

38th ANNUAL REPORT
2013-14

Flourishing Flavors of Growth



Anik Industries Limited
Growth Through Sustainable Development

घर जैसा घी,
महकाए जिंदगी



BOARD OF DIRECTORS

Mr. Kailash Chandra Shahra
 Mr. Suresh Chandra Shahra
 Mr. Manish Shahra
 Mr. Ashok Kumar Trivedi
 Mr. Kamal Kumar Gupta
 Mr. Vijay Rathi
 Mr. Hari Narayan Bhatnagar

- Chairman
- Managing Director
- Jt. Managing Director
- Whole-time Director
- Independent Director
- Independent Director
- Additional Director

COMPANY SECRETARY

CS Shailesh Kumath

BANKERS

Dena Bank
 Punjab National Bank
 Central Bank of India
 Oriental Bank of Commerce
 Bank of India
 State Bank of Travancore
 Allahabad Bank
 IDBI Bank Ltd.

AUDITORS

Ashok Khasgiwala & Co.
 Chartered Accountants

REGISTERED OFFICE

610, Tulsiani Chambers,
 Nariman Point, Mumbai (MH)-400 021

STOCK EXCHANGE LISTING

The National Stock Exchange of India Ltd.
 The Bombay Stock Exchange Ltd.

WORKS**(A) Dairy Units**

1. Unit I-Vill. Bilawali, Maksi Road, Dewas (M.P.)
2. Unit II-Vill. Bilawali, Maksi Road, Dewas (M.P.)
3. Dairy Complex, Kasganj Road, Etah (U.P.)
4. Govindpura Industrial Area, Bhopal (M.P.)

(B) Wind Power Units

1. Village Gorera, Dist. Jaisalmer (Raj.)
2. Village Nagda, Dist. Dewas (M.P.)

REGISTRAR & SHARE TRANSFER AGENT

Sarthak Global Limited
 170/10, Film Colony, R.N.T. Marg,
 Indore (M.P.)- 452 001

ADMINISTRATIVE & CORPORATE OFFICE

2/1, South Tukoganj,
 Behind High Court,
 Indore (M.P.)- 452 001

38th Annual General Meeting will be held at Sunville Deluxe Pavilion, Sunville Building, 9, Dr. Annie Besant Road, Worli, Mumbai - 400 018 on Thursday, the 11th September, 2014 at 11.30 a.m.

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NOTICE

NOTICE is hereby given that the Thirty Eighth Annual General Meeting of the Members of Anik Industries Limited will be held at Sunville Deluxe Pavilion, Sunville Building, 9, Dr. Annie Besant Road, Worli, Mumbai- 400 018 on Thursday, the 11th September, 2014 at 11.30 a.m. to transact the following businesses :

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and the Statement of Profit & Loss Account for the year ended 31st March, 2014 together with the Report of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Kailash Chandra Shahra (DIN: 00062698) who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint M/s. Ashok Khasgiwala & Company, Chartered Accountants, (Firm Registration No.: 0743C) retiring Auditors, as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on a remuneration as may be fixed by the Board of Directors of the Company.

SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **ordinary resolution**:
"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Hari Narayan Bhatnagar (DIN: 06732072), who was appointed as an Additional Director of the Company and whose term of office expires at this Annual General Meeting and who has offered himself for appointment as an Independent Director and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term up to March 31, 2019 and he shall not be liable to retire by rotation.
5. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **ordinary resolution**:
"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Vijay Rathi, Director (DIN: 01474776), whose period of office is liable to determination by retirement of directors by rotation and who has offered himself for appointment as Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term up to March 31, 2019 and he shall not be liable to retire by rotation.
6. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **ordinary resolution**:
"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Kamal Kumar Gupta, Director (DIN: 03600096), whose period of office is liable to determination by retirement of directors by rotation and who has offered himself for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term up to March 31, 2019 and he shall not be liable to retire by rotation.
7. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **special resolution**:
"RESOLVED THAT in supersession of the resolution(s) passed under Section 293(1)(d) of the Companies Act, 1956 and pursuant to the provision of Section 180(1)(c) and the other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors of the Company hereinafter called the **"Board"**, which term shall be deemed to include person(s) authorized and/or committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) to borrow from time to time, any sum or sums of money which together with the monies already borrowed by the Company (apart from temporary loan obtained or to be obtained from the Company's Bankers in the ordinary course of business) may exceed the aggregate of the paid up share capital of the Company and its free reserves, that is to say reserves not set apart for specific purpose, provided that the maximum amount of monies so borrowed by the Board shall not at any time exceed Rs. 1500.00 Crores (Rs. One Thousand Five Hundred Crores only).
FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all such acts and things as may be necessary, desirable or expedient for giving effect to this resolution."
8. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **special resolution**:
"RESOLVED THAT in supersession of the resolution(s) passed under Section 293(1)(a) of the Companies Act, 1956 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called the **"Board"**, which term shall be deemed to include person(s) authorized and/or committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) to

create mortgage, and /or charge (in addition to the mortgages/charges previously created) all or any of the immovable and movable properties of the Company, wherever situate, both present and future or the whole or substantially the whole of the undertaking or undertakings of the Company, in such form and in such manner and on such terms and conditions as the Board may think fit, in favour of the Company's lenders / agents / trustees in order to secure borrowings availed/to be availed by the Company, in the course of business or for securing any loans and/or advances already obtained by the Company or others, from the Financial Institutions/Banks/ Insurance Companies/ Other Bodies Corporate or person or persons upto a sum not exceeding Rs. 1500.00 Crores (Rs. One Thousand Five Hundred Crores only) at any point of time.

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalise the terms and conditions of such creation of mortgage and/or charge and to do all such acts, deeds and things as may be necessary, usual or expedient for giving effect to this Resolution and also agree to any amendments thereto from time to time as it may think fit.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, if any required, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company, and generally to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution."

By order of the Board of Directors
SURESH CHANDRA SHAHRA
Managing Director
DIN: 00062762

Place : Indore
Dated: 14th August, 2014

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. A person shall 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.
3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
4. An Explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") in respect of item no. 4 to 8 of the notice set out above, is annexed hereto.
5. Register of Members and Share Transfer Books of the Company will remain closed from **06th September, 2014 to 11th September, 2014** (both days inclusive).
6. The members holdings shares in physical form are requested to intimate to the Registrar and Transfer Agent (R&TA), Sarthak Global Limited, 170/10, Film Colony, R.N.T. Marg, Indore for change of address, if any, at the earliest, quoting their registered folio number, change of address in respect of shares held in demat form is required to be intimated to the concerned Depository Participant.
7. Pursuant to provisions of Section 205A and 205C of the Companies Act, 1956 dividends that are unclaimed for a period of seven years are required to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. The Company has transferred the unpaid or unclaimed dividends for the financial year 2003-04, 2004-05 & 2005-06 to the Investor Education and Protection Fund (IEPF). Members who have not encashed the dividend warrant(s) so far for the financial year ended 31st March, 2007, or any subsequent financial year(s) are requested to make their claim to the Sarthak Global Limited, the Registrar and Share Transfer Agent of the Company. It may be noted that once the unclaimed dividend is transferred to IEPF, no claim shall lie against IEPF or the Company in respect thereof.
8. The Ministry of Corporate Affairs (MCA), Government of India, through its circular No. 17/2012 dated 23rd July, 2012 has directed Companies to upload information regarding unpaid and unclaimed dividend on the Company's website.
In terms of the circular, the Company has uploaded the details of unpaid and unclaimed dividend on its website and the same can be viewed on www.anikgroup.com.
9. Disclosure pursuant to Clause 49 of the Listing Agreement with respect to Directors seeking re-appointment/appointment at the Annual General Meeting is attached hereto. The Directors have furnished the requisite declarations for their appointment/re-appointment.
10. Members are requested to :
 - a. Complete the attendance slip and deliver the same at the entrance of the meeting hall.
 - b. Bring their copies of the Annual Report at the time of attending the Annual General Meeting.
 - c. Send their questions at least 10 days in advance of the Annual General Meeting about any further information on accounts so as to enable the Company to answer their question satisfactorily.



- 11. All documents referred to in the accompanying Notice and Explanatory Statements are open for inspection at the Registered Office of the Company on all working days except Saturday between 11.00 a.m. to 1.00 p.m. upto the date of the Annual General Meeting.
- 12. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID Nos. for easy identification of attendance at the meeting.
- 13. In terms of circulars issued by Securities and Exchange Board of India (SEBI), it is now mandatory to furnish a copy of PAN card to the Company or its RTA in the following cases viz. transfer of shares, deletion of name, transmission of shares and transposition of shares.
- 14. The Notice of Annual General Meeting and Annual Report of the Company for the year 2013-14, circulated to the Members of the Company, is available on the Company's website viz. www.anikgroup.com.
- 15. Electronic copy of the Notice of Annual General Meeting and Annual Report is being sent to all the Members whose e-mail addresses are registered with the Company/Depository Participants(s) for communication purposes unless any Member has requested for a hard copy of the same. For the Members who have not registered their e-mail address, physical copies of the Notice of Annual General Meeting and Annual Report is being sent in the permitted mode.

Members are requested to update their e-mail address with depository participants (DP) for shares held in electronic form or with the Registrar and Transfer Agent at anik@sarthakglobal.com in case the shares are held in physical form.

16. E-Voting

- (I) In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 38th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting Services provided by Central Depository Services (India) Limited (CDSL).

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Friday 05th September, 2014 at 9.00 A.M. and ends on Sunday 07th September, 2014 at 6.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 08th August, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID :
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user, follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department. <ul style="list-style-type: none"> ♦ Members who have not updated their PAN with the Company/DP are requested to use the first two letters of their name in CAPITAL followed by the last 8 digits of their demat account number/Folio No., as the case may be, in the PAN field. ♦ In case the Folio No. is less than 8 digits enter the applicable number of 0s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar and Folio No./ Bo. Id. is 1 then enter RA00000001 in the PAN field.
Date of Birth or Date of Incorporation #	Enter the Date of Birth as recorded in your demat account or in the Company's records for the said demat account in dd/mm/yyyy format or enter Folio No. <p style="text-align: center;">OR</p>
OR Bank Account Number #	Enter the Bank Account Number as recorded in your demat account or in the Company's records for the said demat account or Folio No. <p># Please enter any one of the details in order to login. In case both the details are not recorded with the Depository or the Company, please enter the number of shares held in the Bank Account Number field.</p>

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

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

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
 - (xi) Click on the EVSN of "ANIK INDUSTRIES LIMITED" on which you choose to vote.
 - (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
 - (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
 - (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
 - (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
 - (xvii) If demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - (xviii) Note for Institutional Shareholders & Custodians:
 - ♦ Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - ♦ A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - ♦ After receiving the login details they have to create a compliance user using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - ♦ A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
 - (II) (a) Mr. L. N. Joshi, FCS 5201, Practicing Company Secretary (CP No. 4216) has been appointed as Scrutinizer to scrutinize the voting process in a fair and transparent manner.
 - (b) The Scrutinizer shall within a period not exceeding 3 (three) working days from the conclusion of the e-voting period unblock the votes in the presence of at least 2 (two) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
17. Voting is provided to the members through e-voting and at the annual general meeting of the Company. A Member can opt for only one mode of voting i.e. either through e-voting or at the Annual General Meeting of the Company.
18. If a member casts votes by both modes, then voting done through e-voting shall prevail.
19. At the meeting, after all the items of the notice have been discussed, the Chairman will order poll in respect of all the items. Poll will be conducted and supervised under the Scrutinizer appointed for e-voting as stated above. After conclusion of the poll, the Chairman may declare the meeting as closed.
20. The results of the poll aggregated with the results of e-voting shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.anikgroup.com within 2 (two) days of passing of the resolution at the Annual General Meeting of the Company and will be communicated to the Stock Exchange(s).

Place : Indore

Dated: 14th August, 2014

By order of the Board of Directors
SURESH CHANDRA SHAHRA
Managing Director
DIN: 00062762

**ANNEXURE TO THE NOTICE****EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013.****ITEM NO. 4**

Mr. Hari Narayan Bhatnagar was appointed by the Board as an additional director of the Company w.e.f. 09th November, 2013 and he holds office up to the date of the ensuing Annual General Meeting.

The Company has received a notice under Section 160 of the Companies Act, 2013 ("the Act") along with the deposit of the requisite amount proposing his candidature for the office of Director of the Company.

Mr. Hari Narayan Bhatnagar has given a declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, he fulfills the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and he is independent of the management.

Section 149(10) of the Act provided that an independent director shall hold office for a term of upto five consecutive years on the Board. Further, section 149(13) of the Act states that the provision relating to retirement of directors by rotation shall not apply to the appointment of independent directors. In compliance with the provisions of the Companies Act, 2013, it is proposed to appoint Mr. Hari Narayan Bhatnagar as an independent director of the Company to hold office for a term up to March 31, 2019.

His brief resume and other particulars have been given below under the heading '*Details of Directors seeking appointment/re-appointment*'.

A copy of the draft letter of appointment of Mr. Hari Narayan Bhatnagar as an Independent Director, setting out the terms and conditions, is available for inspection by the Members at the registered office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 10:00 am to 12:00 pm up to the date of the AGM.

The Board recommends the Ordinary Resolution at Item No. 4 for approval of the members.

Save and except Mr. Hari Narayan Bhatnagar, none of the Directors or Key Managerial Personnel of the Company or their relatives is directly or indirectly concerned or interested in the Resolution.

ITEM NO. 5

Mr. Vijay Rathi is Independent Director on the Board of the Company within the definition of Independent Directors under Clause 49 of the Listing Agreements entered with the Stock Exchanges. He joined the Board of Directors of the Company on 02nd April, 2012.

Pursuant to the provisions of section 149 of the Companies Act, 2013 ("the Act"), which came into effect from April 1, 2014, every listed public Company is required to have at least one-third of the total number of directors as independent directors.

Section 149(10) of the Act provided that an independent director shall hold office for a term of upto five consecutive years on the Board. Further, section 149(13) of the Act, states that the provision relating to retirement of directors by rotation shall not apply to the appointment of independent directors. Additionally, the Ministry of Corporate Affairs, Government of India, by a notification, has clarified that if a Company intends to appoint existing independent directors as independent directors under the Act; such appointment must be made expressly within one year from April 1, 2014. In compliance with the provisions of the Companies Act, 2013, it is proposed to appoint Mr. Vijay Rathi as an independent director of the Company to hold office for a term up to March 31, 2019.

The Company has received a notice under Section 160 of the Companies Act, 2013 along with the deposit of the requisite amount proposing his candidature for the office of Independent Director of the Company.

Mr. Vijay Rathi has given a declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, he fulfills the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and he is independent of the management.

His brief resume and other particulars have been given below under the heading '*Details of Directors seeking appointment/re-appointment*'.

A copy of the draft letter of appointment of Mr. Vijay Rathi as an Independent Director setting out the terms and conditions is available for inspection by the Members at the registered office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 10:00 am to 12:00 pm up to the date of the AGM.

The Board recommends the Ordinary Resolution at Item No. 5 for approval of the members.

Save and except Mr. Vijay Rathi, none of the Directors or Key Managerial Personnel of the Company or their relatives is directly or indirectly concerned or interested in the Resolution.

ITEM NO. 6

Mr. Kamal Kumar Gupta is Independent Director on the Board of the Company within the definition of Independent Directors under Clause 49 of the Listing Agreements entered with the Stock Exchanges. He joined the Board of Directors of the Company on 10th August, 2011.

Pursuant to the provisions of section 149 of the Companies Act, 2013 ("the Act") which came into effect from April 1, 2014, every listed public Company is required to have at least one-third of the total number of directors as independent directors.

Section 149(10) of the Act provided that an independent director shall hold office for a term of upto five consecutive years on the Board. Further, section 149(13) of the Act states that the provision relating to retirement of directors by rotation shall not apply to the appointment of independent directors. Additionally, the Ministry of Corporate Affairs, Government of India, by a notification, has clarified that if a Company

intends to appoint existing independent directors as independent directors under the Act, such appointment must be made expressly within one year from April 1, 2014. In compliance with the provisions of the Companies Act, 2013, it is proposed to appoint Mr. Kamal Kumar Gupta as an independent director of the Company to hold office for a term up to March 31, 2019.

The Company has received a notice under Section 160 of the Companies Act, 2013 along with the deposit of the requisite amount proposing his candidature for the office of Independent Director of the Company.

Mr. Kamal Kumar Gupta has given a declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, he fulfills the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and he is independent of the management.

His brief resume and other particulars have been given below under the heading '*Details of Directors seeking appointment/re-appointment*'.

A copy of the draft letter of appointment of Mr. Kamal Kumar Gupta as an Independent Director setting out the terms and conditions is available for inspection by the Members at the registered office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 10:00 am to 12:00 pm up to the date of the AGM.

The Board recommends the Ordinary Resolution at Item No. 6 for approval of the members.

Save and except Mr. Kamal Kumar Gupta, none of the Directors or Key Managerial Personnel of the Company or their relatives is directly or indirectly concerned or interested in the Resolution.

ITEM NO. 7

The Members of the Company at their Extra Ordinary General Meeting held on 12th May, 2004 has authorized Board of Directors to borrow money upto 1500.00 Crores (Rs. One Thousand Five Hundred Crores only) under Section 293(1)(d) of the Companies Act, 1956.

As per Section 180 of the Companies Act, 2013 ("the Act"), notified as on September 12, 2013, the powers of the Board are required to be exercised only with the consent of the Company by a Special Resolution. The Ministry of Corporate Affairs ("MCA") has vide its General Circular No 4/2014 dated March 25, 2014 clarified that the Ordinary Resolution passed under Sections 293 of the Companies Act, 1956 would be sufficient compliance of Section 180 of the Act for a period of one year from the date of notification of Section 180 of the Act.

Accordingly consent of members by way of Special Resolution is required under Section 180(1)(c) and other applicable provisions of the Companies Act, 2013, as set out at Item No. 7 of the Notice, to empower the Board of Directors to borrow money in excess of the aggregate of the paid up share capital and free reserves of the Company.

The Board recommends the Special Resolution at Item No. 7 for approval of the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives is directly or indirectly concerned or interested in the Resolution.

ITEM NO. 8

The Members of the Company at their Extra Ordinary General Meeting held on 12th May, 2004 has authorized Board of Directors to create mortgage or charge on the immovable and movable properties of the Company under Section 293(1)(a) of the Companies Act, 1956.

As per Section 180 of the Companies Act, 2013 ("the Act"), notified as on September 12, 2013, the powers of the Board are required to be exercised only with the consent of the Company by a Special Resolution. The Ministry of Corporate Affairs ("MCA") has vide its General Circular No 4/2014 dated March 25, 2014 clarified that the Ordinary Resolution passed under Sections 293 of the Companies Act, 1956 would be sufficient compliance of Section 180 of the Act for a period of one year from the date of notification of Section 180 of the Act.

The Company has been availing various Working Capital facilities, Term Loans and other Borrowings from the Financial Institutions/ Banks/ Insurance Companies/ Other Bodies Corporate or person or persons. The same is secured by way of First / Second Charge on the movable / immovable assets of the Company.

Further, in order to meet the cost of expansion, diversification and to meet growing requirement of working capital, the consent of the members is being sought to authorize the Board to create mortgage and/ or charge to the extent of Rs. 1500.00 Crores (Rs. One Thousand Five Hundred Crores only) in line with the borrowing limit of Rs. 1500.00 Crores as proposed for the approval u/s 180(1)(c) of the Companies Act, 2013 in Item No. 7 of the notice.

Accordingly consent of members by way of Special Resolution is required under Section 180(1)(a) and other applicable provisions of the Companies Act, 2013, as set out at Item No. 8 of the Notice.

The Board recommends the Special Resolution at Item No. 8 for approval of the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives is directly or indirectly concerned or interested in the Resolution.

Place : Indore

Dated: 14th August, 2014

By order of the Board of Directors
SURESH CHANDRA SHAHRA
Managing Director
DIN: 00062762



**Details of Directors seeking appointment/ re-appointment at the
Annual General Meeting (pursuant to Clause 49 of the Listing Agreement)**

Name of Directors	Mr. KAILASH CHANDRA SHAHRA (DIN: 00062698)	Mr. HARI NARAYAN BHATNAGAR (DIN: 06732072)	Mr. VIJAY RATHI (DIN: 01474776)	Mr. KAMAL KUMAR GUPTA (DIN: 03600096)
Date of Birth	31.01.1938	24.12.1941	07.01.1952	18.03.1948
Age	76 years	73 years	62 years	66 years
Date of Appointment	26.07.1993	09.11.2013	02.04.2012	10.08.2011
Expertise/Experience in specific functional areas	He posses more than 50 years of rich experience in the industry. Apart from Chairmanship of the Company, Mr. Kailash Chandra Shahra also leads the Ruchi Group of Companies. He has been awarded 'Udyog Ratna' award by the Cheif Minister of Madhya Pradesh for his contribution to the economic development of the state	He was Asst. General Manager in Central Bank of India and having vast experience in the field of banking and finance	He is presently practicing as a Chartered Accountant and having vast experience in conducting stock audits of various banks	He is having vast experience in the field of mining
Qualification	B.Com, LL.B.	M.Com.	M.A., M.Com., LL.B., FCA	Bachelor of Engineering
No. & % of Equity Shares held in the Company	20,100 (0.07%)	Nil	Nil	Nil
List of outside Company's directorship held	1. Ruchi Soya Industries Limited 2. Shahra Brothers Pvt. Ltd. 3. Indian Steel Corporation limited 4. National Board of Trade Limited 5. Mahadeo Shahra & Sons Pvt. Ltd. 6. Ruchi Strips & Alloys Limited 7. Federation of Indian Commodity Exchange 8. Shahra Sons Private Limited 9. Avantee Industries Private Limited	Nil	1. Sarthak Industries Ltd.	Nil
Chairman / Member of the Committees of the Board of Directors of the Company	Nil	Member of Audit Committee and Shareholders/ Investor grievance/ Stakeholders' Relationship committee.	Chairman of Audit Committee.	Nil
Chairman/Member of the Committees of the Board Directors of other Companies in which he is director *	Chairman of Shareholders/Investors' grievance/ Stakeholders' Relationship Committee of Ruchi Soya Industries Ltd.	Nil	Chairman of Audit Committee and Shareholders' Investors' grievance/Stakeholders' Relationship Committee of Sarthak Industries Ltd.	Nil
Relationship between directors inter-se	Mr. Suresh Chandra Shahra and Mr. Manish Shahra	Nil	Nil	Nil

* Represents Chairmanships/Memberships of Audit Committee and Shareholders/ Investors' Grievance / Stakeholders' Relationship Committee

Place : Indore
Dated: 14th August, 2014

By order of the Board of Directors
SURESH CHANDRA SHAHRA
Managing Director
DIN: 00062762

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting Thirty Eighth Annual Report together with the Audited Statement of Accounts of the Company for the year ended 31st March, 2014.

FINANCIAL RESULTS

The Performance of the Company for the financial year ended on 31st March, 2014 is summarized below:

Particulars	(₹ in Lacs)	
	2013-14	2012-13
Sales and other Income	1,50,478.11	1,30,412.83
Gross Profit	1,943.57	1,880.18
Depreciation	535.99	571.83
Profit before tax	1,407.58	1,308.35
Provision for Taxation for the year	(275.00)	(205.00)
Provision for Deferred Taxation for the year	(22.05)	(36.92)
Income tax for earlier years (net)	--	--
Profit after Taxation	1,110.52	1,066.43
Balance brought forward from previous year	13,088.64	12,022.21
Amount available for Appropriation	14,199.16	13,088.64
Transfer to General Reserve	--	--
Proposed Dividend on Equity Shares	--	--
Tax on Dividend	--	--
Surplus carried to Balance Sheet	14,199.16	13,088.64

DIVIDEND

Your Company is exploring business opportunities for implementing the expansion plans of the existing businesses of milk & food processing as well as recently diversified mining and mineral based new projects; therefore it is necessary to conserve the funds to meet these investment opportunities, which your Board believes would enhance the shareholders wealth in coming period. Thus, your Board has not recommended any dividend for the financial year 2013-14.

OPERATIONS

During the year, Company achieved a turnover of Rs. 1,50,478 Lacs, which is increased by around 15% as compared to previous year. Operating profit has increased by around 3% at Rs. 1,943 Lacs and Net profit also increased by around 4% at Rs. 1,110 Lacs during the year under review. On the manufacturing front turnover increased by more than 18% and stood at Rs. 89,210 Lacs and manufacturing profit has also gone up by 21%.

Management of the Company under the direction of your Board of Directors is continued in achieving the targets of cutting down in the cost of operations and getting efficiency in this area by using better alternated resources/means.

BUSINESS EXPANSION & DIVERSIFICATION

Dairy Business

During the year under review, dairy business of your Company is increased by about 18% as compared to previous year. Company's dairy plants at Dewas (M.P.), Bhopal (M.P.) and Etah (U.P.) are running successfully.

In addition to this, your Company is enthusiastically keeping a watch on the southern and the western regions of India for setting up few more dairy plants to cover these regions where we are sure that the products of the Company shall be taken hand to hand.

Mining Business

On the front of recently diversified business of mining, the year under review again remained productive as for few of the mines allotted to your Company, we are inching towards getting necessary permissions/ approvals and believe to start commercial activities in near future.

Further, sincere efforts of your Company are continue to set up mineral based industry in Madhya Pradesh to use explored minerals from own mines in future.

Better profitability and turnover is expected from these activities in future.

Real Estate Business

The integrated township project 'Active Acres' at Kolkata launched few years back by M/s. Mahakosh Property Developers, a partnership wherein your Company is partner with major stake, is continuously getting good response from all segments of public even in the phase of slow down period in the Real Estate Sector, where, out of completed 4 towers and 1 tower under construction, booking of about 90% of the residential units has been done and more than 300 families have started living in township, which indicates your Company's reputation and sustainability which will result in good profits in the years to come.

FOREIGN EXCHANGE EARNINGS

Your Company remains committed to enlarge foreign exchange earnings. During the year under review, your Company's earnings from export of Agri-commodities on FOB basis were Rs. 9,952.99 Lacs.

Company is targeting other countries with additional dairy products and agri-commodities on opportunity basis to increase its foreign earnings.

PUBLIC DEPOSITS

The Company has not accepted any deposits from the public during the year under review.

INSURANCE

All properties and insurable interests of the Company including Building and Plant & Machinery have been adequately insured.

PARTICULARS OF EMPLOYEES

None of the employees of the Company was drawing remuneration in excess of the limits prescribed under the provisions of section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended till date.

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

Information as per section 217(1)(e) read with Companies (Disclosures of Particulars in the report of Board of Directors) Rules, 1988 are given in the **Annexure 'A'** forming part of this Report.

HUMAN RESOURCE & INDUSTRIAL RELATIONS

Industrial relations were harmonious throughout the year. The Board wishes to place on record their sincere appreciation to the co-operation extended by all the employees in maintaining cordial relations.

CORPORATE GOVERNANCE

Pursuant to clause 49 of the Listing Agreements with the Stock Exchanges, a Management Discussion and Analysis Report, Corporate Governance Report and Auditors' Certificate regarding compliance of conditions of Corporate Governance are made a part of the Annual Report.

DIRECTOR'S RESPONSIBILITY STATEMENT

The Company is in compliance with various accounting and financial reporting requirements in respect of the financial statement for the period under review. Pursuant to section 217(2AA) of the Companies Act, 1956, and in respect of the annual accounts for the period under review, the Director hereby confirms that:

- a. In the preparation of the annual accounts, the applicable accounting standards had been followed.



- b. Appropriate accounting policies have been selected and applied 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 the end of the financial year and of the profit or loss of the Company for that period;
- c. Proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities have been taken to the best of their knowledge and ability.
- d. The annual accounts have been prepared on a "going concern basis".

DIRECTORS

Mr. Kailash Chandra Shahra, Director of the Company retires by rotation in accordance with the provisions of the Articles of Association of the Company and being eligible offer himself for reappointment.

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013, Mr. Vijay Rathi and Mr. Kamal Kumar Gupta are proposed to be appointed as Independent Directors of the Company for five consecutive years for a term upto 31st March, 2019. They qualify to be an Independent Director pursuant to the provisions of Section 149(6) of the Companies Act, 2013.

Mr. Hari Narayan Bhatnagar was appointed as an Additional Director by the Board of the Company with effect from 09th November, 2013 and holds office upto the date of this Annual General Meeting. Your Company has received a notice in writing from a member proposing his candidature for the office of Independent Directors. He qualifies to be an Independent Director pursuant to the provisions of Section 149(6) of the Companies Act, 2013.

Details of the proposal for appointment/ re-appointment of Directors are mentioned in the Notice of the Annual General Meeting.

AUDITORS & AUDITORS' REPORT

The Auditors M/s. Ashok Khasgiwala & Co., Chartered Accountants, retire at the forthcoming Annual General Meeting and are eligible for re-appointment. The notes referred to by the Auditors in their Report are self explanatory and hence do not require any explanation.

COSTAUDIT

Pursuant to the circular dated 24th January, 2012 of the Ministry of Corporate Affairs, your Company has appointed M/s K.G. Goyal & Co., Cost Accountants, (Firm Registration No. 000017) as Cost Auditor of the year 2013-14, with the consent of the Central Government, for the audit of cost accounts maintained by the Company.

ACKNOWLEDGEMENTS

The Directors wish to convey their appreciation to all of the employees of the Company for their enormous personal efforts as well as their collective contribution during the year. The Directors would also like to thank the shareholders, customers, suppliers, bankers, financial institutions and all other business associates for their continuous support given to the Company and their confidence in the management.

For and on behalf of the Board of Directors
ASHOK KUMAR TRIVEDI
Whole-time Director
DIN: 00350507

For and on behalf of the Board of Directors
SURESH CHANDRA SHAHRA
Managing Director
DIN: 00062762

Place : Indore
Dated: 14th August, 2014

**ANNEXURE 'A' TO THE DIRECTORS' REPORT**

Information as per section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 and forming part of the Directors' Report for the year ended 31st March, 2014.

1. CONSERVATION OF ENERGY

PARTICULARS	Current Year 2013-14	Previous Year 2012-13
A Power & Fuel Consumption		
1 Electricity		
a) Units Purchased	91,83,761	85,20,326
Total Amount (Rs.)	6,68,88,674	6,06,31,451
Rate/Unit(Rs.)	7.28	7.12
b) Own Generation		
Units Produced	29,66,491	14,35,025
Total Amount (Rs.)	3,05,01,219	2,37,20,779
Rate/Unit(Rs.)	10.28	16.53
2 Coal		
Quantity (in MT)	5,641.24	7,298.36
Total Cost (Rs.)	3,10,26,826	3,97,88,794
Average Rate Per MT(Rs.)	5,500.00	5,451.75
3 Other (Husk, Saw Dust etc.)		
Quantity (Tons)	11,086.64	7,656.33
Total Amount (Rs.)	4,49,00,723	2,78,34,698
Average Cost(Rs.)	4,049.98	3,635.51
B Consumption per unit of production		
Electricity (unit)	143.74	130.08
Coal (MT)	0.08	0.10
Other (Husk, Saw Dust, etc.)	0.16	0.10

2. TECHNOLOGY ABSORPTION

The Company is keeping pace with the developments in the Milk Processing, modern, hygienic and nutritious dairy products and adapting its plants in line with these developments.

3. FOREIGN EXCHANGE EARNING AND OUTGO

During the year under review, the foreign exchange outgo was Rs. 28,740.07 Lacs (Prev. Yr. Rs. 32,412.36 Lacs) and the foreign exchange earnings on exports was Rs. 9,952.99 Lacs (Prev. Yr Rs. 8,927.26 Lacs).

For and on behalf of the Board of Directors
ASHOK KUMAR TRIVEDI
 Whole-time Director
 DIN: 00350507

For and on behalf of the Board of Directors
SURESH CHANDRA SHAHRA
 Managing Director
 DIN: 00062762

Place : Indore
 Dated: 14th August, 2014

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**A. INDUSTRY STRUCTURE AND DEVELOPMENTS**

With mass population and powerful purchasing power, India is amongst one of the fastest growing consumer market and expected to be the strongest economy in the world in coming future. However, worldwide slow down has also affected Indian economy resulting in growth rate of 4.7% in last financial year.

Your Company is primarily engaged in the business of processing of Milk & Milk Products, Trading of Agri- Commodities & Coal and Wind power Generation.

India has been ranked first amongst the world's milk producing countries, which accounts for around 18% of global milk production, most of which is consumed domestically. The per capita availability of milk has increased from 176 grams per day in 1990-91 to 290 grams per day in present time, comparable with the world's milk per capita availability of 289 grams per day. India, where consumption of dairy products is rapidly increasing, is well poised for higher growth in the coming years in dairy sector.

In terms of wind power installed capacity, India is amongst top five countries in the world. The unexploited resource has the potential to sustain the growth of wind energy in future. The renewable energy in India has already a significant share of India's installed power capacity & it is expected, that this share will keep on growing.

B. OPPORTUNITIES & THREATS**(I) Dairy Business:**

India has retained the leadership position in Milk production in the world which is estimated at around 140 million tonnes during 2013-14. In India, milk is treated as the powerhouse of natural nutrients which are necessary to sustain a healthy mind and body. It is an important source of protein for a sizable portion of India's large vegetarian population. The importance of dairy enterprises in the national economy can be gauged from the fact that the value of output from milk group is highest amongst all the agricultural commodities. Since most of share of milk production is with unorganized sector, therefore increasing hygienic & quality awareness offers great opportunities to entrepreneur worldwide, who wish to capitalize on with hygienic & quality conditions for the world's largest and fastest growing market for milk and milk products. The Indian Dairy industry is rapidly growing, trying to keep the pace with global growth rate. In India potential is there for expansion in smaller towns.

Indian Dairy industry is in unorganized form where quality of milk and animal are poor with yield per cow less than that of the foreign producer who are on the verge of entering in Indian dairy market and will soon have access to India with favorable environment of globalization. Poor quality prohibits Indian milk from being exported. Indian dairy industry will see tough competition from exporters. Technological upgradation with aim to provide nutrition, health and high quality are key factors for success in dairy business. In years to come greater demand for unadulterated pasteurized liquid milk in poly pouches, high quality nutrition products will be the thrust area for growth.

Last year the Government of India permitted for exporting of Skimmed Milk Powder (SMP), therefore, we have started export of SMP to few countries and prospects of export of this product as well as WMP, Soya Protein Isolate and Concentrate and Casein are very bright. This will help Company to get noted in other countries.

(II) Wind Power:

With the encouraging policy for renewable energy, this sector has shown great growth pace which helped India to become the new "Wind Superpower". The Company has Two Wind Power projects at Nagda Hills, Dewas (M.P.) and Jaisalmer (Rajasthan) are successfully generating energy and have shown the ability of Company to diversify in Non Conventional Energy Sector.

(III) Others:

During on going financial year though monsoon is quite weak but gradually improved in Central India, where Company's plants exist, therefore good quantity of milk and agri commodities is expected. The symptoms of global commodity business are favorable for coming future and suitable steps of newly formed Central Government and Reserve Bank of India will also keep lower movement in exchange rates. The Company proposes to continue to recognize the full potential in agro commodities & coal in the coming period.

The future performance of your Company would depend to a large extent on its ability to successfully run its existing and forthcoming plants, successful diversification, introduction and market of dairy products and other commodities on opportunity basis. We are hopeful that through the combination of market developments and expansion activity, there will be healthy growth over the next few years.

Your Company has already performed well in the recently diversified mining business as few of the mines allotted to your Company are inching towards getting necessary permissions/ approvals expecting to start commercial production in near future. Further, sincere efforts of your Company are continue to set up mineral based industry in Madhya Pradesh to use explored minerals from own mines in future.

On the front of Real Estate business, the integrated township project 'Active Acres' at Kolkata launched few years back by M/s. Mahakosh Property Developers, a partnership firm, wherein your Company is a partner with major stake, is continuously getting good response from all segments of public even in the phase of recession period in the Real Estate Sector, where, out of completed 4 towers and 1 tower under construction, booking of about 90% of the residential units has been done and more than 300 families have started living in township, which is a good sign of your Company's reputation and sustainability which will result in good profits in the years to come. That firm is also going to launch one more tower in the township. Your Company is also having keen interest in entering into new venture in real estate.

C. SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

Your Company has identified three business segments in line with the accounting standard on segment reporting. These are:

Dairy Products - Milk, Ghee, Milk Powder and other Dairy products.

Wind Power Unit - Wind Power Generation.

Other - Trading of Coal, Agri Commodities, Edible Oil etc.

The segment wise performance in detail is given in **Note No. 38** to the audited accounts of the Company as available in this annual report.

D. OUTLOOK

The Company's endeavors are also continuing to enter into remaining parts of Central, Western and Southern parts of India also. We have started concentrating more on supplying hygienic quality liquid milk in pouches and in line with Company has successfully launched liquid milk in tetra pack with longer shelf life and hopeful that this will further strengthen our position in the market.

Further, the Wind Power Projects of the Company are generating electricity satisfactorily. Electricity produced in Rajasthan Plant is being sold to Rajasthan Electricity Board (RSEB) while in Madhya Pradesh we have captive consumption in our plant and remaining electricity is sold to Madhya Pradesh Electricity Board (MPEB). We see ecological power generation as the sunrise industry of tomorrow and have positioned ourselves to save the nature and to reap the reward for our stakeholders.

With our strong focus on core business activities and our competitive position, better performance is expected in the years to come.

E. RISK AND CONCERNS

The major risks and concerns attributed to the performance of the Company are:

- a. The Company is exposed to risks from market fluctuation of foreign exchange. Hence the erratic movement in foreign exchange rates and international prices of dairy products may influence the performance of the Company. Change in duty structure may affect adversely.
- b. Increase in input costs, change in tax structure, change in interest rates, changes in govt. policies/ laws of land, development and stability of Indian economy against the negative external and internal forces may also impact the overall performance of the Company.
- c. Profitability may be affected on account of competition from existing and prospective manufacturers of the Company's products.
- d. Dairy business basically based on monsoon. Unfavorable monsoon may affect the milk availability and Company may not get milk upto installed capacity and demand.

F. INTERNAL CONTROL AND THEIR ADEQUACY

Your Company has a good and effective Internal Control System for its various units in respect of efficiency of operations, financial reporting, proper recording and safeguarding of assets, compliance with applicable laws and regulations etc.

The adequacy of the same has been reported by the statutory auditors of your Company in their report as required under the Manufacturing & Other Companies (Auditor's Report) Order, 1988.

G. FINANCIALS

(₹ in Lacs)

Balance Sheet	As at March 31, 2014	As at March 31, 2013
a. Share Capital	2,775.35	2,775.35
b. Reserves and Surplus	22,308.86	21,198.34
c. Non-Current Liabilities	4,773.98	2,083.00
d. Current Liabilities	64,400.28	57,722.46
e. Non-Current Assets	17,105.03	15,640.22
f. Current Assets	77,153.44	68,138.93

(₹ in Lacs)

Profit & Loss Account	For the year 2013-14	For the year 2012-13
a. Sales & Other Income	1,50,478.11	1,30,412.83
b. Profit Before Depreciation & Tax	1,943.57	1,880.18
c. Depreciation	535.99	571.83
d. Net Profit After Tax	1,110.52	1,066.43
e. Earning Per Share (in ₹)	4.00	3.84

H. INFORMATION TECHNOLOGY

SAP has been implemented in all plants, depots, regional offices and head office of the Company enabling better supply chain, debtors control at operational level and access to consolidated data of the Company since the system is integrated. Among other benefits, SAP will provide real-time data, support in strategy formulations, lead to adoption of uniform and transparent business practices, render cost optimization and value enhancement.

I. MATERIAL DEVELOPMENT IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT

Your Company considers the quality of its human resources to be most important asset and constantly endeavors to attract and recruit best possible talent. The number of people employed during the year was 380.

The industrial relations of the Company continue to remain harmonious and cordial with focus on improving productivity and quality.

J. CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis Report describing the Company's objectives, projections, estimates and expectations may constitute "forward looking statements" within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied.

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY

The Company believes that since the trust of our stakeholders is the best asset, therefore we believe in attaining highest level of transparency, fairness & professionalism towards all our stakeholders including shareholders, employees, customers, the government, lenders and the society at large and aims at providing maximum return to all our stakeholders by way of value creation.

The Company complies with all the stipulations laid down in clause 49 of the listing agreement & with all other provisions of various acts as and when applicable on the Company to ensure good corporate governance.

1. BOARD COMPOSITION

The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors. The Non-Executive Directors with their diverse knowledge, experience and expertise bring their independent judgment in the deliberations and decisions of the Board.

The Company has a Non-Executive Chairman and the number of Independent Directors is one-third of the total number of Directors and the number of Non-Executive Directors is more than 50% of the total number of Directors.

None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees (as specified in clause 49 of the Listing Agreement), across all the Companies in which he is a Director.

A) ATTENDANCE AND COMPOSITION OF THE BOARD

Name of the Director	Category#	Attendance		No. of Directorship/ Committee Positions held in other Public Companies			No. of Shares held by NED in Anik Ind. Ltd. as on 31.03.14
		Board	Last AGM	Directorship	Committee Chairmanship*	Committee Membership*	
Mr. Kailash Chandra Shahra	PD & NED	3	No	6	1	---	20,100
Mr. Suresh Chandra Shahra	PD & ED	11	Yes	1	---	---	N.A.
Mr. Manish Shahra	PD & ED	10	Yes	2	---	---	N.A.
Mr. Ashok Trivedi	ED	7	Yes	1	---	---	N.A.
Mr. Kamal Kumar Gupta	ID & NED	4	Yes	---	---	---	Nil
Mr. Vijay Rathi	ID & NED	8	Yes	1	2	---	Nil
Mr. Ashok Mehta**	ID & NED	2	No	---	---	---	Nil
Mr. Hari Narayan Bhatnagar***	ID & NED	5	No	---	---	---	Nil

PD - Promoter Director NED - Non- Executive Director

ED - Executive Director ID - Independent Director

* Represents Chairmanships / Memberships of Audit Committee and Shareholders'/ Investors' Grievance Committee..

** Mr. Ashok Mehta has resigned on 25.09.2013.

*** Mr. Hari Narayan Bhatnagar has been appointed on 09.11.2013.

B) BOARD PROCEDURE

During the financial year 2013-14, the Board of Directors met on the following dates: 22nd May, 2013; 06th June, 2013; 14th August, 2013; 31st August, 2013; 25th September, 2013; 09th November, 2013; 21st November, 2013; 30th December, 2013; 31st January, 2014; 21st February, 2014; 03rd March, 2014; 29th March, 2014. The gap between any two meetings did not exceed four months, as mentioned in clause 49 of the listing agreement. The dates of the meeting were generally decided in advance. Key information is placed before Board of Directors to appraise corporate governance.

2. BOARD COMMITTEES

Presently the Board has following committees.

A. AUDIT COMMITTEE:

To adhere to the principle of transparent governance, a qualified and independent audit committee has been constituted.

a) Members of Committee:

Mr. Vijay Rathi	Chairman
Mr. Ashok Trivedi	Member
Mr. Ashok Mehta	Member (Resigned on 25.09.2013)
Mr. Hari Narayan Bhatnagar	Member (Appointed on 09.11.2013)

The Company Secretary is the Secretary of the committee. SVP Finance is the permanent invitee to the audit committee.

b) Audit committee comprises Executive and Non-Executive directors as a member.

c) Attendance at the audit committee meeting:

The committee met five times during the year and quorum was present for every meeting.

d) Dates of the Audit committee meeting held:

06th June, 2013; 14th August, 2013; 31st August, 2013; 21st November 2013; 21st February 2014. Mr. Vijay Rathi has attended four meetings, Mr. Ashok Trivedi has attended five meetings, Mr. Ashok Mehta has attended three meetings and Mr. Hari Narayan Bhatnagar has attended two meetings.

e) Brief terms of reference:

- I. Oversight of company's financial reporting process.
- II. Recommendation for appointment of external auditors and their remuneration.
- III. Review of quarterly, half yearly and annual financial statements.
- IV. Review of internal control system and internal audit function.
- V. Management discussion and analysis of financial condition and results of operation.
- VI. Significant related party transactions.

The terms of reference specified by the Board to the audit committee are as contained under clause 49 of the listing agreement with the stock exchanges read with the Companies Act, 1956 / Companies Act, 2013.

B. STAKEHOLDERS' RELATIONSHIP COMMITTEE (Earlier called as SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE):

Pursuant to provisions of the Companies Act, 2013 and the rules made thereunder ("the Act"), the Shareholders'/Investors' Grievance Committee is re-named as Stakeholders' Relationship Committee.

The Committee has been constituted for redressal of investors' complaint/grievances. The Committee's primary responsibility is to implement a smooth share transfer process, minimize shareholders'/investors' grievances and to strengthen investor's relation.

a) Members of Committee:

Mr. Ashok Trivedi	Chairman
Mr. Manish Shahra	Member
Mr. Ashok Mehta	Member (Resigned on 25.09.2013)
Mr. Hari Narayan Bhatnagar	Member (Appointed on 09.11.2013)

b) Name and designation of compliance officer: Mr. Shailesh Kumath, Company Secretary.

c) Status of share transfers as on 31.03.2014: All valid share transfers received during the year 2013-14 have been acted upon by the Registrar of the Company. As on 31st March, 2014 there were no shares pending for transfers.

d) Details of investors' grievances for the year 2013-14:

Nature of Complaint	2013-14		2012-13	
	Received	Pending	Received	Pending
Non-receipt of share certificate	02	---	04	---
Non-receipt of Annual Report	03	---	05	---
SEBI / Stock Exchange	01	---	00	---
Dematerialization Complaint	00	---	00	---
Non-receipt of Dividend	07	---	07	---
Miscellaneous / Others	00	---	03	---
Total	13	---	19	---

3. DETAILS OF REMUNERATION TO DIRECTORS

A. REMUNERATION TO EXECUTIVE DIRECTORS

The terms of remuneration of executive directors have been fixed by the Board of Directors and approved by the shareholders. The particulars of remuneration of executive directors during the financial year 2013- 14 are as under:

(Figures in ₹)

PARTICULARS	Mr. Suresh Chandra Shahra (Managing Director)	Mr. Manish Shahra (Jt. Managing Director)	Mr. Ashok Trivedi (Whole-Time Director)
Salary & Allowances	42,00,000	3,00,000	8,50,692
Provident Fund	9,360	9,360	40,320
Bonus & Perquisite in cash or in kind	--	39,681	27,989
Total	42,09,360	3,49,041	9,19,001

The above figures do not include contribution to gratuity fund.

B. REMUNERATION TO NON-EXECUTIVE DIRECTORS

As approved by the Board of Directors in accordance with the Articles of Association of the company, the Non-Executive Directors are paid sitting fees for every meeting of the Board and/or Committee attended by them. No commission was paid or payable to the Non-Executive Directors during the financial year 2013-14.

The sitting fees paid to all Non-Executive Directors for attending each meeting of the Board and/or Committee thereof for the year ended 31.03.2014 is as follows:- Mr. Kailash Chandra Shahra - Rs. 7,500/-, Mr. Vijay Rathi - Rs. 30,000/-, Mr. Kamal Kumar Gupta - Rs. 10,000/-, Mr. Ashok Mehta - Rs. 15,000/- and Mr. Hari Narayan Bhatnagar - Rs. 22,500/-.

4. GENERAL MEETINGS

A. ANNUAL GENERAL MEETING

The details of date, time, location and special resolutions passed at the Annual General Meeting (AGM) held during last 3 years are as under:

Date	Venue	Time	Special Resolution Passed
30.09.2011	Sunville Deluxe Pavilion, Sunville Building, 9, Dr. Annie Besant Road, Worli, Mumbai	2.30 p.m.	Special Resolution passed for re-appointment of Mr. Manish Shahra as Jt. Managing Director and Mr. Ashok Trivedi as Whole Time Director of the Company. Special Resolutions were put to vote by show of hands and were passed with the requisite majority.
29.09.2012	Sunville Deluxe Pavilion, Sunville Building, 9, Dr. Annie Besant Road, Worli, Mumbai	11.30 a.m.	No Special Resolution passed
27.09.2013	Sunville Deluxe Pavilion, Sunville Building, 9, Dr. Annie Besant Road, Worli, Mumbai	11.30 a.m.	Special Resolution passed for re-appointment of Mr. Suresh Chandra Shahra as Managing Director of the Company. Special Resolutions were put to vote by show of hands and were passed with the requisite majority.

B. EXTRA-ORDINARY GENERAL MEETING

During the financial year 2013-14, no Extra Ordinary General Meeting of the Company was held.

C. POSTAL BALLOT

No postal ballot was conducted during the year under review. At present, there is no proposal for passing any Special Resolution through Postal Ballot.

5. SECRETARIAL AUDIT

A qualified Practicing Company Secretary carried out Secretarial Audit to reconcile the total Admitted Capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total Issued and Listed Capital. The audit confirms that the total Issued/ Paid-up Capital is in agreement with the total number of shares in physical forms and the total number of dematerialized shares held with NSDL and CDSL.

6. DISCLOSURES

The Company did not have any related party transactions, which may have potential conflict with its interest at large.

The Company has complied with the requirements of the regulatory authorities on capital markets and no penalties/ strictures have been imposed against it in the last three years.

The Company has complied with mandatory requirements of clause 49 of the Listing Agreement except composition of Board.

The Notice convening the Annual General Meeting of the Company has necessary disclosures relating to the appointment/ re-appointment of Directors.

The Company does not have a "Whistle Blower policy".

7. MEANS OF COMMUNICATIONS

The quarterly financial results for the financial year 2013-14 were published in the newspapers namely Free Press Journal & Navshakti (both Mumbai edition). The Company has a website, namely www.anikgroup.com for display of its results.

8. THE MANAGEMENT DISCUSSION AND ANALYSIS REPORT FORMS PART OF ANNUAL REPORT

9. GENERAL SHAREHOLDERS INFORMATION

A. Date, time and venue of the annual general meeting	11 th September, 2014 at 11.30 a.m. at Sunville Deluxe Pavilion, Sunville Building, 9, Dr. Annie Besant Road, Worli, Mumbai-400 018
B. Financial calendar 2014-15	Financial Reporting (tentative) for Quarter ending June 30, 2014 - August 2014 September 30, 2014 - November, 2014 December 31, 2014 - February, 2015 March 31, 2015 - May 2015
C. Date of book closure	06 th September 2014 to 11 th September, 2014 (Both days inclusive)
D. Listing on stock exchange	1) The Bombay Stock Exchange, Mumbai Phiroze Jeejee Bhoy Towers, Dalal Street, Mumbai (MH) - 400 001 2) The National Stock Exchange of India Ltd. "Exchange Plaza" Bandra Kurla Complex, Bandra (E), Mumbai (MH) - 400 051
E. Listing Fees	Paid to the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE) for the Financial Year 2014-15.
F. Electronic connectivity	National Security Depository Ltd. & Central Depository Services (India) Ltd.
G. ISIN No. at NSDL / CDSL	INE 087 B01017
H. Registered Office	610, Tulsiani Chambers, Nariman Point, Mumbai (MH) - 400 021, INDIA Tel. No.: +91 22 22824851, 53, 57, 59, 63 Fax No.: +91 22 22042865 Email: anik@anikgroup.com URL: www.anikgroup.com
I. Corporate Office	2/1, South Tukoganj, Behind High Court, Indore (M.P.) - 452 001, INDIA Tel. No.: +91 0731 4018009,10 Fax No.: +91 0731 2513285

J. Plant Location
Dairy Units

1. Unit I - Village Bilawali, Dist. Dewas (M.P.)
2. Unit II - Village Bilawali, Dist. Dewas (M.P.)
3. Dairy Complex, Kasganj Road, Etah (U.P.)
4. Govindpura Industrial Area, Bhopal (M.P.)

Wind Power Units

1. Village Gorera, Dist. Jaisalmer (Raj.)
2. Village Nagda, Dist. Dewas (M.P.)

K. Company's Code / Symbol / Series on Stock Exchange

The Bombay Stock Exchange Ltd. : 519383

The National Stock Exchange of India Ltd. : ANIKINDS

L. Market Price Data

The monthly high & low share prices of the Company traded at Bombay Stock Exchange Limited and National Stock Exchange of India Limited from 1st April, 2013 to 31st March, 2014 are given below:

(Figures in ₹)

Month	The Bombay Stock Exchange Ltd.		The National Stock Exchange of India Ltd.	
	Month High Price	Month Low Price	Month High Price	Month Low Price
Apr-13	24.85	17.05	24.15	17.00
May-13	30.00	20.15	29.00	19.55
Jun-13	23.90	18.00	25.20	18.00
Jul-13	22.00	17.45	23.95	17.30
Aug-13	28.50	17.70	28.35	17.05
Sep-13	24.25	20.70	23.45	20.50
Oct-13	23.80	20.20	22.80	20.05
Nov-13	23.80	20.50	23.45	20.20
Dec-13	23.75	19.50	23.25	19.30
Jan-14	24.75	21.35	23.90	21.30
Feb-14	22.20	19.10	21.85	19.30
Mar -14	21.45	19.05	21.45	18.80

M. Investors correspondence may be addressed to :

Mr. Shailesh Kumath
 Company Secretary and Compliance Officer
 Anik Industries Limited
 2/1, South Tukoganj,
 Behind High Court, Indore (M.P.) - 452 001, INDIA
 Tel. No.: +91 0731 4018009,10
 Fax No.: +91 0731 2513285
 Email : anik@anikgroup.com

N. Communication regarding share
Transfer in physical/electronic form
And other related correspondences

Sarthak Global Limited
Registrar & Share Transfer Agent
Unit : Anik Industries Limited
170/10, R.N.T. Marg, Film Colony, Indore (M.P.).
Tel : + 91 0731 2523545
Fax : + 91 0731 2526388
Email : anik@sarthakglobal.com

O. Dematerialization of shares and
Liquidity

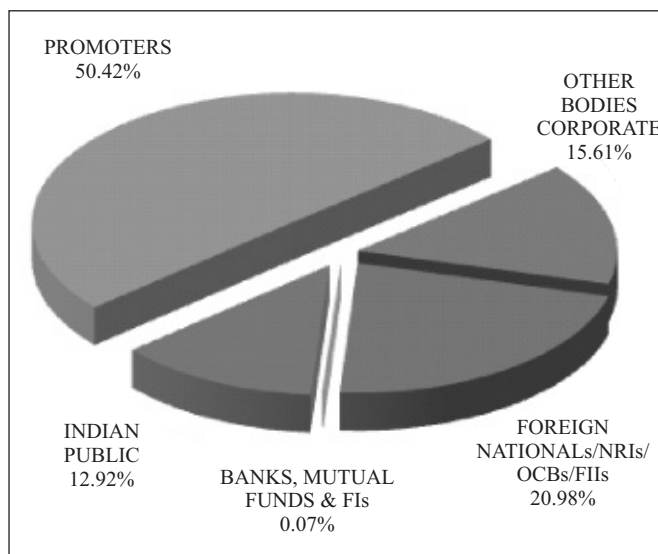
The Company's shares are traded compulsorily in demat mode under ISIN code INE 087 B01017. The National Securities Depository Limited (NSDL) and the Central Depository Services Ltd. (CDSL) are the depositories holding Company's share in demat mode. As on 31st March, 2014 out of 2,77,53,486 equity shares of Rs.10/- each, 2,12,73,210 equity shares which is 76.65% of total equity are now held in electronic form.

P. Share Transfer System

The Registrar & Share Transfer Agent M/s. Sarthak Global Ltd. deals with share transfer both in physical and dematerialized mode. The dematerialized (demat) shares are transferable through the depository system. Shares in physical form are processed by the Registrar & Share Transfer Agent and approved by the Share Transfer Committee of Directors of the company. Transfer of physical shares is made within the time stipulated by the Stock Exchange.

Q. Distribution of Equity shareholding and its pattern as on 31st March, 2014

Distribution of Equity Shareholding as on 31.03.2014			
Share Class	No. of Holders	No. of shares held	Shareholding %
Up to 500	14,282	17,45,528	6.29
501-1000	405	3,36,640	1.21
1001-2000	208	3,17,111	1.14
2001-3000	80	2,02,662	0.73
3001-4000	29	1,04,677	0.38
4001-5000	24	1,12,999	0.41
5001-10000	53	3,68,611	1.33
10001 & above	95	2,45,65,258	88.51
Total	15,176	2,77,53,486	100.00



Declaration on Compliance of Code of Conduct

The Board members & senior management personnel have affirmed compliance with the code of conduct for the directors & senior management for the year ended 31st March, 2014.

Place : Indore
Dated : 14th August, 2014

For Anik Industries Ltd.
SURESH CHANDRA SHAHRA
Managing Director
DIN: 00062762



CEO/CFO CERTIFICATION

To
The Board of Directors,
ANIK INDUSTRIES LIMITED

In relation to the Audited Financial Accounts of the Company as at March 31, 2014, we hereby certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended March 31, 2014 and that to the best of their knowledge and belief:
- (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of their knowledge and belief, no transactions entered into by the Company during the year ended March 31, 2014, which is fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee:
- (i) significant changes in internal control over financial reporting during the year;
 - (ii) significant changes in accounting policies 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 they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

SURESH CHANDRA SHAHRA
Managing Director
DIN: 00062762

Place : Indore
Dated : 14th August, 2014

GAUTAM JAIN
SVP-Finance

To
The Members of
ANIK INDUSTRIES LIMITED

We have examined the compliance of conditions of corporate governance by Anik Industries Limited for the year ended 31st March, 2014 as stipulated in clause 49 of the listing agreement of the said company with the stock exchange(s).

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

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the directors and the management, we certify that the company has complied with the conditions of corporate governance as stipulated in clause 49 of the above mentioned listing agreement except composition of Board.

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

For **ASHOK KHASGIWALA & CO.,**
Chartered Accountant
(Firm Regn. No. 0743C)

CA AVINASH BAXI
Partner
(Membership No. 79722)

Place : Indore
Date : 14th August, 2014

INDEPENDENT AUDITORS' REPORT

To
The Members of
ANIK INDUSTRIES LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of Anik Industries Limited ("The Company"), which comprises the Balance Sheet as at 31st March, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

Opinion

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order 2003 (as amended), issued by the Central Government of India in terms of Sub Section (4A) of Section 227 of the Companies Act, 1956, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227 (3) of the Act, we report that:
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company, so far as appears from our examination of those books and proper returns adequate for the purposes of our audit have been received from the branches not visited by us;
 - c) The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account and with the returns received from the branches not visited by us;
 - d) In our opinion, the Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement comply with the Accounting standards referred to in Section 211 (3C) of the Companies Act, 1956 read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013;
 - e) On the basis of written representations received from the directors, as on 31st March, 2014 and taken on record by the Board of Directors none of the directors is disqualified as on 31st March, 2014, from being appointed as a director in terms of clause (g) of sub section (1) of section 274 of the Companies Act, 1956.

For **ASHOK KHASGIWALA & CO.**
Chartered Accountants
(Firm Regn. No. 0743C)

Place : Indore
Dated : 02nd June, 2014

CA AVINASH BAXI
Partner
(Membership No: 79722)

ANNEXURE TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph (1) under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date:-

- i)** In respect of its Fixed Assets:
 - a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b. The fixed assets have been physically verified by the management during the year and there is a regular program of verification which in our opinion, is reasonable having regard to the size of the Company and the nature of its fixed assets. No material discrepancies were noticed on such verification.
 - c. During the year, the Company has not disposed off a substantial part of fixed assets and we are of the opinion that the going concern status of the company is not affected.
- ii)** In respect of Inventories:
 - a. The Inventories have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
 - b. In our opinion, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - c. In our opinion the Company is maintaining proper records of inventory. As explained to us, there were no material discrepancies noticed on physical verification of inventories as compared to the book records.
- iii)**
 - a. According to the information and explanations given to us and in our opinion, the Company has not granted any loans secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Hence the provisions of clauses iii(b), iii (c) and iii(d) of the said Order are not applicable to the company.
 - b. According to the information and explanations given to us and in our opinion, the Company has not taken any loans secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Hence the provisions of clauses iii(f) and iii(g) of the said Order are not applicable to the company.
- iv)** In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and the nature of its business with regard to purchases of inventory and 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 system in respect of these areas.
- v)**
 - a. According to the information and explanations given to us, we are of the opinion that the particulars of contract or arrangements that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
 - b. In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of the rupees five lakhs in respect of each party during the year, have been made at prices which appear reasonable having regard to prevailing market prices at the relevant time.
- vi)** According to the information and explanations given to us, the Company has not accepted any deposits from public to which the provisions of section 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 apply.
- vii)** In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- viii)** We have broadly reviewed the books of accounts and records maintained by the Company pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under Section 209 (1)(d) of the Companies Act, 1956 and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- ix)**
 - a. The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employee's state insurance, income tax, sales tax, service tax, wealth tax, custom duty, excise duty, cess and other material statutory dues applicable to it. There were no arrears, as at 31st March, 2014 for a period of more than six months from the date they became payable

- b. According to the records of the company and information and explanation given to us, the statutory dues which have not been deposited with appropriate authorities on account of any dispute are as under :

Name of the Statute	Nature of Dispute	Amount Involved ₹	Period to which the Amount Relates	Forum where Dispute is Pending
The Income Tax Act, 1961	Income Tax	1,52,81,726	2009-10	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	31,52,030	2007-08	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	1,60,91,930	2010-11	Commissioner of Income Tax (Appeals)
Central Excise Act, 1944	Excise Duty	56,00,554	2002-03 to 2004-05	CESTAT
The Central Sales Tax Act	Sales Tax	5,71,73,950	2001-02	Maharashtra Sales Tax Tribunal
M.P. VAT Act, 2002	Commercial Tax	28,56,777	2007-08	M. P. Commercial Tax (Appellate Board)
Entry Tax Act	Entry Tax	11,38,061	2010-11	Commissioner of Commercial Tax (Appeal)
Gujarat VAT	VAT	3,90,16,909	2011-12	Gujarat VAT Tribunal, Ahmedabad
Entry Tax Act	Entry Tax	1,02,208	2010-11	Deputy Commissioner of Commercial Tax (Appeal)
M.P. VAT Act, 2002	VAT	25,671	2011-12	Deputy Commissioner of Commercial Tax (Appeal)

- x) The company does not have accumulated losses as at 31st March 2014. The company has not incurred cash losses during the year under audit and in the immediately preceding financial year.
- xi) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to any financial institution or bank as at balance sheet date. The Company has not issued any debenture.
- xii) According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii) In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, the provisions of clause 4 (xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- xiv) In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4 (xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- xv) According to the information and explanations given to us, and the representations made by the management, we are of the opinion that the terms and condition of the guarantee given to banks for and on behalf of loan taken by others are not prejudicial to the interest of the company.
- xvi) In our opinion and according to the information and explanations given to us, the term loans raised during the year have been applied for the purpose they were raised
- xvii) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that no funds raised on short term basis have been utilised for long term purposes.
- xviii) According to the information and explanations given to us, the Company has not made preferential allotment of shares to parties or Companies covered in the register maintained under section 301 of the Act.
- xix) The Company has not issued any debentures.
- xx) The Company has not raised money by public issues during the year.
- xxi) During the course of our examination of the books of account and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have not come across any instance of material fraud on or by the Company noticed or reported during the year nor have we been informed of such case by the management.

For **ASHOK KHASGIWALA & CO.**
Chartered Accountants
(Firm Reg. No. 0743C)

Place : Indore
Dated : 02nd June, 2014

CA AVINASH BAXI
Partner
(Membership No: 79722)

**BALANCE SHEET AS AT 31ST MARCH, 2014**

(Figures in ₹)

PARTICULARS		Note	As at March 31, 2014	As at March 31, 2013
I.	EQUITY AND LIABILITIES			
	(1) Shareholders' Funds			
	(a) Share capital	1	27,75,34,860	27,75,34,860
	(b) Reserves and surplus	2	2,23,08,86,554	2,11,98,34,492
			2,50,84,21,414	2,39,73,69,352
	(2) Non-current liabilities			
	(a) Long-term borrowings	3	22,79,99,109	9,74,73,680
	(b) Deferred tax liabilities (Net)	4	10,46,03,468	10,23,98,313
	(c) Other Long-term liabilities	5	13,73,12,500	-
	(d) Long-term provisions	6	74,83,294	84,28,039
			47,73,98,371	20,83,00,032
	(3) Current liabilities			
	(a) Short-term borrowings	7	1,48,63,29,096	1,91,84,52,412
	(b) Trade payables	8	4,72,12,85,365	3,63,60,50,468
	(c) Other current liabilities	9	22,80,71,851	21,37,63,316
	(d) Short-term provisions	10	43,41,807	39,79,324
			6,44,00,28,119	5,77,22,45,520
	TOTAL		9,42,58,47,904	8,37,79,14,904
II.	ASSETS			
	(1) Non-current assets			
	(a) Fixed assets	11		
	(i) Tangible assets		1,48,52,76,153	1,46,89,47,857
	(ii) Intangible assets		2	29,168
	(iii) Capital work-in-progress		10,51,44,828	2,55,06,456
			1,59,04,20,983	1,49,44,83,481
	(b) Non-current investments	12	6,10,250	10,16,450
	(c) Long-term loans and advances	13	5,87,72,142	5,95,60,126
	(d) Others non current assets	14	6,07,00,527	89,61,529
			1,71,05,03,902	1,56,40,21,586
	(2) Current assets			
	(a) Current investments	15	17,04,89,969	12,88,76,612
	(b) Inventories	16	1,39,49,11,254	1,33,90,80,261
	(c) Trade receivables	17	4,55,82,82,103	3,60,13,40,977
	(d) Cash and bank balances	18	70,06,38,443	72,13,94,423
	(e) Short-term loans and advances	19	66,82,09,544	75,74,82,869
	(f) Other current assets	20	22,28,12,689	26,57,18,176
			7,71,53,44,002	6,81,38,93,318
	TOTAL		9,42,58,47,904	8,37,79,14,904
	NOTES FORMING INTEGRAL PART TO THE FINANCIAL STATEMENTS SIGNIFICANT ACCOUNTING POLICIES	1 to 48 49		

As per our report of even date attached
For **ASHOK KHASGIWALA & CO.**
Chartered Accountants

For and on behalf of the Board of Directors

CA AVINASH BAXI
Partner
Membership No.79722

CS SHAILESH KUMATH
Company Secretary

SURESH CHANDRA SHAHRA
Managing Director
DIN : 00062762

Place : Indore
Dated : 02nd June, 2014

GAUTAM JAIN
SVP- Finance

MANISH SHAHRA
Jt. Managing Director
DIN : 00230392

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

(Figures in ₹)

PARTICULARS		Note	For the year 2013-14	For the year 2012-13
I	REVENUE FROM OPERATIONS (GROSS)	21	14,48,08,23,024	12,64,02,05,347
	Less : Excise duty		1,24,803	1,58,056
	Revenue from operations (Net)		14,48,06,98,221	12,64,00,47,291
II	Other income	22	56,71,12,792	40,12,35,639
III	Total Revenue (I + II)		15,04,78,11,013	13,04,12,82,930
IV	EXPENSES			
	Cost of materials consumed	23	3,94,31,88,737	3,20,99,59,187
	Purchases of Stock-in-Trade	24	9,42,34,71,727	8,25,32,25,464
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	25	(5,28,98,553)	9,44,52,814
	Employee benefits expense	26	14,09,44,390	12,23,55,876
	Finance costs	27	56,65,73,920	47,48,09,521
	Depreciation and amortisation expense	11	5,35,99,273	5,71,83,367
	Other expenses	28	83,21,74,302	69,84,61,566
	Total expenses		14,90,70,53,796	12,91,04,47,795
V	Profit before exceptional and extraordinary items and tax (III-IV)		14,07,57,217	13,08,35,135
VI	Exceptional and Extraordinary items		-	-
VII	Profit before tax (V- VI)		14,07,57,217	13,08,35,135
VIII	Tax expense			
	(1) Current tax		2,75,00,000	2,05,00,000
	(2) Deferred tax		22,05,155	36,92,161
IX	Profit for the year (VII- VIII)		11,10,52,062	10,66,42,974
X	Earning per equity share (Face Value of Rs. 10/- each)			
	(1) Basic		4.00	3.84
	(2) Diluted		4.00	3.84
	NOTES FORMING INTEGRAL PART TO THE FINANCIAL STATEMENTS SIGNIFICANT ACCOUNTING POLICIES	1 to 48 49		

As per our report of even date attached
For **ASHOK KHASGIWALA & CO.**
Chartered Accountants

CA AVINASH BAXI
Partner
Membership No.79722

Place : Indore
Dated : 02nd June, 2014

CS SHAILESH KUMATH
Company Secretary

GAUTAM JAIN
SVP- Finance

For and on behalf of the Board of Directors

SURESH CHANDRA SHAHRA
Managing Director
DIN : 00062762

MANISH SHAHRA
Jt. Managing Director
DIN : 00230392

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

(Figures in ₹)

PARTICULARS	2013-14	2012-13
A CASH FLOW FROM OPERATING ACTIVITIES		
a) Net profit before tax & Extraordinary Item	14,07,57,216	13,08,35,135
Adjustment For :		
Depreciation	5,35,99,273	5,71,83,367
Finance Costs	56,65,73,920	47,48,09,521
Interest Received	(18,65,65,989)	(29,65,91,412)
Provision for Diminution in value of Investments	(48,513)	70,343
(Profit) \ Loss on Sale of Fixed Assets	(32,63,54,058)	(3,04,63,437)
Profit from Partnership Firm	(2,63,09,863)	(2,88,07,340)
	22,16,51,986	30,70,36,178
b) Operating profit before working capital changes	22,16,51,986	30,70,36,178
Adjustment For :		
Trade and other receivables	(87,78,40,985)	81,53,94,055
Inventories	(5,58,30,993)	7,52,49,893
Trade and Other Payables	1,20,94,31,570	(50,94,58,342)
	49,74,11,579	68,82,21,783
c) Cash Generated from Operations	49,74,11,579	68,82,21,783
Direct Taxes Paid	(2,51,93,178)	(3,28,84,017)
Net cash from operating activities	47,22,18,401	65,53,37,766
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed assets	(23,43,45,446)	(36,41,59,496)
(Payment) / Receipt from partnership firm	(1,52,73,181)	14,60,54,527
Sale of fixed assets	41,09,83,565	3,44,49,999
Purchase of New Investment	4,24,400	(3,74,400)
Interest Received	18,65,65,989	29,65,91,412
Changes in bank balances not considered as cash and cash equivalent	20,36,020	36,16,07,385
Net cash used in investing activities	35,03,91,347	47,41,69,427
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceed from Borrowing	28,09,53,736	(1,07,70,88,502)
Repayment of Borrowing	(55,57,09,523)	(11,94,13,084)
Interest Paid	(56,65,73,920)	(47,48,09,521)
Net cash from financing activities	(84,13,29,707)	(1,67,13,11,107)
D NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS	(1,87,19,959)	(54,18,03,915)
Cash and Cash Equivalents at Beginning of the Year	54,46,85,343	1,08,64,89,258
Cash and Cash Equivalents at End of the Year	52,59,65,384	54,46,85,343
Bank balances not considered as cash and cash equivalent	17,46,73,058	17,67,09,078
Cash and Bank balances as at the year end	70,06,38,443	72,13,94,423

As per our report of even date attached
For **ASHOK KHASGIWALA & CO.**
Chartered Accountants

For and on behalf of the Board of Directors

CA AVINASH BAXI
Partner
Membership No.79722

CS SHAILESH KUMATH
Company Secretary

SURESH CHANDRA SHAHRA
Managing Director
DIN : 00062762

Place : Indore
Dated : 02nd June, 2014

GAUTAM JAIN
SVP- Finance

MANISH SHAHRA
Jt. Managing Director
DIN : 00230392

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2014**

NOTE- 1 SHARE CAPITAL

(Figures in ₹)

PARTICULARS	As at March 31, 2014	As at March 31, 2013
A Authorised		
i) Equity Shares		
4,50,00,000 (Previous year 4,50,00,000) face value of Rs. 10/- each	45,00,00,000	45,00,00,000
ii) Non-cumulative Redeemable Preference Shares	5,00,00,000	5,00,00,000
5,00,000 (Previous year 5,00,000) face value of Rs. 100/- each	50,00,00,000	50,00,00,000
B Issued, Subscribed and paid-up		
2,77,53,486 (Previous year 2,77,53,486) Equity Shares of Rs.10/- each fully paid up	27,75,34,860	27,75,34,860
	27,75,34,860	27,75,34,860

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

PARTICULARS	As at March 31, 2014		As at March 31, 2013	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the year	2,77,53,486	27,75,34,860	2,77,53,486	27,75,34,860
Add: Shares issued during the year	-	-	-	-
Balance at the end of the year	2,77,53,486	27,75,34,860	2,77,53,486	27,75,34,860

1.2 Rights, Preference and Restrictions attached to Shares :

The company has one class of equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.

1.3 The details of Shares held by Shareholders holding more than 5% shares in the Company :

NAME OF THE SHAREHOLDERS	As at March 31, 2014		As at March 31, 2013	
	No. of shares held	% Held	No. of shares held	% Held
EQUITY SHARES				
Clemfield Industries Ltd.	28,98,018	10.44	28,98,018	10.44
Suman Agritech Ltd.	16,58,754	5.98	16,58,754	5.98
Promise Securities Pvt. Ltd.	16,09,125	5.80	16,09,125	5.80
Neha Resorts & Hotels Pvt. Ltd.	14,61,448	5.27	14,61,448	5.27

1.4 For a period of five years immediately preceding the date of Balance Sheet i.e. 31st March, 2014 the company has not -

- (i) Allotted shares as fully paid up pursuant to contract(s) without payment being received in cash.
- (ii) Allotted shares as fully paid up by way of bonus shares.
- (iii) Bought back shares.

NOTE- 2 RESERVES AND SURPLUS

(Figures in ₹)

PARTICULARS		As at March 31, 2014		As at March 31, 2013
A Securities Premium Account				
At the beginning of the year	16,25,32,030		16,25,32,030	
Add : Received during the year	-		-	
As at the end of the year		16,25,32,030		16,25,32,030
B General Reserve				
At the beginning of the year	64,84,38,577		64,84,38,577	
Add : Transfer during the year	-		-	
As at the end of the year		64,84,38,577		64,84,38,577
C Surplus in Statement of Profit and Loss				
At the beginning of the year	1,30,88,63,885		1,20,22,20,911	
Add : Profit for the year	11,10,52,062		10,66,42,974	
As at the end of the year		1,41,99,15,947		1,30,88,63,885
Total Reserves and Surplus		2,23,08,86,554		2,11,98,34,492

NOTE- 3 LONG -TERM BORROWINGS

PARTICULARS	As at March 31, 2014	As at March 31, 2013
Secured Loans		
Term Loans		
- From Banks (See note below)	29,74,72,789	19,01,05,260
Unsecured Loans		
- From Banks	5,00,00,000	-
	34,74,72,789	19,01,05,260
Less : Amount disclosed under the head Current Maturities of Long Term Debt [Refer Note 9 (a)]	11,94,73,680	9,26,31,580
	22,79,99,109	9,74,73,680

Nature of Security and terms of repayment for secured borrowings

Name of the lender	Rate of Interest	Nature of Security	Terms of Repayment
Term loan from HDFC Bank, Sanctioned amount Rs. 9,00,00,000/-, Outstanding amount Rs. 3,60,00,000/- (March 31, 2013: Rs. 5,40,00,000/-)	13.30 % p.a.	Secured by collateral security by equitable mortgage BTC Flat No. 201-A, 201-B, 202-A, 202-B, 203-A, 203-B, 204-A & 204-B, Second Floor of Banshi trade centre, 581/5 MG Road, Indore (M.P.), Registered in the name of Sarthak Industries Ltd., Indore (M.P.) and personal guarantee of two directors of the company.	Repayable in 20 equal quarterly instalments of Rs. 45,00,000 each, commenced from March, 2011 and last instalment due on March, 2015.
Term loan from HDFC Bank, Sanctioned amount Rs. 20,00,00,000/-, Outstanding amount Rs. 20,00,00,000/- (March 31, 2013: NIL)	13.00% p.a.	Exclusive charge of Milk processing plant at Bhopal & Chilling Centres.	Repayable in 20 equal quarterly instalment of Rs. 1,00,00,000 each. commenced from June 2014 and last instalments due on March 2019.
Term loan from Punjab National Bank, Sanctioned amount Rs.11,00,00,000/-, Outstanding amount Rs.2,20,00,000/- (March 31, 2013: Rs. 4,40,00,000/-)	14.25% p.a.	Secured by exclusive first charge on all movable / immovable fixed assets purchased out of term loan and personal guarantee of two directors of the company.	Repayable in 20 equal quarterly instalments of Rs. 55,00,000 each, commenced from March, 2010 and last instalment due on March, 2015.
Term loan from IDBI Bank, Sanctioned amount Rs.25,00,00,000/-, Outstanding amount Rs. 3,94,73,680/- (March 31, 2013: Rs.9,21,05,260/-)	13.50% p.a.	Secured by equitable mortgage of plot of land situated at J.L.No. 35 Mauza Gangapur, KITP, Kolkata Leather Complex, Bhangar Police station District-24 Paraganas (South), West Bengal and personal guarantee of two directors of the Company, Equitable mortgage of plot of land situated at Nipania, Indore (M.P.) owned by Brightstar Housing Pvt. Ltd. Indore (M.P.)	Repayable in 19 equal quarterly instalments of Rs. 1,31,57,895 each, commenced from February, 2010 and last instalment due on February, 2015.

Secured long term borrowings aggregating to Rs. 34,85,16,289.21 (Previous year Rs.19,12,82,484.74 [including interest accrued and due Rs.10,43,500.21 (Previous year Rs.11,77,224)] are secured by personal guarantee of directors.

NOTE-4 DEFERRED TAX LIABILITIES (Net)

(Figures in ₹)

PARTICULARS	As at March 31, 2014	As at March 31, 2013
Deferred Tax Liabilities		
Due to depreciation difference on Fixed Assets	10,86,22,820	10,66,15,576
Total	10,86,22,820	10,66,15,576
Deferred Tax Assets		
Other Timing Difference	40,19,352	42,17,263
Total	40,19,352	42,17,263
Deferred Tax Liabilities (Net)	10,46,03,468	10,23,98,313

NOTE-5 OTHER LONG TERM LIABILITIES

PARTICULARS	As at March 31, 2014	As at March 31, 2013
Advance against sales of Capital Assets	13,73,12,500	-
	13,73,12,500	-

NOTE-6 LONG TERM PROVISIONS

PARTICULARS	As at March 31, 2014	As at March 31, 2013
Provision for employee benefits (Refer Note No. 37 for disclosure as per AS-15)	74,83,294	84,28,039
	74,83,294	84,28,039

NOTE-7 SHORT TERM BORROWINGS

(Figures in ₹)

PARTICULARS	As at March 31, 2014	As at March 31, 2013
Loans repayable on demand		
A) Secured Loans		
Working Capital loan		
From Banks	88,72,74,431	85,63,19,804
(See Note below)		
B) Unsecured Loans		
i) From Banks	28,61,45,100	50,00,00,000
ii) Buyers credit from Banks (Refer Note No. 31)	31,29,09,565	56,21,32,608
	1,48,63,29,096	1,91,84,52,412

Working Capital Loans from Consortium Banks are secured by :

- a) Hypothecation of stocks of raw materials, finished goods, stores and spares, stock in process, packing materials and book debts, and all other movables, both present and future, lying or stored in factory premises, at Village Bilawali, Dist. Dewas (M.P.), Kasganj Road, Etah (U.P.), Govindpura, Bhopal units or wherever else, the same may be held or kept.
- b) Further secured by Equitable Mortgage created over the Land situated at village Bilawali Dist. Dewas (MP) and Kasganj Road, Etah (U.P.) with all buildings, super structures, plant & Machinery installed thereon except specific equipment, Plant & Machinery charged to Dena Bank for securing Term Loan.
- c) Short term borrowing aggregating to Rs. 88,72,74,431/- (previous year 85,63,19,804/-) is secured by Personal guarantee of Directors.

NOTE-8 TRADE PAYABLES

PARTICULARS	As at March 31, 2014	As at March 31, 2013
-Due to Micro, Small and medium Enterprises (Refer Note No. 30)	18,33,218	4,05,154
-Due to Others	4,71,94,52,147	3,63,56,45,314
	4,72,12,85,365	3,63,60,50,468

Trade Payables includes bills payable for purchases of materials Rs. 3,29,70,76,351/- (Pre. Year Rs.1,90,19,80,511/-)

NOTE-9 OTHER CURRENT LIABILITIES

PARTICULARS	As at March 31, 2014	As at March 31, 2013
a Current maturities of long-term debt (Refer Note No. 3)	11,94,73,680	9,26,31,580
b Interest accrued and due on borrowings	29,61,308	50,14,211
c Unclaimed Dividends (Refer Note below)	93,01,137	1,12,54,132
d Security and Other Deposits	1,57,49,142	1,39,53,437
e Advances from Customers	3,38,27,316	2,84,69,658
f Bank overdraft- as per books	19,71,124	1,17,14,812
g Other Payables		
i) Statutory Dues	1,71,24,579	33,74,693
ii) Creditors for Capital Expenditure	20,40,693	14,44,270
iii) Other Liabilities	2,56,22,872	4,59,06,523
	22,80,71,851	21,37,63,316

Note : There are no amount due for payments to the Investors Education and Protection Fund.

NOTE-10 SHORT TERM PROVISIONS

PARTICULARS	As at March 31, 2014	As at March 31, 2013
Provision for employee benefits (Refer Note No. 37 for disclosure as per AS-15)	43,41,807	39,79,324
	43,41,807	39,79,324

(Figures in ₹)

PARTICULARS	GROSS BLOCK			DEPRECIATION/AMORTISATION				NET BLOCK		
	As at April 1, 2013	Additions	Deductions/ Adjustments	As at March 31, 2014	Up to March 31, 2013	For the year	Deductions/ Adjustments	Up to March 31, 2014	As at March 31, 2014	As at March 31, 2013
TANGIBLE ASSETS										
LAND - FREE HOLD	58,60,74,274	13,01,16,840	(8,39,63,413)	63,22,27,701	-	-	-	-	63,22,27,701	58,60,74,274
LAND - LEASEHOLD	12,01,60,084			12,01,60,084	2,41,132	39,368		2,80,500	11,98,79,584	11,99,18,952
BUILDINGS	20,57,47,808	25,15,969	(3,83,076)	20,78,80,701	4,14,22,755	65,51,018	(94,173)	4,78,79,600	16,00,01,101	16,43,25,053
PLANT AND MACHINERY	81,29,17,347	2,12,64,138	(37)	83,41,81,448	25,91,74,704	3,86,61,340	(4,597)	29,78,36,044	53,63,45,404	55,37,42,643
OFFICE EQUIPMENTS	1,97,00,807	5,46,847	(30,000)	2,02,17,654	1,34,39,065	17,80,598		1,52,15,066	50,02,588	62,61,742
FURNITURE & FIXTURES	4,03,73,132	84,116		4,04,57,248	1,74,25,725	21,60,323		1,95,86,048	2,08,71,200	2,29,47,407
VEHICLES	4,33,75,417		(12,86,972)	4,20,88,445	2,76,97,631	43,77,460	(9,35,221)	3,11,39,870	1,09,48,575	1,56,77,786
TOTAL	1,82,83,48,869	15,45,27,910	(8,56,63,498)	1,89,72,13,281	35,94,01,012	5,35,70,107	(10,33,991)	41,19,37,128	1,48,52,76,153	1,46,89,47,857
Previous year	1,47,04,39,972	36,32,31,934	(53,23,037)	18,283,48,869	30,74,17,774	5,33,19,713	(13,36,475)	35,94,01,012	1,46,89,47,857	-
INTANGIBLE ASSETS										
TRADE MARK	3,00,000			3,00,000	2,70,833	29,166		2,99,999	1	29,167
SOFTWARES	1,15,00,963			1,15,00,963	1,15,00,962			1,15,00,962	1	1
TOTAL	1,18,00,963			1,18,00,963	1,17,71,795	29,166		1,18,00,961		29,168
Previous year	1,18,00,963			1,18,00,963	79,08,141	38,63,654		1,17,71,795	29,168	-
Total	1,84,01,49,832	15,45,27,910	(8,56,63,498)	1,90,90,14,244	37,11,72,807	5,35,99,273	(10,33,991)	42,37,38,089	1,48,52,76,155	1,46,89,77,025
Previous year	1,48,22,40,935	36,32,31,934	(53,23,037)	1,84,01,49,832	31,53,25,915	5,71,83,367	(13,36,475)	37,11,72,807	1,46,89,77,025	-

NOTE-12 NON CURRENT INVESTMENTS

(Figures in ₹)

PARTICULARS	As at March 31, 2014	As at March 31, 2013
A Investment in Equity Instruments:		
a) Quoted (Non Trade)		
i) 30,000 (Previous year 30,000) Equity Shares of Rs.10/- each fully paid up in National Steel & Agro Industries Ltd. Less : Provision for diminution in value of investment	9,00,000 <u>4,66,500</u> 4,33,500	9,00,000 <u>5,23,800</u> 3,76,200
ii) 23,000 (Previous year 23,000) Equity Shares of Rs.5/- each fully paid up in Brahmanand Himghar Ltd. Less: Provision for diminution in value of investments	1,15,000 <u>63,250</u> 51,750	1,15,000 <u>24,150</u> 90,850
T O T A L : (i+ii)	4,85,250	4,67,050
b) Unquoted (Non Trade)		
100 (Previous year 100) Equity Shares of Rs.10/- each fully paid in National Board of Trade Ltd.	1,000 <u>1,000</u>	1,000 <u>1,000</u>
c) Unquoted - At Cost Trade Investments		
Investment in Others		
i) 5,000 (Previous year 5,000) Equity Shares of Rs.10/- each fully paid up in Kymore Iron Ore Pvt. Ltd. Less : Provision for diminution in value of investment	50,000 <u>50,000</u>	50,000 <u>50,000</u>
ii) Nil (Previous year 5,000) Equity Shares of Rs.10/- each fully paid up in Nirbhay Buildcon Pvt. Ltd.	-	-
iii) In Anik Internatioanal Pte. Ltd. Nil (Pre. Yr 9,000) Equity share of SGD 1/- each	- <u>-</u>	50,000 <u>3,74,400</u> 4,24,400
B Government Securities		
National Savings Certificates/Kisan Vikas Patra (deposited with Government authorities)	24,000	24,000
C Investment In Partnership Firm -Associate		
Balance in Capital account of "Mahakosh Property Developers" (Refer Note No. 36)	1,00,000	1,00,000
Aggregate amount of unquoted investments	<u>1,24,000</u>	<u>1,24,000</u>
Total (A+B+C)	6,10,250	10,16,450
Aggregate Amount of Quoted investments	10,15,000	10,15,000
Market Value of Quoted investments	4,85,250	4,67,050
Aggregate Amount of Unquoted investments	51,000	4,75,400
Aggregate Provision for diminution in value of Quoted Investments	5,29,750	5,47,950
Aggregate Provision for diminution in value of Unquoted Investments	50,000	50,000
Aggregate Amount of Unquoted investments- In Government Securities	24,000	24,000
Aggregate Amount of Unquoted investments- In Partnership Firm	1,00,000	1,00,000

Basis of Valuation: The Non current investments are valued at cost of acquisition, no provision is made for diminution in the value of investment where diminution is temporary.

NOTE-13 LONG -TERM LOANS & ADVANCES

PARTICULARS	As at March 31, 2014	As at March 31, 2013
Unsecured considered good		
a Capital advances	20,90,836	19,11,671
b Security Deposits	1,42,84,760	1,29,45,087
c Advance Income Tax (Net of Provision)	4,23,96,546	4,47,03,368
	<u>5,87,72,142</u>	<u>5,95,60,126</u>

NOTE-14 OTHER NON CURRENT ASSETS

PARTICULARS	As at March 31, 2014	As at March 31, 2013
Interest Accrued on Deposits/Investment	13,79,094	1,63,251
Balance with Bank in Deposit Accounts Having maturity of more than 12 months	5,93,21,433	87,98,278
Earmarked against credit facility with bank (Refer Note No. 18)	<u>6,07,00,527</u>	<u>89,61,529</u>

NOTE-15 CURRENT INVESTMENTS

(Figures in ₹)

PARTICULARS	As at March 31, 2014	As at March 31, 2013
A Mutual Funds (Unquoted)		
Non Trade Investments		
i) 5,000 Units (Previous year 5,000 Units) of PNB Principal Junior Cap Fund	50,000	50,000
ii) 20,000 Units (Previous year 20,000 Units) of IDBI Nifty Junior Fund	2,00,000	2,00,000
Less: Provision for diminution in value of investments	-	13,828
	<u>2,00,000</u>	<u>1,86,172</u>
iii) 97,799.51 Units (Previous year 97,799.51 Units) of Kotak Contra Mutual Fund	10,00,000	10,00,000
iv) 5,000 Units (Previous year 5,000 Units) of SBI Infrastructure Fund	5,00,000	5,00,000
Less: Provision for diminution in value of investments	1,19,580	1,36,065
	<u>3,80,420</u>	<u>3,63,935</u>
Total : (i+ii+iii+iv)	<u>16,30,420</u>	<u>16,00,107</u>
B Investment In Partnership Firm-Associate		
Balance in Current account of "Mahakosh Property Developers" (Refer Note No. 36)	16,88,59,549	12,72,76,505
	<u>16,88,59,549</u>	<u>12,72,76,505</u>
Total (A+B)	<u>17,04,89,969</u>	<u>12,88,76,612</u>
Aggregate Amount of Unquoted Investments	17,50,000	17,50,000
Market Value of Quoted investments	16,30,420	16,00,107
Aggregate Provision for diminution in value of Unquoted Investments	1,19,580	1,49,893
Aggregate Amount of Unquoted Investments- In Partnership Firm	16,88,59,549	12,72,76,505

Basis of Valuation: The Current investments are valued at lower of cost or fair value

NOTE-16 INVENTORIES

(As valued and certified by management)

a Raw Materials	96,38,362	50,69,271
b Work-in-progress	-	1,08,85,587
c Finished goods	1,04,19,72,385	90,48,45,361
d Stock in trade	28,86,17,093	36,19,59,977
e Consumables, Stores & Spares	5,46,83,414	5,63,20,065
	<u>1,39,49,11,254</u>	<u>1,33,90,80,261</u>

Basis of Inventory Valuation : Valued at lower of cost or net realisable value, except scrap is valued at net realisable value.

Broad Category of Inventories		
Raw Materials		
Milk	96,38,362	50,69,271
Total	<u>96,38,362</u>	<u>50,69,271</u>
Finished Goods		
Ghee	40,62,04,915	39,18,60,394
Milk Powder	38,10,02,498	32,73,00,862
Soya Iso Prolet	-	69,075
Butter	22,99,20,542	18,23,66,607
Others	2,48,44,430	32,48,423
Total	<u>1,04,19,72,385</u>	<u>90,48,45,361</u>
Work In Progress		
Milk	-	1,08,85,587
Total	-	<u>1,08,85,587</u>
Stock In Trade		
Steam Coal	19,76,83,848	33,12,57,400
Crude Palm Oil	2,98,943	2,99,569
Wheat	5,10,07,284	-
Gram	2,26,08,995	2,01,85,798
Other	1,70,18,023	1,02,17,210
Total	<u>28,86,17,093</u>	<u>36,19,59,977</u>

(Figures in ₹)

PARTICULARS	As at March 31, 2014	As at March 31, 2013
NOTE-17 TRADE RECEIVABLES		
Outstanding for a period exceeding Six Months from the date they were due for payment		
Unsecured, Considered Good	14,40,13,743	15,97,68,485
Unsecured, Considered Doubtful	3,90,162	3,90,162
Other trade receivable		
Unsecured, Considered Good	4,41,42,68,360	3,44,15,72,492
	4,55,86,72,265	3,60,17,31,139
Less : Provision for doubtful debts	3,90,162	3,90,162
	4,55,82,82,103	3,60,13,40,977
NOTE-18 CASH AND BANK BALANCES		
A Cash and Cash Equivalent		
a) Balances with Banks		
i) In Current Accounts	28,82,53,016	30,84,95,707
ii) In Deposit Accounts with maturity upto 3 months		
Earmarked agaist credit facility	22,30,37,870	22,70,04,281
Others	-	-
b) Cash on hand	2,36,36,028	1,81,46,885
	53,49,26,914	55,36,46,873
B Other Bank Balances		
a) Deposit Accounts with maturity more than 3 months and upto 12 months		
Earmarked agaist credit facility	15,63,40,392	15,62,77,333
Others	70,000	2,16,084
b) In Deposit accounts having maturity of more than 12 months	5,93,21,433	87,98,278
Less : Shown under Other Non Current Assets (Refer Note No.14)	(5,93,21,433)	(87,98,278)
c) Unpaid dividend account (Earmarked)	93,01,137	1,12,54,132
	16,57,11,529	16,77,47,549
	70,06,38,443	72,13,94,423
NOTE-19 SHORT-TERM LOANS AND ADVANCES		
(Unsecured, Considered Good)		
a Security Deposits	6,29,32,999	16,74,22,399
b Loans and Advances to Employees	79,66,143	84,93,273
c Balance with Government Authorities	2,84,22,676	3,03,11,047
d Prepaid Expenses	12,90,03,984	5,53,79,295
e Advances to Suppliers	35,39,80,689	42,46,82,849
f Other Advances recoverable in cash or in kind for which value to be received	8,59,03,053	7,11,94,006
	66,82,09,544	75,74,82,869
NOTE-20 OTHER CURRENT ASSETS		
(Unsecured, Considered Good)		
Interest Accrued but not due		
On Fixed Deposits with Banks	89,14,076	72,55,214
On Others receivables	21,38,98,613	25,84,62,962
	22,28,12,689	26,57,18,176

NOTE-21 REVENUE FROM OPERATIONS

(Figures in ₹)

PARTICULARS			For the Year 2013-14	For the Year 2012-13
A	Sales of Products	14,43,51,25,392		12,59,47,97,581
	Sale of Wind Power generated	1,32,46,501		1,21,72,514
	Other operating income	3,24,51,131		3,32,35,252
	Revenue from operations (Gross)	14,48,08,23,024		12,64,02,05,347
	Less: Excise duty	1,24,803		1,58,056
	Revenue from operations (Net)		14,48,06,98,221	12,64,00,47,291
			<u>14,48,06,98,221</u>	<u>12,64,00,47,291</u>
Broad Category of Sale of Product				
	Ghee		3,00,86,84,517	2,71,92,21,018
	Pasteurised Milk		2,03,67,15,057	1,61,49,83,171
	Milk Powder		3,74,88,20,994	3,09,75,80,728
	Soya Iso Prolet		20,77,261	25,91,831
	Steam Coal		2,18,59,61,252	1,72,76,59,150
	Crude Palm Oil		1,06,56,72,193	1,37,08,45,642
	Others		2,38,71,94,118	2,06,19,16,041
	Total		<u>14,43,51,25,392</u>	<u>12,59,47,97,581</u>

NOTE-22 OTHER INCOME

PARTICULARS		For the Year 2013-14	For the Year 2012-13
1	Interest Income	18,65,65,989	29,65,91,412
2	Insurance claims received	29,94,449	36,45,709
3	Profit from Sale of Fixed Assets	32,63,54,058	3,06,74,757
4	Other non operating Income		
	Profit from Partnership Firm	2,63,09,863	2,88,07,340
	Agriculture Income (net of Expenses Rs. 1,03,278/- Prev. Yr. Rs. 1,23,625/-)	1,80,162	3,01,481
	Profit from Transactions on Commodity exchange	-	3,25,13,450
	Miscellaneous Income	2,47,08,271	87,01,490
		<u>56,71,12,792</u>	<u>40,12,35,639</u>

NOTE-23 COST OF MATERIALS CONSUMED

(Figures in ₹)

PARTICULARS		For the Year 2013-14	For the Year 2012-13
a)	Raw Materials	3,70,15,87,989	2,97,53,71,053
b)	Packing Materials	24,16,00,748	23,45,88,134
		<u>3,94,31,88,737</u>	<u>3,20,99,59,187</u>

Imported and Indigenous Raw materials consumed

PARTICULARS	For the year 2013-14	%	For the year 2012-13	%
Imported	-	-	-	-
Indigenous	3,70,15,87,989	100.00	2,97,53,71,053	100.00

Imported and Indigenous Packing materials consumed

PARTICULARS	For the year 2013-14	%	For the year 2012-13	%
Imported	-	-	-	-
Indigenous	24,16,00,748	100.00	23,45,88,134	100.00

Detail of Raw Material Consumed

PARTICULARS	For the year 2013-14	For the year 2012-13
Whole Milk	3,65,64,23,523	2,93,24,93,600
Others	4,51,64,466	4,28,77,453
Total	3,70,15,87,989	2,97,53,71,053

NOTE-24 PURCHASES OF STOCK IN TRADE

Purchases of Traded Goods	9,42,34,71,727	8,25,32,25,464
	<u>9,42,34,71,727</u>	<u>8,25,32,25,464</u>
Broad Category of Purchase of Stock In Trade		
Ghee	1,08,85,19,808	1,01,66,03,382
Pasteurised Milk	2,38,67,399	10,16,98,789
Milk Powder	2,59,30,01,830	2,17,35,37,220
Steam Coal	1,86,80,28,145	1,51,05,53,097
Crude Palm Oil	1,05,61,99,332	1,29,53,41,776
others	2,79,38,55,213	2,15,54,91,200
Total	9,42,34,71,727	8,25,32,25,464

NOTE-25 CHANGE IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE

PARTICULARS	For the Year 2013-14	For the Year 2012-13
Finished goods		
Opening Stock	90,48,45,361	78,90,47,342
Closing Stock	1,04,19,72,385	90,48,45,361
	<u>13,71,27,024</u>	<u>11,57,98,019</u>
Work-in-progress		
Opening Stock	1,08,85,587	1,42,20,106
Closing Stock	-	1,08,85,587
	<u>(1,08,85,587)</u>	<u>(33,34,519)</u>
Stock in trade		
Opening Stock	36,19,59,977	56,88,76,291
Closing Stock	28,86,17,093	36,19,59,977
	<u>(7,33,42,884)</u>	<u>(20,69,16,314)</u>
	<u>5,28,98,553</u>	<u>(9,44,52,814)</u>

(Figures in ₹)

PARTICULARS	For the Year 2013-14	For the Year 2012-13
NOTE-26 EMPLOYEE BENEFITS EXPENSE		
Salary, Wages and Bonus	13,02,85,174	11,36,26,575
Contribution to Provident and Other Funds	74,28,643	58,07,013
Workmen & Staff Welfare expenses	32,30,573	29,22,288
	14,09,44,390	12,23,55,876
NOTE-27 FINANCE COSTS (NET)		
Interest paid	43,93,84,353	37,04,73,372
Net Loss on foreign Currency Transactions and Translation	3,81,82,201	3,14,83,099
Other borrowing costs	8,90,07,366	7,28,53,050
	56,65,73,920	47,48,09,521
NOTE-28 OTHER EXPENSES		
Consumption of Stores & Spares	2,42,79,369	3,69,46,629
Power & Fuel	16,91,51,966	15,19,75,723
Rent	95,23,038	1,13,95,110
Repairs - Plant & Machinery	1,77,01,044	1,78,48,032
Repairs - Buildings	1,51,013	3,39,141
Repairs - Others	63,49,642	25,95,813
Insurance	49,19,039	55,21,277
Rates & Taxes excluding taxes on Income	3,70,25,922	3,71,13,537
Freight & forwarding	10,89,04,700	6,94,90,670
Selling and Distribution Expenses	19,27,73,104	15,06,14,595
Donation	3,53,966	3,42,502
Travelling & Conveyance	2,76,05,938	2,60,44,074
Bank Commission & Charges	23,54,476	20,64,511
Loss from Transactions on Commodity exchange	4,07,09,359	-
Net Loss on foreign Currency Transactions and Translation	8,65,92,393	13,11,63,689
Misc. expenses	10,37,79,333	5,50,06,263
	83,21,74,302	69,84,61,566

29 CONTINGENT LIABILITIES AND COMMITMENTS

(To the extent not provided for)

(Figures in ₹)

PARTICULARS	For the Year 2013-14	For the Year 2012-13
i) Contingent Liabilities		
a) Outstanding Bank Guarantees	26,54,93,377	4,24,17,877
b) Income tax / Sales tax/ Excise duty demand disputed in appeal [Net of advance paid Rs. 3,40,49,958 (Previous year Rs. 2,73,45,565) against disputed demand]	10,63,89,858	5,92,91,426
c) Estimated liability of Custom Duty, which may arise if export obligation/ commitment is not fulfilled	2,06,29,251	1,35,59,347
d) Claims against the company not acknowledged as debt	5,23,93,651	5,40,47,817
e) Bills Discounting with Banks	2,36,00,000	2,43,71,008
ii) Commitments		
a) Guarantee issued by bank for and on behalf of third party, against lien on fixed deposit	1,69,33,600	1,69,33,600

- 30 a) Trade Payables includes Rs. 18,33,218 (Previous Year Rs. 4,05,154) amount due to micro, small and medium enterprises registered under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) Act.
 b) The details of amount outstanding to Micro, Small and Medium Enterprises are as under :

(Figures in ₹)

PARTICULARS	For the Year 2013-14	For the Year 2012-13
Principle amount due and remain unpaid	18,33,218	4,05,154
Interest due on above and unpaid interest	--	--
Interest/Payment made beyond appointed day during the year	--	--
Interest due and payable for the period of delay	--	--
Interest accrued and remaining unpaid	--	--
Amount of further interest due and payable in succeeding years	--	--

- c) The information has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.
- 31 During the year Company has availed buyer's credit, the said facility outstanding as at 31st March 2014, was Rs. 31,29,09,565 (Previous year Rs. 56,21,32,608) is guaranteed by banks against earmarking the non fund based credit facilities sanctioned by the banks.
- 32 Sitting fees paid to directors Rs. 85,000/- (Previous year Rs. 67,500/-) included in miscellaneous expenses.
- 33 In the opinion of the Board of Directors, current assets, loans and advances have value on realization in the ordinary course of business, at least equal to the amount at which they are stated in the Balance Sheet and that the provision for known liabilities is adequate and reasonable. There are no contingent liabilities other than stated hereinabove.
- 34 The lease deed in respect of the land at Jaisalmer on which Wind Mill is installed, is yet to be executed.

35 Remuneration to the Auditors

PARTICULARS	For the Year 2013-14	For the Year 2012-13
a) For Statutory Audit	4,49,440	5,61,800
b) For Tax Audit	1,40,450	28,090
c) For other services	93,820	62,550
d) Out of pocket expenses	3,770	7,630

36 Particulars of Investment in Partnership firm - Mahakosh Property Developers

(Figures in ₹)

NAME OF PARTNERS	2013-14			2012-13		
	Balance in capital account	Balance in current account	Share of Profit/Loss	Balance in capital account	Balance in current account	Share of Profit/Loss
M/s. Anik Industries Ltd.	1,00,000	16,88,59,549	21%	1,00,000	12,72,76,505	21%
Shri Suresh Chandra Shahra (HUF)	10,50,000	3,46,61,353	21%	10,50,000	59,01,490	21%
Smt. Mriduladevi Shahra	10,50,000	34,56,166	11%	10,50,000	(48,25,191)	11%
Shri Manish Shahra	1,40,000	1,16,56,953	21%	1,40,000	(26,02,910)	21%
Shri Nitesh Shahra	1,00,000	1,91,85,016	11%	1,00,000	54,03,659	11%
M/s. Osprey Trades & Agencies Pvt. Ltd.	50,000	(4,86,30,570)	15%	50,000	(6,74,23,329)	15%
Total	24,90,000	18,91,88,467	100%	24,90,000	6,37,30,224	100%

37 Disclosure as per AS-15 "Employee Benefits" (Revised 2005)

- a The Company has opted for scheme with Life Insurance Corporation of India to cover its liabilities towards employees gratuity at Etah Unit. The annual premium paid to Life Insurance Corporation of India is charged to statement of Profit and Loss. The Company also carried out actuarial valuation of gratuity using Projected Unit Credit Method as required by Accounting Standard 15 "Employee Benefits" (Revised 2005) and difference between fair value of plan assets and liability as per actuarial valuation as at year end is recognized in Profit and Loss Account.

Gratuity

(Figures in ₹)

PARTICULARS	For the Year 2013-14	For the Year 2012-13
I. Table Showing Change in the Present Value of Defined Benefit Obligation		
Present Value of Benefit Obligation as at the beginning of the Current Period	1,03,53,296	1,00,06,582
Interest Cost	8,28,264	8,50,559
Current Service Cost	10,22,066	9,82,442
Past Service Cost (Non Vested Benefit)	--	--
Past Service Cost (Vested Benefit)	--	--
Liability Transferred in	--	--
Liability transferred out	--	--
Benefit Paid	(12,31,158)	(11,06,849)
Actuarial (gain)/loss on obligations	(7,52,812)	(3,79,438)
Present Value of Benefit Obligation as at the end of the Current Period	1,02,19,656	1,03,53,296
II. Table of Fair value of Plan Assets		
Fair Value of Plan Assets at the beginning of the Period	30,24,259	25,85,042
Expected Return on Plan Assets	2,63,111	2,19,729
Contributions	1,94,705	2,16,002
Transfer from other company	--	--
Transfer to other company	--	--
Benefit Paid	(5,04,694)	(11,123)
Actuarial gain/(loss) on Plan Assets	(46,499)	14,609
Fair Value of Plan Assets at the end of the Period	29,30,882	30,24,259
III. Table of Recognition of Actuarial Gains/Losses		
Actuarial (Gains)/Losses on Obligation for the Period	(7,52,812)	(3,79,438)
Actuarial (Gains)/Losses on Asset for the Period	46,499	(14,609)
Subtotal	(7,06,313)	(3,94,047)
Actuarial (Gains)/Losses Recognized in Income & Expenses Statement	(7,06,313)	(3,94,047)
IV. Actual Return on Plan Assets		
Expected Return on Plan Assets	2,63,111	2,19,729
Actuarial Gains/(Losses) on Plan Assets	(46,499)	14,609
Actual Return on Plan Assets	2,16,612	2,34,338

V. Amount Recognised in the Balance Sheet		
Fair Value of Plan Assets at the end of the Period	29,30,882	30,24,259
Present Value of Benefit Obligation as at the end of the Period	(1,02,19,656)	(1,03,53,296)
Funded Status	(72,88,774)	(73,29,037)
Unrecognised Past Service Cost at the end of the Period	--	--
Un recognised Transitional Liability at the end of the Period	--	--
Net (Liability)/Asset Recognised in the Balance Sheet	(72,88,774)	(73,29,037)
VI. Expenses Recognised in the Income Statement		
Current Service Cost	10,22,066	9,82,442
Interest Cost	8,28,264	8,50,559
Expected Return on Plan Assets	(2,63,111)	(2,19,729)
Actuarial Gains/(Losses)	(7,06,313)	(3,94,047)
Past Service Cost (Non Vested Benefit) Recognised during the Period	--	--
Past Service Cost (Vested Benefit) Recognised during the Period	--	--
Transition Liability recognized during the Period	--	--
Expense Recognised in P& L	8,80,906	12,19,225
VII. Balance Sheet Reconciliation		
Opening Net Liability	73,29,037	74,21,540
Expense as above	8,80,906	12,19,225
Net Transfer In	--	--
Net Transfer Out	--	--
Benefit Paid Directly by the Employer	(7,26,464)	(10,95,726)
Employers Contribution	(1,94,705)	(2,16,002)
Net Liability/ (Assets) Recognised in Balance Sheet	72,88,774	73,29,037
VIII. Category of Assets		
Government of India Assets	--	--
Corporate Bonds	--	--
Special Deposits Scheme	--	--
Equity Shares of Listed Companies	--	--
Property	--	--
Insurer Managed Funds	29,30,882	30,24,259
Other	--	--
Total	29,30,882	30,24,259
IX. Experience Adjustment		
On Plan Liability (Gains)/Losses	1,38,479	(7,12,001)
On Plan Assets (Losses)/ Gains	(46,499)	14,609
X. Assumptions		
Discount Rate	9.32%	8.00%
Rate of Return on Plan Assets	0.00%	8.70%
Salary Escalation	5.00%	5.00%
Attrition Rate	2.00%	2.00%

XI. Expected Contribution for define benefit plan for the next financial year will be in line with financial year 2013-14

XII. The amount for the current annual period and previous four annual period

Particulars	31 st March 2014	31 st March 2013	31 st March 2012	31 st March 2011	31 st March 2010
Defined Benefit Obligation	1,02,19,656	1,03,53,296	1,00,06,582	83,35,860	74,90,358
Fair Value of Plan Assets	29,30,882	30,24,259	25,85,042	23,74,990	15,25,876
Surplus/ (Deficit) in plan	(72,88,774)	(73,29,037)	(74,21,540)	(59,60,870)	(59,64,482)
Experience Adjustments on Plan Liabilities Loss / (Gain)	1,38,479	(7,12,001)	-	-	-
Experience Adjustments on Plan Assets (Loss) / Gain	(46,499)	14,609	-	-	-

Experience adjustments have been disclosed for the years for which information is available.

- b The liability in respect leave encashment is determined using actuarial valuation carried out as at balance sheet date. Leave encashment liability as at the year end Rs. 45,36,327/- (Prev. year Rs. 50,78,326/-)

38 Segment Reportings

(a) Primary Segment - Business Segment

(Figures in ₹)

S.N.	PARTICULARS	DAIRY PROD.	WIND POWER	OTHERS	UNALLOCABLE	TOTAL
1	SEGMENT REVENUE (NET SALES/INCOME)	8,92,10,58,003 7,51,99,89,517	1,32,46,195 1,21,72,514	5,89,95,24,397 5,12,03,94,689	2,74,16,429 9,21,34,799	14,86,12,45,024 12,74,46,91,518
2	SEGMENT RESULTS (PROFIT BEFORE FINANCE COST & TAX) LESS : FINANCE COSTS	32,28,75,240 26,61,35,322	81,21,917 68,03,471	29,60,70,817 16,22,900	(10,63,02,827) 3,44,91,551	52,07,65,147 30,90,53,244
	ADD: INTEREST RECEIVED	-	-	-	-	56,65,73,920 47,48,09,521
	PROFIT FOR THE YEAR	-	-	-	-	18,65,65,989 29,65,91,412
	ADD : PRIOR PERIOD ADJUSTMENT	-	-	-	-	14,07,57,216 13,08,35,135
	PROFIT BEFORE TAXATION	-	-	-	-	14,07,57,216 13,08,35,135
	LESS : Current Tax Provision	-	-	-	-	2,75,00,000 2,05,00,000
	Deferred Tax Provision	-	-	-	-	22,05,155 36,92,161
	Income Tax For Earlier Year	-	-	-	-	-
	PROFIT AFTER TAX	-	-	-	-	11,10,52,061 10,66,42,974
3	SEGMENT ASSETS	6,14,92,74,714 4,69,29,88,218	7,73,81,150 7,30,06,600	1,55,86,76,374 1,65,15,16,008	1,29,73,59,661 1,30,07,25,641	9,08,26,91,899 7,71,82,36,468
4	SEGMENT LIABILITIES	3,52,69,40,511 2,03,85,77,737	3,51,710 3,18,321	1,04,55,57,713 1,29,71,94,100	9,41,71,205 (5,14,68,699)	4,66,70,21,138 3,28,46,21,458
5	Cost incurred during the year to acquire segment of fixed assets	1,79,06,301 1,71,29,167	0 0	0 0	13,01,16,840 34,21,69,578	14,80,23,141 35,92,98,745
6	SEGMENTAL DEPRECIATION	4,20,52,482 4,14,25,204	40,51,303 40,51,303	2,12,503 2,16,046	72,82,985 1,14,90,814	5,35,99,273 5,71,83,367
7	Non Cash Expenditure Other Than DEP.	-	-	-	-	-

(b) Secondary Segment - Geographical : Company's all operating facilities are located in India.

PARTICULARS	For the Year 2013-14	For the Year 2012-13
Domestic Revenue	13,86,59,45,418	11,85,19,65,221
Export Revenue	99,52,99,605	89,27,26,297
	14,86,12,45,023	12,74,46,91,518

PARTICULARS	For the Year 2013-14	For the Year 2012-13
Note :		
(i) Unallocable Segment assets exclude the following :		
Investment	17,11,00,219	12,98,93,062
Advance Income Tax	35,43,96,546	32,93,17,266
(ii) Unallocable Segment liabilities exclude the following :		
Secured Loans	1,23,47,47,220	1,04,64,25,064
Unsecured Loans	59,90,54,665	1,06,21,32,608
Deferred Tax Liability	10,46,03,468	10,23,98,313
Provision For Tax	31,20,00,000	28,45,00,000

39 Earning Per Share (EPS)

PARTICULARS	For the Year 2013-14	For the Year 2012-13
Nominal value per Equity Share (Rs.)	10	10
Profit After Tax (Rs.)	11,10,52,062	10,66,42,974
Weighted Avg. No. of Equity Shares	2,77,53,486	2,77,53,486
Basic and Diluted Earning per share (Rs.)	4.00	3.84

40 Financial and Derivatives Instruments

Derivative contract entered by the Company and outstanding as on 31st March, 2014

(i) Notional amounts of derivative contract entered into by the company and outstanding as on 31st March, 2014

PARTICULARS	2013-14				2012-13			
	No. of Contract	Currency	Amount in Foreign Currency	Equivalent Amount in INR	No. of Contracts	Currency	Amount in Foreign Currency	Equivalent Amount in INR
Buyers Credit (Purchase)	1	USD	46,11,707	28,78,16,648	10	USD	72,63,000	41,20,13,235
Forward Contracts (Purchase)	7	USD	27,50,000	17,01,57,500	8	USD	75,00,000	40,99,04,000
Forward Contracts (Sale)	6	USD	69,75,500	43,65,23,180	-	USD	-	-

All the above contracts are for hedging purpose and not for speculation.

(ii) Foreign Currency exposure which are not hedged as at the Balance Sheet Date.

PARTICULARS	2013-14			2012-13			
	Currency	Payable	Receivable	Net	Payable	Receivable	Net
USD		2,03,91,978	21,938	2,03,70,041	1,08,39,408	---	1,08,39,408

41 Related Party Disclosure
(A) Relationships (Related parties with whom transactions have taken place during the year)
(a) Associate/ Joint Venture

Mahakosh Property Developers (a firm where company is a partner)

(b) Key Management Personnel and their relatives

1. Shri Suresh Chandra Shahra : Managing Director
2. Shri Manish Shahra : Jt. Managing Director
3. Shri Kailash Chandra Shahra : Chairman
4. Shri Ashok Trivedi : Whole-time Director

(c) Entities where Key Management Personnel and/or their relatives have significant influence.

- (i) Mahadeo Shahra Sukrat Trust
- (ii) Mahakosh Family Trust
- (iii) Suman Agritech Limited

Note : Related party relationships is as identified by the Company and relied upon by the auditor.

(B) Transactions carried out with related parties referred above :

(Figures in ₹)

Particulars	41(A)(a)	41(A)(b)	41(A)(c)
INCOME			
Interest received:			
Mahakosh Property Developers	1,52,73,181	--	--
	2,69,45,473	--	--
Sale of Goods:			
Suman Agritech Limited	--	--	42,93,94,441
	--	--	32,68,79,067
EXPENDITURE			
*Remuneration:			
Mr. Suresh Chandra Shahra	--	42,09,360	--
	--	42,09,360	--
Mr. Manish Shahra	--	3,49,041	--
	--	8,61,812	--
Mr. Ashok Trivedi	--	9,19,001	--
	--	8,35,001	--
Director Sitting Fees:			
Mr. Kailash Chandra Shahra	--	7,500	--
	--	7,500	--
Donation:			
Mahdeo Shahra Sukrat Trust	--	--	--
	--	--	2,86,000
Rent:			
Mahakosh Family Trust	--	--	5,42,109
	--	--	3,78,370
Purchase of Goods:			
Suman Agritech Limited	--	--	21,77,43,020
	--	--	--
Investment with Partnership firm			
In capital/current account:			
Mahakosh Property Developers	16,89,59,549	--	--
	12,73,76,505	--	--
Balance at the end of the year:			
Receivable:			
Suman Agritech Limited	--	--	--
	--	--	88,19,067

*Remuneration does not include contribution to gratuity fund.

42 The Company has provided Rs. 71,629 /- (previous year Rs. 1,10,663/-) towards wealth tax liability, which is included in Rates & Taxes.

43 Leases (Where company is lessee)

The Company has taken office premises and residential premises under operating lease agreement these are renewable on periodic basis at the option of both lessor and lessee. The aggregate amount of operating lease payments recognised in the statement of profit and loss is Rs. 95,23,038 (P.Y. Rs. 1,13,95,110). The company has not recognised any contingent rent as expense in the statement of profit and loss. The total future minimum lease rentals payable at the balance sheet date is as under :

(Figures in ₹)

PARTICULARS	For the Year 2013-14	For the Year 2012-13
For a period not later than one year	6,74,520	5,42,028
For a period later than one year and not later than five years	29,64,336	-
For a period later than five year	-	-

PARTICULARS	For the Year 2013-14	For the Year 2012-13
44 i) Expenditure in Foreign Currency		
Foreign Travels	14,56,756	19,05,105
Interest	1,78,85,788	4,98,09,943
Legal Expenses	1,72,81,629	48,72,912
Others	-	-
ii) Value of Imports (On CIF basis)		
Purchase of Raw Materials & Finished Goods	2,08,57,46,591	2,37,39,02,685
Merchandise Trade	75,16,36,794	81,07,45,826
45 Earnings in Foreign Currency		
Export of Goods on FOB basis	21,02,49,489	6,31,84,980
Merchandise trade on FOB basis	78,50,50,116	82,95,41,317

46 Imported and Indigenous Stores and Spares consumed

PARTICULARS	For the year 2013-14	%	For the year 2012-13	%
Imported	-	-	-	-
Indigenous	2,42,79,369	100.00	3,69,46,629	100.00

- 47 The financial statements have been prepared in line with the requirements of Revised Schedule VI of the Companies Act, 1956 as introduced by the Ministry of Corporate Affairs from the financial year ended on 31st March, 2012. Accordingly, assets and liabilities are classified between current and non-current considering 12 month period as operating cycle.
- 48 Previous year's figures have been regrouped or rearranged wherever considered necessary to make them comparable with current year's figures.
- 49 Company Information, Significant Accounting Policies and Practices adopted by the Company are disclosed as under.

COMPANY INFORMATION

Anik Industries Limited (Formerly known as Madhya Pradesh Glychem Industries Limited) was incorporated as a Limited Company on February 10, 1976.

In the year 2006, Company sold its Soya processing, Vegetable oils & fats and Food businesses (other than dairy) to its group Company M/s. Ruchi Soya Industries Ltd. and merged Dairy business situated at Etah (U.P.).

Now, the main business activities in which company is dealing are processing of milk and its products, Wind Power Generation, Housing & Property Developments, Trading activities by Import and Export of edible oil & other commodities.

The shares of the Company are listed at the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

a) Basis of Accounting

The financial statements are prepared as a going concern under the historical cost convention on an accrual basis of accounting and in accordance with the Generally Accepted Accounting Principles (GAAP), Accounting Standards Issued by the Institute of Chartered Accountants of India, as applicable, and the relevant provisions of the Companies Act, 1956.

b) Use of Estimates

The preparation and presentation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reported period. Difference between the actual results and the estimates are recognized in the period in which the results are known/ materialized.

c) Revenue Recognition

The Company follows mercantile system of the accounting and recognizes income and expenditure on accrual basis except those with significant uncertainties.

Sales revenue is recognised on transfer of the significant risks and rewards of ownership of the goods to the buyer and stated net of sales tax, VAT, trade discounts and rebates but includes excise duty.

Interest income is recognised on time proportion basis.

Dividend income on investments is accounted for as and when the right to receive the payment is established.

The benefits on export of goods is being accounted on accrual basis, taking into account certainty of realization and its subsequent utilization.

d) Fixed Assets

i) Fixed Assets

Fixed assets (Tangible and Intangible) are stated at cost of acquisition or construction / development, net of tax /duty credit availed if any, including any cost attributable for bringing the assets to its working condition for its intended use, less depreciation or amortisation (except freehold land).

ii) Capital Expenditure

Assets under erection / installation are shown as "Capital work in progress", Expenditure during construction period are shown as "pre-operative expenses" to be capitalized on erection/installations of the assets.

iii) Leasehold Land

Cost of Lease hold land is amortized over the period of lease.

e) Depreciation

Depreciation on fixed assets is provided on straight line method at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956. Depreciation on assets added/disposed off during the year has been provided on pro-rata basis with reference to the date of addition / disposal, except for low value items costing Rs. 5,000/- or less are written off fully in the year of purchase.

f) Intangible Assets

The cost of acquisition of trademark is amortized over a period of 10 years on straight line basis. The cost of software acquired for internal use is amortized on straight line basis over useful life of the software or a period of 3 years, whichever is shorter.

g) Borrowing cost

Borrowing cost attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such asset upto the date when such asset is ready for its intended use. Other borrowing costs are charged to Statement of Profit and Loss as expense in the year in which they are incurred.

h) Valuation of Inventories

Inventories are valued at lower of cost or net realisable value, except scrap is valued at net realisable value. Cost of inventory is arrived at by using Moving Average Price Method. Cost of inventories is generally comprises of cost of purchases, cost of conversion and other cost incurred in bringing the inventories to their present location and condition.

i) Investment

Investments that are readily realisable and are intended to be held for not more than one year, are classified as current investments. All other investments are classified as non current investments. Current Investments are carried at lower of cost or market / fair value.

Non current investments are carried at cost of acquisition. However, no provision is made for diminution in the value of investments, where, in the opinion of the Board of Directors such diminution is temporary.

j) Foreign currency transaction

- a) All transactions in foreign currency are recorded at the rates of the exchange prevailing on the dates when the relevant transactions took place; any gain/ loss on account of the fluctuations in the rate of exchange is recognized in the statement of Profit and Loss.
- b) Monetary items in the form of loans, current assets and current liabilities in foreign currencies at the close of the year are converted in the Indian currency at the appropriate rate of exchange prevailing on the dates of the Balance Sheet. Resultant gain or loss on account of fluctuation in the rate of exchange is recognized in the Statement of Profit and Loss.
- c) In respect of the Forward Exchange Contracts entered into to hedge foreign currency risks, the difference between the Forward Rate and Exchange Rate at the inception of the contract is recognized as income or expense over the life of the contract. Further, the exchange difference arising on such contracts are recognized as income or expense along with the exchange difference on the underlying assets / liabilities.

k) Employee Benefits**(a) Post-employment benefit plans**

- i) Defined Contribution Plan - Contributions to Provident Fund and Family Pension fund are accrued in accordance with applicable statute and deposited with appropriate authorities.
- ii) Defined Benefit Plan
 - a. The liability in respect of leave encashment is determined using actuarial valuation carried out as at Balance Sheet date. Actuarial gains and losses are recognized in full in Statement of Profit and Loss for the year in which they occur.
 - b. The Company has opted for scheme with Life Insurance Corporation of India to cover its liabilities towards employees gratuity at Etah Unit. The annual premium paid to Life Insurance Corporation of India is charged to Statement of Profit and Loss. The Company also carried out actuarial valuation of gratuity using Projected Unit Credit Method for Company as a whole as required by Accounting Standard 15 "Employee Benefits" (Revised 2005) and difference between fair value of plan assets and liability as per actuarial valuation as at year end is recognized in Statement of Profit and Loss.

(b) Short term employee benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered by employees is recognized during the period when the employees render the services. These benefits include compensated absence also.

l) Taxes on Income

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

Deferred tax is recognised on the timing difference, being the difference between taxable income and the accounting income for the year and quantified using the tax rates and laws enacted or substantively enacted as on the balance sheet date.

Deferred tax assets are recognised and carried forward to the extent that there is a reasonable/ virtual certainty that sufficient future taxable income will be available against which such deferred tax asset can be realized.

m) Segment Accounting

Segment Accounting Policies:-

Following accounting policies have been followed by the company for segment reporting.

(1) The Company has disclosed business segment as the primary segment. Segments have been identified taking into account the type of products, the differing risk and returns and the internal reporting system. The various segments identified by the Company comprised as under:

Name of Segment	Comprised of
Dairy Products	- Milk, Ghee, Milk Powder and other Dairy products.
Wind Power Unit	- Wind Power Generation.
Other	- Trading of Coal, Agri Commodities, Edible Oil etc.

By products related to each segment have been included in respective segment.

(2) Segment revenue, segment results, segment assets and segment liabilities includes respective amounts directly identified with the segment and also an allocation on reasonable basis of amounts not directly identified. The expenses which are not directly relatable to the business segment are shown as unallocable corporate cost. Assets and liabilities that cannot be allocated between the segments are shown as unallocable corporate assets and liabilities respectively. Intersegment revenue are recognised at sale price.

n) Lease Accounting

As a Lessee

Leases, where risk and reward of ownership, are significantly retained by the lessor are classified as operating leases and lease rentals thereon are charged to the statement of profit and loss over the period of lease.

o) Impairment of Assets

The carrying amount of assets are reviewed at each Balance Sheet date, if there is any indication of impairment based on internal/ external factors.

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the profit and loss account in the year in which an asset is identified as impaired. An impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

p) Provision, Contingent Liabilities and Contingent Assets

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

q) Cash Flow Statement

Cash flows are reported using indirect method, whereby profit/ (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from operating, investing and financing activities of the company is segregated based on the available information.

As per our report of even date attached

For and on behalf of the Board of Directors

For **ASHOK KHASGIWALA & CO.**
Chartered Accountants

CA AVINASH BAXI
Partner
Membership No.79722

CS SHAILESH KUMATH
Company Secretary

SURESH CHANDRA SHAHRA
Managing Director
DIN : 00062762

Place : Indore
Dated : 02nd June, 2014

GAUTAM JAIN
SVP- Finance

MANISH SHAHRA
Jt. Managing Director
DIN : 00230392

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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]

CIN : L24118MH1976PLC136836
Name of company : **ANIK INDUSTRIES LIMITED**
Registered office : 610, Tulsiani Chambers, Nariman Point, Mumbai (MH)- 400 021, India

Name of the member(s) :
Registered address :
E-mail Id :
Folio No/ Client Id :
DPID :

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

1. Name :.....

Address :.....

E-mail Id :.....

Signature :....., or failing him

2. Name :.....

Address :.....

E-mail Id :.....

Signature :....., or failing him

3. 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 38th Annual General Meeting of the Company, to be held on the **Thursday, 11th September, 2014** at 11.30 a.m. at Sunville Deluxe Pavilion, Sunville Building, 9, Dr. Annie Besant Road, Worli, Mumbai- 400 018 India and at any adjournment thereof in respect of such resolutions as are indicated below:

----- ✂ ----- ✂ ----- ✂ ----- ✂ -----



Resolution No.	Description
Ordinary Business	
1.	To receive, consider and adopt Audited Balance Sheet as at 31 st March, 2014, the statement of Profit & Loss A/c for the year ended 31 st March, 2014 together with the reports of the Board of Directors and Auditors thereon.
2.	To appoint a Director in place of Mr. Kailash Chandra Shahra (DIN: 00062698), who retires by rotation and being eligible offers himself for re-appointment.
3.	To Appoint M/s. Ashok Khasgiwala & Company, Chartered Accountants, (Firm Registration No.: 0743C) retiring Auditors, as Statutory Auditors of the Company on a remuneration as may be fixed by the Board of Directors of the Company.
Special Business	
4.	To appoint Mr. Hari Narayan Bhatnagar (DIN: 06732072) as an Independent Director of the Company.
5.	To appoint of Mr. Vijay Rathi (DIN: 01474776) as an Independent Director of the Company.
6.	To appoint of Mr. Kamal Kumar Gupta (DIN: 03600096) as an Independent Director of the Company.
7.	To authorize the Board of Directors to borrow u/s 180 (1)(c) of the Companies Act, 2013.
8.	To authorize the Board of Directors to create mortgage and/or charge on all or any of the immovable and movable properties of the company u/s 180 (1) (a) of the Companies Act, 2013.

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



Signature of Shareholder

Signature of Proxy holder(s)

Note: 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.

----- ✂ ----- ✂ ----- ✂ ----- ✂ -----

ANIK INDUSTRIES LIMITED

CIN: L24118MH1976PLC136836

Regd. Office: 610, Tulsiani Chambers, Nariman Point, Mumbai - 400021, India

38th Annual General Meeting

ATTENDANCE SLIP

ANNUAL GENERAL MEETING ON THURSDAY, 11TH SEPTEMBER, 2014

Registered Folio No/ Client Id No.

Full Name of Member (in BLOCK LETTERS).....

No. of Shares held.....

I/We certify that I/We am/are registered shareholder/ proxy for the registered shareholder of the Company.

I/We hereby record my/our presence at the 38th Annual General Meeting of the Company at Sunville Deluxe Pavilion, Sunville Building, 9, Dr. Annie Besant Road, Worli, Mumbai-400 018 India on Thursday, 11th September, 2014.

(Member/proxy's Signature)

(Name in BLOCK LETTERS, if signed by proxy)

Note:

1. Shareholders / proxy holders are requested to bring the attendance Slips with them when they come to the meeting and hand over them at the entrance after affixing their signatures on them.
2. If it is intended to appoint a proxy, the form of proxy should be completed and deposited at the Registered Office of the Company at least 48 hours before the Meeting.



हमारे

If undelivered please return to : **SARTHAK GLOBAL LIMITED**
Unit - Anik Industries Limited, 170/10, Film Colony, R.N.T. Marg, Indore - 452001