanying notes are an integral part of the financial statements

In terms of our report of even date attached

For KAMAL GUPTA ASSOCIATES

CHARTERED ACCOUNTANTS  
FRN 000752C

CA. NEHA AGARWAL (MRN 406713)  
PARTNER

Place : Kanpur

Date : 28.05.2019

For Raghuvansh Agrofarms Limited

Subodh Agarwal  
(Managing Director)  
DIN : 00122844

Shailendra Kumar Shukla  
(Chief Financial Officer)

Renu Agarwal  
(Director)  
DIN : 01767959

Rajit Verma  
(Company Secretary)

**RAGHUVANSH AGROFARMS LIMITED**

D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074

CIN: L40300DL1996PLC258176

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2019**

PARTICULARS	FOR THE YEAR ENDED 31.03.2019	FOR THE YEAR ENDED 31.03.2018
<b>A) CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit after exceptional items but before tax	95010099.00	59092519.61
Add/(Less) Adjustment for:		
Depreciation	9974481.00	10319814.00
Provision for liabilities	0.00	0.00
<b>Operating Profit Before Working Capital Changes</b>	<b>104984580.00</b>	<b>69412333.61</b>
Add/(Less) Adjustments for Working Capital Changes :		
Trade & other Receivables	-742493581.00	-73636487.00
Loans & advances	26452106.14	39101608.00
Inventories	99901923.00	-135313922.00
Trade Payable & Other liabilities	518794715.88	121066217.00
Other Current Assets	0.00	0.00
<b>Cash Generated From Operations</b>	<b>7639744.02</b>	<b>20629749.61</b>
Tax Paid during the year	-17303697.00	-6916087.00
<b>NET CASH FROM ( OR USED IN) OPERATIONAL ACTIVITIES</b>	<b>A -9663952.98</b>	<b>13713662.61</b>
<b>B) CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Fixed Assets	-2994664.00	-6428940.00
Loan Refund Received	0.00	0.00
Investments in Shares & Chit Funds	8931557.00	-2172183.00
<b>NET CASH FROM ( OR USED IN) INVESTING ACTIVITIES</b>	<b>B 5936893.00</b>	<b>-8601123.00</b>
<b>C) CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Increase/(Decrease) in Secured Loans	-6147681.00	3468127.00
Current Investments	0.00	0.00
Other Non-Current Assets	0.00	0.00
Increase/(Decrease) in Unsecured Loans	0.00	0.00
Net Proceeds from Short term borrowings	-1907.00	1907.00
<b>NET CASH FROM ( OR USED IN) FINANCING ACTIVITIES</b>	<b>C -6149588.00</b>	<b>3470034.00</b>
<b>INCREASE/(DECREASE) IN CASH AND CASH EQUIVILANTS (A+B+C)</b>	<b>-9876646.98</b>	<b>8582573.61</b>
<b>OPENING CASH AND CASH EQUIVALENT</b>	<b>14687267.61</b>	<b>6104694.00</b>
<b>CLOSING CASH AND CASH EQUIVALENT</b>	<b>4810620.63</b>	<b>14687267.61</b>

For KAMAL GUPTA ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN 000752C

For Raghuvansh Agrofarms Limited

Subodh Agarwal  
(Managing Director)  
DIN : 00122844

Renu Agarwal  
(Director)  
DIN : 01767959

CA. NEHA AGARWAL (MRN 406713)  
PARTNER

Place : Kanpur  
Date : 28.05.2019

Shailendra Kumar Shukla  
(Chief Financial Officer)

Rajit Verma  
(Company Secretary)

**RAGHUVANSH AGROFARMS LIMITED**  
D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074

**Notes forming part of the financial statements**

Note	Particulars														
<b>1</b>	<b>Corporate information</b> Raghuvansh Agrofarms Limited is a Limited Company in India and incorporated under the provisions of the Companies Act, 1956. It came into existence on 19.12.1996. The company is primarily engaged in manufacturing and trading of agro products.														
<b>2</b>	<b>Significant accounting policies</b> As per the Micro, Small and Medium Enterprises Development Act, 2006, the Company is required to identify the Micro, Small and Medium Enterprises and pay them interest on amounts overdue beyond the specified period irrespective of the terms agreed with them.														
<b>2.1</b>	<b>Basis of accounting and preparation of financial statements</b> The Financial Statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these Financial Statements to comply in all material aspects, with the Accounting Standards notified under the Companies relevant provisions of the Companies Act, 2013. The Financial Statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year except for the change in accounting policy, if any.														
<b>2.2</b>	<b>Use of estimates</b> The preparation of the Financial Statements in conformity with Indian GAAP requires Management to make Judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosures relating to contingent assets and liabilities at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in material or immaterial adjustments to the carrying amounts of assets or liabilities in future periods.														
<b>2.3</b>	<b>Inventories</b> Inventories are valued at cost, computed on a First-in-First-out (FIFO) basis, and estimated net realizable value whichever is lower. In respect of finished goods and work in process, appropriate overheads are loaded.														
<b>2.4</b>	<b>Depreciation and amortisation</b> Depreciation has been charged over the estimated useful life of a fixed assets on written down value method as per the rates prescribed and in the manner specified in Part C of Schedule - II of the Companies Act, 2013. Depreciation on fixed assets added/disposed off during the year/period is provided on pro-rata basis with reference to the date of addition/disposal. The useful lives of the groups of fixed assets are given below:- <table style="margin-left: 40px; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;"><u>Fixed Assets</u></th> <th style="text-align: left;"><u>Useful Life</u></th> </tr> </thead> <tbody> <tr> <td>1) Computer</td> <td>3 years</td> </tr> <tr> <td>2) Furniture &amp; Fittings</td> <td>10 years</td> </tr> <tr> <td>3) Car</td> <td>8 years</td> </tr> <tr> <td>4) Motor Cycle</td> <td>10 years</td> </tr> <tr> <td>5) Office Equipments</td> <td>5 years</td> </tr> <tr> <td>6) Plant &amp; Machinery (incl AC in Plant &amp; Machinery)</td> <td>15 years</td> </tr> </tbody> </table>	<u>Fixed Assets</u>	<u>Useful Life</u>	1) Computer	3 years	2) Furniture & Fittings	10 years	3) Car	8 years	4) Motor Cycle	10 years	5) Office Equipments	5 years	6) Plant & Machinery (incl AC in Plant & Machinery)	15 years
<u>Fixed Assets</u>	<u>Useful Life</u>														
1) Computer	3 years														
2) Furniture & Fittings	10 years														
3) Car	8 years														
4) Motor Cycle	10 years														
5) Office Equipments	5 years														
6) Plant & Machinery (incl AC in Plant & Machinery)	15 years														
<b>2.5</b>	<b>Revenue recognition</b> 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. Income is accounted for on accrual basis in accordance with the Accounting Standards (AS) 9- "Revenue Recognition". Insurance and other claims are recognized in accounts on judgment to the extent these are measurable with reasonable certainty of acceptance. Excess/ shortfall is adjusted in the year of receipt. Interest is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate.														
<b>2.6</b>	<b>Intangible Assets</b> Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets are not capitalized and expensed off in the Statement of Profit and Loss in the year in which the expenditure is incurred. Intangible assets are amortized on a straight line basis over the estimated useful economic life. The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly.														
<b>2.7</b>	<b>Tangible fixed assets</b> Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Any subsidy/ reimbursement/ contribution received for installation and acquisition of any fixed assets is shown as deduction in the year of receipt. Capital work- in- progress is stated at cost. The Company's livestock comprise of dairy cattle. Livestock are initially recognised at cost. The cost of newborn calf is assumed to be nil. At each reporting date fair value of livestock is compared with carrying value and any material variations are recognised through profit and loss statement.														
<b>2.8</b>	<b>Investment</b> Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long term investments. On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost. However, provision for diminution in values is made to recognize a decline other than temporary in the value of the investments. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.														
<b>2.9</b>	<b>Borrowing Cost</b> Borrowing cost includes interest. Such costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.														

### 3.0 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

### 3.1 Taxes on income

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

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

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The company recognizes MAT credit available as an asset only to the extent there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT Credit is allowed to be carried forward. In the year in which the Company recognizes MAT Credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternate Tax under the Income Tax Act, 1961, the said asset is created by way of credit to the statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the sufficient period.

### 3.2 Impairment of assets

An impairment loss is recognized wherever the carrying amount of fixed assets exceeds the recoverable amount i.e. the higher of the assets' net selling price and value in use. After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life. A previously recognized impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there was no impairment.

### 3.3 Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed

### 3.4 Contingent Liabilities

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

### 3.5 Leased Assets

#### In case of Lessee

Assets taken on lease, under which the lessor effectively retains all the risks and rewards of ownership, are classified as operating lease. Operating lease payments are recognized as expense in the statement of profit and loss account. Assets acquired under leases where all the risks and rewards of ownership are substantially transferred to company are classified as finance leases. Such leases are capitalized at the inception of the lease at the lower of fair value or the present value of minimum lease payments and liability is created for an equivalent amount. Each lease rental paid is allocated between the liability and interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each period.

#### In case of Lessee

Leases in which the company transfers substantially all the risks and benefits of ownership of the asset are classified as finance leases. Assets given under finance lease are recognized as a receivable at an amount equal to the net investment in the lease. After initial recognition, the company apportions lease rentals between the principal repayment and interest income so as to achieve a constant periodic rate of return on the net investment outstanding in respect of the finance lease. The interest income is recognized in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss. Leases in which the company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in fixed assets. Lease income on an operating lease is recognized in the statement of profit and Loss as revenue from operation. Costs, including depreciation, are recognized as an expense in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss.

**RAGHUVANSH AGROFARMS LIMITED**

**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**

**Notes forming part of the financial statements**

S.N.	Particulars	<u>Current Year</u> As At 31.03.2019	<u>Previous Year</u> As At 31.03.2018
<b>3.6</b>	<b><u>Contingent Liabilities:-</u></b>		
	i) Estimated Amount of Contract on Capital Account remaining to be executed and provided for	NIL	NIL
	ii) Other Contingent Liabilities	NIL	NIL
	Director's Remuneration	960000	960000
<b>3.7</b>	<b><u>AUDITOR'S REMUNERATION:-</u></b>		
	Audit fees and fees for other Services	60000.00	69000.00
<b>3.8</b>	The balances of Loans and Advances, Current Liabilities & Provisions and other personal accounts are subject to confirmation and reconciliation, if any		
<b>3.9</b>	During the Period, company has maintained 94.78% shareholding in 'Kanpur Organics Private Limited' which is engaged in manufacturing of Organic Fertilizers and Crude Wax from Sugarcane Press Mud and The company also holds 51% shares in 'Sanjeevani Fertilizers and Chemicals Private Limited' which have started the manufacturing of Refined Wax from Crude Wax at current financial year.		
<b>3.10</b>	As the Company's business activity primarily falls within a single business and geographical segment, there are no additional disclosures to be provided in terms of Accounting Standard – 17 Segment Reporting.		
<b>3.11</b>	None of the employees has completed the qualifying years of services for entitlement of gratuity and hence no provision has been made for Gratuity		
<b>3.12</b>	<b><u>The Deferred Tax Liability as at 31.03.2019 comprises of the following:-</u></b>		
		<u>As at 01.04.2018</u>	<u>Current Year charge</u>
		<u>As at 31.03.2019</u>	
	<b><u>Deferred Tax Assets:-</u></b>		
	Related to Fixed Assets	1674775.00	-326530.00
		1674775.00	-326530.00
<b>3.13</b>	Figures of the Previous Year have been regrouped/ rearranged wherever found necessary.		



**RAGHUVANSH AGROFARMS LIMITED**  
D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074  
Notes forming part of the financial statements

**Note 3 Share capital**

Particulars	As at 31 March, 2019		As at 31 March, 2018	
	Number of shares	Amount (Rs.)	Number of shares	Amount (Rs.)
(a) Authorised Equity shares of Rs.10 each with voting rights	12300000.00	123000000.00	12300000.00	123000000.00
(b) Issued, Subscribed and Fully Paid up Equity shares of Rs. 10 each with voting rights	11917550.00	119175500.00	11917550.00	119175500.00
<b>Total</b>	<b>11917550.00</b>	<b>119175500.00</b>	<b>11917550.00</b>	<b>119175500.00</b>

**Refer Notes (i),(ii) & (iii) below**

Particulars
<b>(i) Terms/rights attached to equity shares</b>
The company has only one class of equity shares with a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.

**(ii) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

Particulars	Opening Balance	Fresh issue	Closing Balance
Equity shares with voting rights			
Year ended 31 March, 2019			
- Number of shares	11,917,550.00	-	11,917,550.00
- Amount (Rs.)	119,175,500.00	-	119,175,500.00
Year ended 31 March, 2018			
- Number of shares	11,917,550.00	-	11,917,550.00
- Amount (Rs.)	119,175,500.00	-	119,175,500.00

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

Class of shares / Name of shareholder	As at 31 March, 2019		As at 31 March, 2018	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Subodh Agarwal	981550.00	8.24%	981550.00	8.24%
Model Kings Safetywear Ltd.	1000000.00	8.39%	1000000.00	8.39%

**Note 4 Reserves and surplus**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
<b>(a) Securities Premium</b>		
Opening balance	144,910,500.00	144,910,500.00
Add: Received during the year	-	-
Less: Utilised during the year	-	-
Closing balance	<b>144,910,500.00</b>	<b>144,910,500.00</b>
<b>(b) General Reserve</b>		
Opening balance	2,265,186.00	2,265,186.00
Add: Profit/(loss) during the year	-	-
Less: Adjustment during the year	-	-
Closing balance	<b>2,265,186.00</b>	<b>2,265,186.00</b>
<b>(c) Foreign Currency Translation Reserve</b>		
<b>(d) Surplus / (Deficit) in Statement of Profit and Loss</b>		
Opening balance	119,560,874.00	66,458,537.00
Add: Profit / (Loss) for the year	77,463,459.00	53,196,095.00
Less: Appropriations	(83,587.00)	(93,758.00)
Closing balance	<b>196,940,746.00</b>	<b>119,560,874.00</b>
<b>Less:</b>		
own share in Kanpur Organics Pvt. Ltd. (Capital Part)	(5,353,172.00)	(5,353,172.00)
Minority Interest in Kanpur Organics	(2,209,219.52)	(1,091,387.00)
own share in Sanjeevani Fertilizers & Chemicals(Capital Part)	(27,110,919.00)	(27,110,919.00)
Minority Interest in Sanjeevani	(41,469,218.42)	(36,121,650.00)
	(76,142,528.94)	(69,677,128.00)
<b>Total</b>	<b>267,973,903.06</b>	<b>197,059,432.00</b>

**Note 4A**

**Minority Interest**

Sanjeevani Fertilizers and Chemicals Pvt. Ltd.	Holding	2018-19	Minority Interest	2017-18	Minority Interest
Capital	49%	2,200,000.00	1,078,000.00	2,200,000.00	1,078,000.00
Reserve & Surplus	49%	84,631,058.00	41,469,218.42	73,727,653.00	36,121,650.00
<b>Kanpur Organics Pvt. Ltd.</b>					
Capital	5.22%	1,915,000.00	100,000.00	1,915,000.00	100,000.00
Reserve & Surplus	5.22%	42,322,213.00	2,209,219.52	20,907,797.00	1,091,387.00
		<b>131,068,271.00</b>	<b>44,856,437.94</b>	<b>98,750,450.00</b>	<b>38,391,037.00</b>

**Note 5 Long-term borrowings**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
(a) Term loans		
From banks/FI		
Secured	2,118,089.00	8,265,770.00
From other parties	-	-
Unsecured	-	-
<b>Total</b>	<b>2,118,089.00</b>	<b>8,265,770.00</b>



RAGHUVANSH AGROFARMS LIMITED  
D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074

Notes forming part of the financial statements  
Note 5 Long-term borrowings (contd.)

Particulars					
(i) Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured other long-term borrowings:					
Particulars	Terms of repayment and security	As at 31 March, 2019		As at 31 March, 2018	
		Secured Rs.	Unsecured Rs.	Secured Rs.	Unsecured Rs.
Term loans from banks/FI:					
		2118089.00	0.00	8265770.00	0.00
Total - Term loans from banks/Fis		2118089.00	0.00	8265770.00	0.00
Term loans from other parties:					
Unsecured Loans:					
From Body Corporate		0.00	0.00	0.00	0.00
Total - Term loans from other parties		-	-	-	-
(ii) The Company has defaulted in repayment of loans and interest in respect of the following:					
Particulars	As at 31 March, 2019		As at 31 March, 2018		
	Period of default	Rs.	Period of default	Rs.	
Term loans from other Parties					
Principal		-	-	-	
Interest		-	-	-	

**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**  
**Notes forming part of the financial statements**

**Note 6 of Short-term borrowings**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Unsecured	Secured
<b>Secured</b>		
i. Loans		
- from banks	0	0
- from other parties	0	0
ii. Loans & advances from related Parties	0	0
iii. Deposits	0	0
iv. OtherLoans & Advances	0	0
<b>Unsecured</b>		
i. Loans		
- from banks	0	1907.00
- from other parties	0	0
ii. Loans & advances from related Parties	0	0
iii. Deposits	0	0
iv. OtherLoans & Advances	0	0
	<b>0</b>	<b>1907.00</b>

**Note 7 Trade payables**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
<u>Trade payables:</u>		
Acceptances	686,379,996.00	131,708,469.00
Less : Mutual Owing	(45,785,000.00)	-
Other than Acceptances	-	-
<b>Total</b>	<b>640,594,996.00</b>	<b>131,708,469.00</b>

**Note 8 Other current liabilities**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
Unpaid Dividends	-	-
Other Payables	15,698,223.00	13,931,106.12
Less : Mutual Owing	(4,039,676.00)	(678,016.00)
TDS Payable	107,921.00	106,412.00
<b>Total</b>	<b>11,766,468.00</b>	<b>13,359,502.12</b>

**Note 9 Short-term provisions**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
Audit Fee Payable	120,000.00	105,000.00
Provision for Income Tax	16,925,000.00	5,375,000.00
Other Payable	23,409.00	87,186.00
<b>Total</b>	<b>17,068,409.00</b>	<b>5,567,186.00</b>

**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**  
**Notes forming part of the financial statements**  
**Note 10 Fixed assets**

S. No.	Intangible & Tangible Assets	Gross block			Accumulated depreciation and Impairment			Net block		
		Balance as at 1 April, 2018	Additions	Other adjustments/Sale	Balance as at 31 March, 2019	Balance as at 1 April, 2018	Depreciation / amortisation expense for the year	Adjustments	Balance as at 31 March, 2019	Balance as at 31 March, 2018
		Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
	<b>INTANGIBLE ASSETS</b>									
1	Goodwill	-	-	-	-	-	-	-	-	-
2	Software	-	-	-	-	-	-	-	-	-
3	Trade Mark	-	-	-	-	-	-	-	-	-
	<b>TANGIBLE ASSETS</b>									
4	Building	4,079,380	-	-	4,079,380	1,093,697	283,640	-	1,377,337	2,702,043
5	Aerophonic Plant	5,821,016	-	-	5,821,016	1,483,873	785,023	-	2,268,896	3,552,120
6	Air Conditioner	279,813	-	-	279,813	249,367	8,205	-	257,572	22,241
7	Bio gas plant	24,974,044	-	-	24,974,044	8,791,035	2,929,125	-	11,720,160	13,253,884
8	Land, Building & Shed	51,145,746	-	-	51,145,746	4,437,553	-	-	6,167,758	16,183,009
9	Car	8,550,942	1,510,413	-	10,061,355	4,301,213	1,730,205	-	3,893,597	4,113,369
10	Computer	396,540	81,000	-	477,540	301,213	67,805	-	108,522	95,327
11	Electric Installation	113,961	-	-	113,961	96,817	4,920	-	101,737	17,144
12	Furniture & Fixtures	170,823	-	-	170,823	126,251	10,940	-	137,191	33,632
13	Generator	191,189	-	-	191,189	133,694	10,872	-	144,566	46,623
14	Irrigation Equipments	1,235,340	-	-	1,235,340	812,749	80,242	-	892,991	422,591
15	JCB Machine	1,929,000	-	-	1,929,000	1,750,911	56,953	-	1,807,864	121,136
16	Live Stock (Cattle)	15,371,000	-	-	15,371,000	-	-	-	-	15,371,000
17	Loader	187,000	-	-	187,000	175,318	-	-	11,682	11,682
18	Motorcycle	91,905	-	-	91,905	58,702	8,599	-	67,301	33,203
19	Office Equipment	159,410	261,590	-	421,000	72,338	84,736	-	157,074	263,926
20	Plant & Machinery	40,436,485	1,141,661	-	41,578,146	16,330,667	3,792,733	-	20,123,400	21,454,746
21	Property (MP)	11,999,623	-	-	11,999,623	-	-	-	-	11,999,623
22	Tools	170,969	-	-	170,969	132,928	7,277	-	140,205	38,041
23	Tractor	1,580,600	-	-	1,580,600	1,326,908	80,448	-	1,407,356	253,692
24	Trolley	160,000	-	-	160,000	88,012	13,030	-	101,042	58,958
25	Weighing Machine	347,469	-	-	347,469	244,287	19,728	-	264,015	103,182
	<b>Total</b>	<b>169,392,255</b>	<b>2,994,664</b>	<b>-</b>	<b>172,386,919</b>	<b>37,706,320</b>	<b>9,974,481</b>	<b>-</b>	<b>47,680,801</b>	<b>124,706,118</b>
	<b>Previous year</b>	<b>161,044,215</b>	<b>6,428,940</b>	<b>-</b>	<b>167,473,155</b>	<b>25,467,406</b>	<b>10,319,814</b>	<b>-</b>	<b>35,787,220</b>	<b>131,685,935</b>
										<b>135,576,809</b>



**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**

**Notes forming part of the financial statements**

**Note 12 Deferred Tax Calculation**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
<b>Opening Deferred tax Liability/(Asset)</b>	1,674,775.00	748,870.00
<u>Tax effect of items constituting deferred tax liability</u>		
On diff. between dep. As per Co.'s Act and as per Income Tax Act/		-
On Absorption of Unabsorbed Depreciation during the year and Due to Fixed Assets	-	-
Others		
Tax effect of items constituting deferred tax liability	-	-
<u>Tax effect of items constituting deferred tax assets</u>		
Disallowances under Section 43B of the Income Tax Act, 1961	-	-
On difference between book balance and tax balance of fixed assets	326,530.00	-925,905.00
Tax effect of items constituting deferred tax assets	326,530.00	-925,905.00
<b>Closing deferred tax liability/(Asset)</b>	<b>1,348,245.00</b>	<b>1,674,775.00</b>
<p>The Company has recognised deferred tax asset on unabsorbed depreciation to the extent of the corresponding deferred tax liability on the difference between the book balance and the written down value of fixed assets under Income Tax (or) The Company has recognised deferred tax asset on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future profits considering the non-cancellable customer orders received by the Company.</p>		

**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**  
**Notes forming part of the financial statements**

**Note 11 Non Current Investments**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
a) Trade Investments	0.00	0.00
b) Other Investments		
Investment in Equity Instruments		
Quoted Investments	0.00	0.00
Unquoted Invesments	75937026.00	75937026.00
Less: Investment in Subsidiary (SFCPL)	-28942000.00	-28942000.00
Investment in Subsidiary (KOPL)	-7580000.00	-7580000.00
c) FDR with Bank	0.00	8931557.00
	<b>39415026.00</b>	<b>48346583.00</b>
<b>Aggregate amount of quoted investment(Market Value)</b>	<b>0</b>	<b>0</b>
<b>Aggregate amount of unquoted investment</b>	<b>39415026.00</b>	<b>39415026.00</b>
<b>Value of Investment Property</b>	<b>0</b>	<b>8931557.00</b>

**Note 13 Long-term loans and advances**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
(a) Capital Advances		
Unsecured, considered good :	0	0
Secured, considered good :	0	0
(b) Security deposits:		
Unsecured, considered good :	0	0
Secured, considered good :	0	0
(b) Other Loans & Advances	0	0
Unsecured, considered good :	0	0
Secured, considered good :		
	0	0

Note: Other Long-term loans and advances include amounts due from:

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
Directors	Nil	Nil
Other officers of the Company	Nil	Nil
Firms in which any director is a partner	Nil	Nil
Private companies in which any director is a director or member	Nil	Nil
	Nil	Nil

**Note 14 Other Non-Current Assets**

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
a) Loans & Advances to Related parties	0	0
a) Long Term Trade Receivables		
Unsecured, considered good :	0	0
Secured, considered good :	0	0
b) Others	0	0
	0	0

<b>Note 15 Current Investments</b>		
Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
a) Investment in Equity Instruments	0	0
b) Investment in Preference Shares	0	0
c) Investment in Government & Trust Securities	0	0
d) Investment in Debenture & Bonds	0	0
e) Other investments(Other unquoted Investments)	9,360,000.00	9,360,000.00
	<b>9,360,000.00</b>	<b>9,360,000.00</b>
<b>Note 16 Inventories</b>		
(At lower of cost and net realisable value)		
Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
(a) Raw Material	94,330.00	1,132,210.00
(b) Work in Progress	3,022,080.00	3,242,640.00
(c) Finished Goods	9,424,615.00	21,349,765.00
(d) Stock in Trade	39,345,672.00	125,564,005.00
(e) Stores & Spares	0.00	0.00
(f) Loose Tools	0.00	0.00
(g) Plant	2,000,000.00	2,500,000.00
<b>Total</b>	<b>53,886,697.00</b>	<b>153,788,620.00</b>
<b>Note 17 Trade receivables</b>		
Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
(a) Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Secured, considered good		
Unsecured, considered good	-	-
(b) Other Trade receivables		
Secured, considered good	-	-
Unsecured, considered good	848,665,616.00	106,172,035.00
<b>Total</b>	<b>848,665,616.00</b>	<b>106,172,035.00</b>
<b>Note 18 Cash and cash equivalents</b>		
Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
(a) Cash on Hand	2,075,078.00	1,955,538.00
(b) Balances with banks		
(i) In current accounts	2,735,543.00	12,731,730.00
(ii) In Margin Money		
<b>Total</b>	<b>4,810,621.00</b>	<b>14,687,268.00</b>

**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**

**Notes forming part of the financial statements**

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

Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
(a) Loans and advances to related parties	-	
SFCPL	4,039,676.00	
KOPL	45,785,000.00	
Less: mutual owing	-49,824,676.00	
Unsecured, considered good		
Secured, considered good		
	-	-
(b) Prepaid expenses		
Unsecured, considered good	611,255.00	-
Secured, considered good	-	-
	611,255.00	-
(d) Balances with government authorities		
<u>Unsecured, considered good</u>		
Advance Income Tax (TCS)	1,278,657.00	1,446,433.00
Advance Indirect Tax	4,180,677.00	6,720,395.14
Tax Deducted at Source	471,527.00	46,682.00
	5,930,861.00	8,213,510.14
(g) Others (specify nature)		
<u>Unsecured, considered good</u>		
Other Current Assets	20,000.00	20,000.00
Advances to Others	13,678,456.00	38,459,168.00
	13,698,456.00	38,479,168.00
<b>Total</b>	<b>20,240,572.00</b>	<b>46,692,678.14</b>
<b>Particulars</b>		
Note: Short-term loans and advances include amounts due from:		
Particulars	As at 31 March, 2019	As at 31 March, 2018
	Rs.	Rs.
Advances to others	-	-

**RAGHUVANSH AGROFARMS LIMITED**  
D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074

**Notes forming part of the financial statements**

**Note 20 Revenue from operations**

	Particulars	For the year ended	For the year ended
		31 March, 2019	31 March, 2018
		Rs.	Rs.
(a)	Sale of products (Refer Note (i) below)	4,374,201,362.00	285,649,393.00
(b)	Sale of Services (Refer Note (ii) below)	-	-
		4,374,201,362.00	285,649,393.00
(c)	Less: Mutual Owing	137,000.00	-
<b>Total</b>		<b>4,374,064,362.00</b>	<b>285,649,393.00</b>

Note	Particulars	For the year ended	For the year ended
		31 March, 2019	31 March, 2018
		Rs.	Rs.
(i)	Sale of products comprises :		
	Agriculture produce	40,615,354.00	276,444,733.00
	Organic Manure	123,918,405.00	1,090,383.00
	Dairy Products	9,185,140.00	-
	Jaggery	54,550,444.00	-
	Trading Goods	4,145,932,019.00	8,114,277.00
<b>Total - Sale of Products</b>		<b>4,374,201,362.00</b>	<b>285,649,393.00</b>
(ii)	Income From Financing Activities comprises :		
		-	-
<b>Total - Sale of services</b>		<b>-</b>	<b>-</b>

**Note 21 Other Income**

	Particulars	For the year ended	For the year ended
		31 March, 2019	31 March, 2018
		Rs.	Rs.
(a)	Interest Income	2,152,258.00	6,071,491.00
(b)	Profit on Sales of Investment	-	100,000.00
(c)	Short Term Capital Gain	-	20,408.00
(d)	Commission	2.00	-
(e)	Misc. Income	-	-
(f)	Rent	154,067.00	126,147.00
	Less : Mutual Owing	-120,000.00	-60,000.00
<b>Total</b>		<b>2,186,327.00</b>	<b>6,258,046.00</b>

**Note 22 Cost of materials consumed**

	Particulars	For the year ended	For the year ended
		31 March, 2019	31 March, 2018
		Rs.	Rs.
	Opening stock	1,319,770.00	1,827,204.00
	Add: Purchases during the year	179,790,612.00	33,909,883.00
	Less : Mutual Owing	137,000.00	-
<b>Total</b>		<b>180,973,382.00</b>	<b>35,737,087.00</b>
	Less: Closing stock	94,330.00	1,319,770.00
<b>Cost of material consumed</b>		<b>180,879,052.00</b>	<b>34,417,317.00</b>
<b>Cost of material consumed</b>		180,879,052.00	34,417,317.00
<b>Total</b>		<b>180,879,052.00</b>	<b>34,417,317.00</b>

**Note 23 Employee benefits Expense**

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rs.	Rs.
Staff Welfare	257,388.00	157,869.00
Salary & Wages	2,148,500.00	2,576,529.00
<b>Total</b>	<b>2,405,888.00</b>	<b>2,734,398.00</b>

**Note 24 Changes in Inventories of Finished Goods, WIP and Stock In Trade**

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rs.	Rs.
<b>Opening Stock</b>		
Work in Progress	3,055,080.00	4,408,246.00
Finished Goods	23,849,765.00	11,569,448.00
Stock in Trade	125,564,005.00	669,800.00
	<b>152,468,850.00</b>	<b>16,647,494.00</b>
<b>Closing Stock</b>		
Work in Progress	3,022,080.00	3,055,080.00
Finished Goods	11,424,615.00	23,849,765.00
Stock in Trade	39,345,672.00	125,564,005.00
	<b>53,792,367.00</b>	<b>152,468,850.00</b>
<b>Changes in Inventories</b>	<b>(98,676,483.00)</b>	<b>135,821,356.00</b>

**RAGHUVANSH AGROFARMS LIMITED**  
**D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074**  
**Notes forming part of the financial statements**

**Note 25 Other expenses**

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rs.	Rs.
Agriculture Expenses	3512647.00	2656474.00
Advertisement Expenses	4800.00	372390.00
Areca nut Repacking Expenses	2586645.00	0.00
Business Promotion Exp	90000.00	0.00
Commission	876480.00	0.00
Depository Charges	89500.00	120000.00
Director Salary	960000.00	960000.00
Donation	26100.00	5100.00
Electricity Exp	63381.00	98664.10
Freight Expenses	50845593.00	4095600.00
Insurance Exp	133945.00	39148.00
Hire Charges	0.00	0.00
Jaggery Processing Exp.	7822604.00	674970.00
Listing Exps	57728.00	76952.00
Manure Expenses	7857635.00	9235820.00
Misc. Exp	309523.00	114821.57
Milk Sale Expenses	1575905.00	1025322.00
Power & Fuel	1986871.00	2193291.00
Professional Exp	281324.00	386774.00
Rent & Taxes	2674327.00	1615510.00
Less: Mutual Owning	-120000.00	-60000.00
Repair and maintenance	1258214.00	125184.50
ROC Filing fees	15300.00	9366.20
Royalty Exp	298230.00	305128.00
Printing & Stationary	20964.00	9390.00
TDS Interest	0.00	0.00
Telephone Exp	87181.00	61191.00
Travelling & Conveyance Expenses:		
Inland	1588788.00	535046.02
Foreign	0.00	0.00
VAT Paid	106023.00	289124.00
Vehicle Running & Maintenance	296516.00	190044.00
Website Maintenance Charges	11986.00	23971.00
Payments to auditors (Refer Note (i) below)	105000.00	96000.00
Prior period items (net) (Refer Note (ii) below)	0.00	0.00
<b>Total</b>	<b>85423210.00</b>	<b>25255281.39</b>

**Notes:**

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rs.	Rs.
(i) Payments to the auditors comprises		
As auditors - statutory audit	105000.00	96000.00
For Other Services (Quarterly Audit)	0.00	0.00
<b>Total</b>	<b>105000.00</b>	<b>96000.00</b>
(ii) Details of Prior period items (net)		
Prior period expenses	-	-
Adjustment for Income Tax of Earlier Year	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**Note 26 Finance costs**

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rs.	Rs.
(a) Interest expense on:		
(i) Borrowings From Banks		
(ii) Others		
Interest paid	332,753.00	703,551.00
Interest paid on TDS	1,812.00	3,201.00
(b) Other borrowing costs		
(i) Bank Charges and Commission	76,992.00	18,139.00
<b>Total</b>	<b>411,557.00</b>	<b>724,891.00</b>

Note	Particulars	As at 31 March, 2019	As at 31 March, 2018
		Rs.	Rs.
27.1	<b>Contingent liabilities and commitments (to the extent not provided for)</b>		
(i)	Contingent liabilities		
	(a) Claims against the Company not acknowledged as debt	Nil	Nil
	(b) Guarantees	Nil	Nil
	(c) Other money for which the Company is contingently liable	Nil	Nil
		<b>As at 31 March, 2019</b>	<b>As at 31 March, 2018</b>
(ii)	Commitments	Rs.	Rs.
	(a) Estimated amount of contracts remaining to be executed on capital account and not provided for		
	Tangible assets	Nil	Nil
	Intangible assets	Nil	Nil
	(b) Uncalled liability on shares and other investments partly paid	Nil	Nil
	(c) Other commitments	Nil	Nil
27.2	<b>Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006</b> The company has not received information from vendors regarding their status under the Micro, Small & Medium enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid / payable under this Act has not been given.		
27.3	<b>Value of imports calculated on CIF basis :</b>	<b>For the year ended 31 March, 2019</b>	<b>For the year ended 31 March, 2018</b>
		Rs.	Rs.
	Raw materials	Nil	Nil
	Components	Nil	Nil
	Spare parts	Nil	Nil
	Capital goods	Nil	Nil
27.4	<b>Expenditure in foreign currency :</b>	<b>For the year ended 31 March, 2019</b>	<b>For the year ended 31 March, 2018</b>
		Rs.	Rs.
	Royalty	Nil	Nil
	Know-how	Nil	Nil
	Professional and consultation fees	Nil	Nil
	Interest	Nil	Nil
	Other matters	Nil	Nil
27.5	<b>Details of consumption of imported and indigenous items</b>	<b>For the year ended 31 March, 2019</b>	
		Rs.	%
	<u>Imported (Rs. In Lacs)</u>		
	Raw materials	(Nil)	(Nil)
		(Nil)	(Nil)
	Components	Nil	NA
		(Nil)	
	Spare parts	Nil	NA
		(Nil)	
	<b>Total</b>	(Nil)	(Nil)
		(Nil)	(Nil)
<b>Note 27 continued</b>			
	<u>Indigenous</u>	<b>For the year ended 31 March, 2019</b>	
		Rs.	%
	Raw Materials (Rs. In Lacs)	0.00	0.00%
		(0)	(0)
	Consumables	0	0%
		(NIL)	(NIL)
	Packing Materials	0	
		(NIL)	
	<b>Total</b>	0.00	0.00%
		(0)	(0)
Note: Figures / percentages in brackets relates to the previous year			
27.6	<b>Earnings in foreign exchange : (Rs. In Lacs)</b>	<b>For the year ended 31 March, 2019</b>	<b>For the year ended 31 March, 2018</b>
		Rs.	Rs.
	Export of goods calculated on FOB basis	Nil	Nil
	Royalty, know-how, professional and consultation fees	Nil	Nil
	Interest and dividend	Nil	Nil
	Other income	Nil	Nil
27.7	In the opinion of the board of directors, the current assets, Loans & Advances if realized in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet and that no contingent liability exists as on 31.03.2019 except those mentioned in these notes on account		



RAGHUVANSH AGROFARMS LIMITED  
D-50 E, 2nd FLOOR, CHATTARPUR ENCLAVE, PHASE-1, NEW DELHI - 110074

Notes forming part of the financial statements

Note 27 Disclosures under Accounting Standards

Particulars							
<b>Related party transactions</b>							
<b>Details of related parties:</b>							
Description of relationship	Names of related parties						
Holding Company	NIL						
Subsidiary Company	1. Sanjeevani Fertilizers and Chemicals Pvt. Ltd. 2. Kanpur Organics Pvt. Ltd.						
Associates	NIL						
Key Management Personnel (KMP)	1. Mr. Subodh Agarwal (Managing Director) 2. Mr. Rajit Verma (Company Secretary) 3. Mr. Devendra pratap Singh (Chief Financial Officer)						
Relatives of KMP	NIL						
Enterprises in which KMP and relatives of KMP can exercise significant influence	NIL						
Note: Related parties have been identified by the Management.							
<b>Details of related party transactions during the year ended 31 March, 2019 and balances outstanding as at 31 March, 2019:</b>							
Particulars	Holding Company	Subsidiary Company	Associates	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP have significant influence	Total
Remuneration Paid	NIL (NIL)	NIL (NIL)	NIL (NIL)	960000.00 (960000.00)	NIL (NIL)	NIL (NIL)	960000.00 (960000.00)
Interest Paid	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Rent Paid	NIL (NIL)	60000.00 (70000.00)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	60000.00 (70000.00)
Purchase Made	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Sales Made	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Intt. Received	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Loans	NIL (NIL)	NIL (41516500.00)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (41516500.00)
<b>Balances outstanding at the end of the year</b>							
Amount Receivable	NIL (NIL)	NIL (41516500.00)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Amount Payable	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Share Application Money	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Gaurantee Taken	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
Gaurantee Given	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)



## **NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that Twenty Third Annual General Meeting of Members of Raghuvansh Agrofarms Limited will be held on Saturday the 21<sup>st</sup> day of September, 2019 at 02:30 P.M. at the registered office of the Company D-50E, 2<sup>nd</sup> Floor, Chattarpur Enclave Phase-1, New Delhi-110074 to transact the following businesses.

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited financial statements (including consolidated Audited Financial Statements) of the Company for the year ended on 31st March 2019 including the Reports of the Directors and Auditors thereon.
2. To appoint a director in place of Mr. Neeraj Agarwal who retires by rotation and being eligible, offers himself for reappointment.

### **SPECIAL BUSINESS**

3. To re-appoint Mr. Subodh Agarwal as Managing Director and in this regard, to pass, the following resolution as an ordinary resolution:

**"RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions if any, read with Schedule V of the Companies Act, 2013 ('Act') and pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and other applicable provisions of the Companies Act, 2013 and Rules made there-under (including any statutory modification(s) or re-enactment thereof for the time being in force) and any subsequent amendment / modification in the Rules, Act and/or applicable laws in this regard, the approval of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Subodh Agarwal (DIN: 00122844), as Managing Director of the Company for a period of 5 (five) years with effect from April 01, 2019 to March 31, 2024 on the terms and conditions as mentioned below

#### **1. Term of appointment:**

Five years with effect from 01<sup>st</sup> April, 2019

#### **2. Salary:**

Rs. 50,000/- (Rupees Fifty Thousand only) per month. The annual increments would be made as decided by the Board of Directors.

#### **3. Allowances and Perquisites:**

##### **(i) Housing:**

- a) Leased residential accommodation or House rent allowance as per the applicable rules;
- b) Actual expenses pertaining to maintenance of accommodation, gas, electricity, water and other utilities will be borne/reimbursed by the company;



- c) The Company shall provide such furniture, furnishing, domestic help and security guards at his residence as may be required.
- (ii) **Medical & Personal accident insurance:** as may be decided by the Board/Remuneration Committee.
- (iii) **Medical expenses actually incurred by him and his family:** Medical expenses incurred by self and family shall be borne by the company.
- (iv) **Club Fees**
- (v) **Provision for use of car for official business:** The Company shall provide car with Chauffeur as per norms of the Company.
- (vi) **Travelling:** The Company will bear all travelling expenses, including boarding and lodging, as per the rules of the Company during domestic and overseas business trips, including that of spouse, if required to accompany the Managing Director.
- (vii) **Leave and Travel Assistance:** as per rules of the Company.
- (viii) **Communication Facilities:** The Company shall provide the telephone, cellular phone, telefax, internet and other communication facilities at the Managing Director's residence.
- (ix) **Other Allowances:** As may be decided by the Board of Directors/ Nomination and Remuneration Committee time to time, subject to the provisions of the Companies Act 2013, its schedule and any other applicable act, rules and regulation, if any.

**RESOLVED FURTHER THAT** the period of office of Mr. Subodh Agarwal shall not be liable to determination by retirement of Directors by rotation.

**RESOLVED FURTHER THAT Mr. Subodh Agarwal** in the capacity of Managing Director will be entrusted with the powers, authorities, functions, duties, responsibilities etc. by Board of Directors of the Company, from time to time.

**RESOLVED FURTHER THAT** all the Directors and KMPs be and is hereby authorized to do all the acts, deeds and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution."

**Date:** 20.08.2019

**Place:** Kanpur

By the order of the Board

For Raghuvansh Agro Farms Limited

-Sd-

**Rajit Verma**  
**(Company Secretary and Compliance Officer)**

**Notes:**

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be valid must be received by the company not less than 48 hours before the meeting.

A person can act as proxy for only 50 members and holding in aggregate not more than 10 percent of the total share capital of the company carrying voting rights. Member holding more than 10 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 proxy for any other member.

2. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the AGM.
3. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. Members / Proxies / Authorized Representatives should bring the enclosed Attendance Slip, duly filled in, for attending the Meeting.
5. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 ("the Act"), concerning the Special Business in the Notice is annexed hereto and forms part of this Notice.
6. Pursuant to the provisions of Section of 91 of The Companies Act, 2013 and listing agreement, The Register of Members and Share Transfer Book will remain closed from 14.09.2019 to 21.09.2019 (both days inclusive).
7. SEBI & the Ministry of Corporate Affairs encourage paperless communication as a contribution to greener environment.

Members holding shares in physical mode are requested to register their e-mail ID's with the Skyline Financial Services Pvt. Ltd., the Registrars & Share Transfer Agents of the Company and Members holding shares in demat mode are requested to register their e-mail ID's with their respective Depository Participants (DPs) in case the same is still not registered.

If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Registrars & Share Transfer Agents of the Company in respect of shares held in physical form and to DPs in respect of shares held in electronic form.

8. In terms of Section 101 and 136 of the Companies Act, 2013 read together with the Rules made there under the copy of the Annual Report including Financial statements, Board's report etc. and this Notice are being sent by electronic mode, to those members who have registered their email ids with the Company or their respective depository participants or with the share transfer agent of the Company, unless any member has requested for a physical copy of the same. In case you wish to get a physical copy of the Annual Report, you may send your request to [raghuvanshagro@gmail.com](mailto:raghuvanshagro@gmail.com) mentioning your Folio/DP ID & Client ID.
9. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to Skyline Financial Services Pvt. Ltd.
10. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.
11. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed form with the Company's Registrar and Transfer Agent. In respect of shares held in demat / electronic form, the nomination form may be filed with the respective Depository Participant.



12. All documents referred to in the Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during office hours on all working days except Saturdays between 11.00 a.m. to 1.00 p.m. up to the date of the 23<sup>rd</sup> Annual General Meeting of the Company.
13. With reference to Rule 20 of the Companies (Management and Administration) Amendment Rules 2015, your company is listed on SME of Platform of BSE under the regulation of chapter XB of the SEBI( Issue of Capital and Disclosure Requirement) Regulations, 2009, is not required to provide the e-voting process for the consideration of resolutions, proposed at the General Meeting.

Date: 20.08.2019  
Place: Kanpur

By the order of the Board  
For Raghuvansh Agrofarms Limited

-Sd-  
Rajit Verma  
(Company Secretary & Compliance Officer)

#### **ANNEXURE TO NOTICE EXPLANATORY STATEMENT PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT")**

##### **ITEM NO. 3:**

Mr. Subodh Agarwal, is 52 years of age, a successful entrepreneur, is a Science Graduate with a vast managerial and administrative experience of over many years of corporate Sector. He is one of the promoters and joined the Company as Director w.e.f. 19/12/1996.

Mr. Subodh Agarwal, who is well versed and very experienced in understanding cultivation and trading of agricultural and related products as well as its market, is equally excellent in ensuring growth by improving productivity, cost control, large size operations & consistently improving quality. Based on the recommendation of the Nomination and Remuneration Committee, Board of Directors at its meeting held on February 15, 2019, recommended re-appointment of Mr. Subodh Agarwal as Managing Director of the Company, for further period of 5 years w.e.f. April 01, 2019 to March 31, 2024, on the terms and conditions as set out in this item of the Notice.

Mr. Subodh Agarwal satisfies all the conditions set out in Part-I of Schedule V to the Companies Act, 2013 (including any amendments thereto) as also the conditions set out under sub-section (3) of Section 196 of the Companies Act, 2013 for being eligible for re-appointment.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement.

Mr. Subodh Agarwal, Managing Director of the Company may be considered to be concerned or interested in the said resolution since it relates to his own re-appointment. Mrs. Renu Agarwal also be considered as concerned or interested in the same, being spouse of Mr. Subodh Agarwal .

Except Mrs. Renu Agarwal, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said resolution.

### **Annexure to the Item No.-2 & 3**

Details of Director seeking appointment and reappointment at the forthcoming Annual General Meeting. In pursuance of Regulation 36(3) of SEBI (LODR) Regulations, 2015:

<b>Name of the Director</b>	<b>Mr. Neeraj Agarwal</b>	<b>Mr. Subodh Agarwal</b>
Date of Birth	22.10.1964	30.06.1967
Nationality	Indian	Indian
DIN	07718447	00122844
Date of appointment on the Board	30.01.2017	19.12.1996
Qualifications	Chartered Accountant	Graduate
Expertise	Professional	Business Management
No. of Shares held in the company	Nil	981550
List of the directorship held in other Company	NA	List of Directorship is enclosed as Annexure-8
Chairman/Member in the committees of the board of other companies in which he/she is director	<b>Chairman-Nil</b> <b>Member-Nil</b>	<b>Nikki Global Finance Limited</b> <b>Chairman</b> – Stakeholder Relationship committee <b>Member-</b> 1.Audit Committee 2.Nomination Remuneration Committee
Relationship, if any, between Director's inter se	No	Mrs. Renu Agarwal-Spouse
* Directorships includes Directorship of other Indian Public Companies and Committee memberships includes only Audit Committee and Stake holders' Relationship Committee of Public Limited Company (whether Listed or not);		
* Other required details are stated in Board Report.		

### **Annexure -8**

#### **List of the directorship of Mr. Subodh Agarwal held in Other Company**

<b>SR. NO.</b>	<b>COMPANY NAME</b>
1.	Litmus Investments Limited
2.	Nikki Global Finance Limited
3.	Model Kings Safetywear Limited
4.	Sanjeevani Fertilizers And Chemicals Private Limited
5.	Raghuvansh Agrotech Farmer Producer Company Limited



**RAGHUVANSH AGROFARMS LIMITED**

**CIN:** L40300DL1996PLC258176

**Reg. Office:** D-50E, 2<sup>nd</sup> FLOOR, CHATTARPUR ENCLAVE PHASE-1, NEW DELHI-110074

**Corp. Office:** 16/19-A, Civil Lines, Kanpur -208001, Uttar Pradesh

**Tel. :** 0512-2305075

**Email:** raghuvanshagro@gmail.com, rafl666@rediffmail.com

**Website:** www.raghuvanshagro.com

**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	DP ID

I/We, being the member(s) of \_\_\_\_\_ shares of the above named company. Hereby appoint

Name :	
Address:	
	E-mail Id:
Signature: _____, or failing him	

Name :	
Address:	
	E-mail Id:
Signature: _____, or failing him	

Name :	
Address:	
	E-mail Id:
Signature: _____, or failing him	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Saturday, the 21<sup>st</sup> September, 2019 at 02:30 P.M. at the registered office of the Company at D-50E, 2<sup>nd</sup> Floor, Chattarpur Enclave Phase-1, New Delhi-110074 and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolution No.**

Sl. No.	Resolution(s)	Vote	
		For	Against
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2019		
2.	Re-appointment of Mr. Neeraj Agarwal as Director, retiring by rotation.		
3.	Re-appointment of Mr. Subodh Agarwal as a Managing Director		



Affix  
Revenue  
Stamp

Signed this.....day of.....2019

Signature of the shareholder  
across Revenue Stamp

Signature of Shareholder.....Signature of Proxy holder.....

Note:

- 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) The proxy need not be a member of the company.

-----**Please tear here**-----

**RAGHUVANSH AGROFARMS LIMITED**

**CIN:** L40300DL1996PLC258176

**Reg. Office:** D-50E, 2<sup>nd</sup> FLOOR, CHATTARPUR ENCLAVE PHASE-1, NEW DELHI-110074

**Corp. Office:** 16/19-A, Civil Lines, Kanpur -208001, Uttar Pradesh

Tel.: 0512-2305075

**Email:** raghuvanshagro@gmail.com, raf1666@rediffmail.com

**Website:** www.raghuvanshagro.com

ATTENDANCE SLIP

(To be presented at the entrance)

Reg. Folio No.	DP id.	Client id.	No. of Shares held

Name of the Reg. Shareholder-----

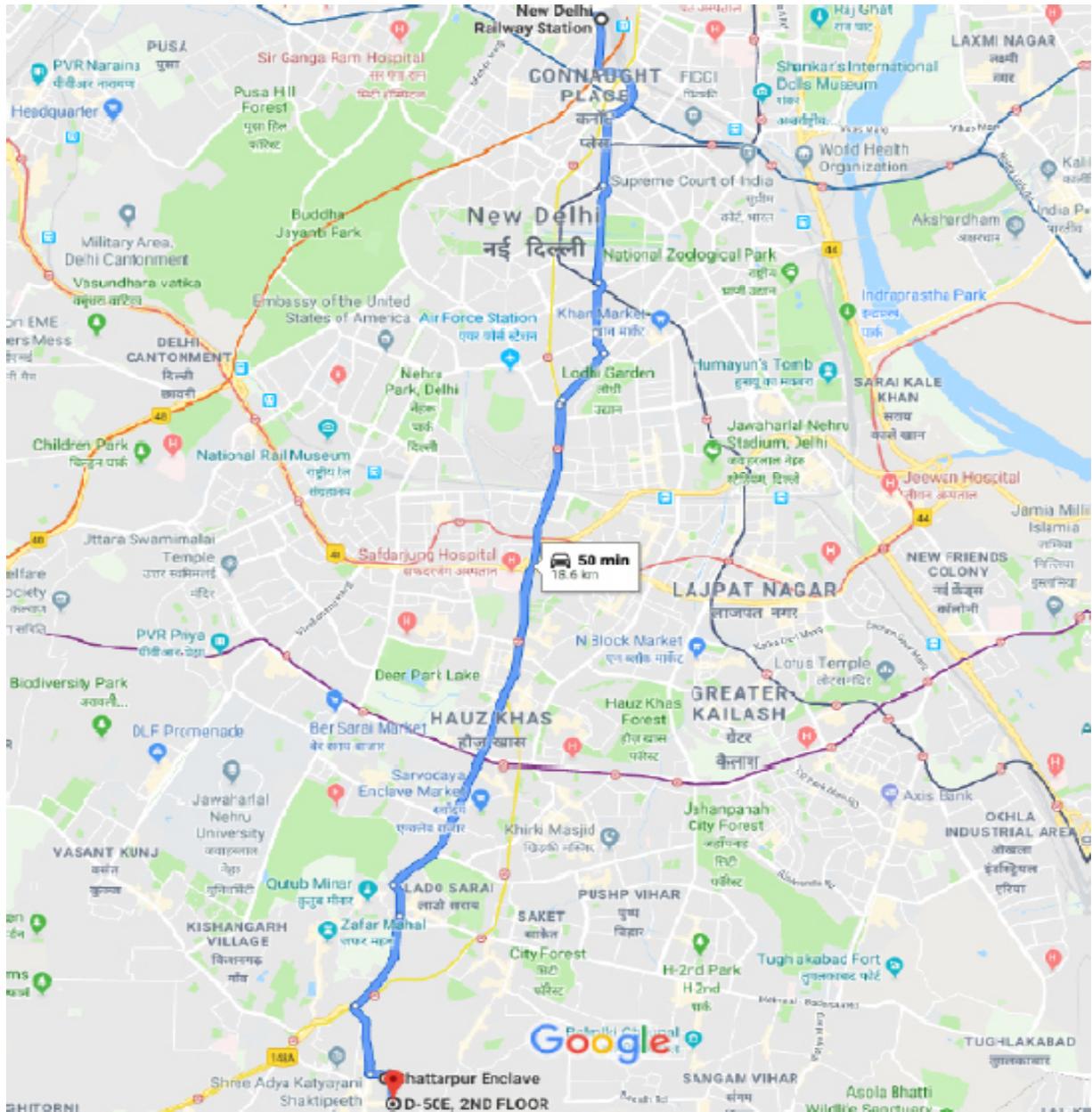
I, being the registered shareholder/Proxy for the registered shareholder of the company hereby record my presence at the 23<sup>rd</sup> Annual General Meeting of the Company held on saturday, the 21<sup>st</sup> September, 2019 at 02:30 P.M. at the registered office of the Company at D-50E, 2<sup>nd</sup> Floor, Chattarpur Enclave Phase-1, New Delhi-110074.

-----  
Member's/Proxy's name in Block Letters

-----  
Member's/Proxy's Signature

**NOTE:** Please fill up this attendance slip and hand it over at the entrance of the venue for the meeting. Members/Proxy Holders are requested to bring their copies of the Annual Report to the meeting.

**Route map of the Venue of the Annual General Meeting**



**23<sup>rd</sup> Annual General Meeting Venue**

**Reg. Office:** D-50E, 2<sup>nd</sup> Floor, Chattarpur Enclave,  
Phase-I, New Delhi-110074, Delhi