



Agrinnovate India Limited

ANNUAL REPORT (INCLUDING ANNUAL ACCOUNTS)

2016-17

Corporate Information

Board of Directors :



Dr. Trilochan Mohapatra



Shri Chhabilendra Roul



Shri Sunil Kumar Singh



Shri Ashok Dalwai



Dr. Suresh S. Honnappagol



Dr. Sanjeev Saxena

Chief Executive Officer :

Mr. Ravinderjit Singh Baweja

Chief Financial Officer :

Mr. Avesh Yadav

Company Secretary:

CS Nidhi Godha

Bankers :

Central Bank of India
Udhyog Bhawan, New Delhi

Statutory Auditors :

M/s VSD & Associates
Chartered Accountants
DD-34, Basement, Kalkaji, New Delhi-110019

Registered Office :

G-2, A Block, N.A.S.C. Complex,
DPS Marg, New Delhi -110012
Ph:-011-25842122, 25842124

Contents

Particulars	Page No.
Notice for the Annual General Meeting	1-5
Chairman's Report	6-8
Director's Report	9-25
Balance Sheet and Statement of Profit and Loss	26-40
Independent Auditor's Report	41-51
Comptroller & Audit General of India's Comments (CAG)	52



Agrinnovate India Limited (AgIn)
G-2, A Block, NASC Complex, DPS Marg, New Delhi- 110012
CIN: U01400DL2011GOI226486, Email: agrinnovateindia@gmail.com
Ph. 011-25842122, 011-25842124

NOTICE OF SIXTH ANNUAL GENERAL MEETING

Notice is hereby given that the Sixth Annual General Meeting of the members of Agrinnovate India Limited will be held on **Thursday, 23rd November, 2017 at 11:30 AM in Room No. 104, D.G.'s Committee Room, Krishi Bhawan, New Delhi** to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as on 31st March, 2017, Statement of Profit and Loss for the year ending 31.03.2017 and the Report of Directors and Auditors thereon.
2. To fix the remuneration of the Statutory Auditors for the financial year 2017-18.

SPECIAL BUSINESS

3. To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT the Company does hereby accept the resignation of Shri S. K. Singh from the Directorship of the Company and placed on record the contribution made by Shri S. K. Singh.”

“FURTHER RESOLVED THAT Shri SN Tripathi, Additional Secretary and Financial Advisor, DARE, be and is hereby appointed as a Director of the Company as per the provisions contained in the Cabinet Note of the Company”

“FURTHER RESOLVED THAT Mr. Ravinderjit Singh, CEO or Mrs. Nidhi Godha, Company Secretary of the company be and are hereby authorized to make necessary compliances to give effect to the aforesaid mentioned resolutions and to do all other necessary act as may be required in this matter on behalf of the Company.”

By order of the Board of Directors

Place : New Delhi
Dated: 31.10.2017

sd/-
Chief Executive Officer

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 THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- 2. PROXY FORM DULY COMPLETED SHOULD BE DEPOSITED AT THE CORPORATE OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS (48 HOURS) BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING. BLANK PROXY FORM IS ENCLOSED.**
3. A Statement setting out the material facts concerning each item of Special Business, pursuant to Section 102(1) of the Companies Act, 2013, is annexed hereto.
4. Members desirous of getting any information on any items of business of this meeting are requested to address their queries to the Company Secretary at the Registered Office of the Company at least ten days prior to the date of the Annual General Meeting, so that the information required can be made available at the time of the meeting.
5. The Register of Directors and Key Managerial Personnel (KMP) and their Shareholding, maintained under Section 170 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection by the Members at the Registered Office of the Company on all working days (except Saturday and Sunday) between 10.00 A.M. to 4.00 P.M and the same will also be available at the time of AGM of the Company at the venue of the meeting.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following explanatory statement sets out the material facts relating to the business mentioned in Item No. 3 of the accompanying Notice

Item No. AGM 6/2:

This Explanatory Statement is provided though strictly not required as per Section 102 of the Act.

Pursuant to Section 139 (5) of Companies Act, 2013, the Auditors of a Government Company are to be appointed/ re-appointed by the Comptroller and Auditor General (C&AG) of India and their remuneration shall be fixed by the company in a General Meeting or in such manner as the company in a General Meeting may determine. In pursuance of the same, C&AG of India had appointed M/s VSD & Associates, New Delhi (Reg. No.: DE1792) were appointed as Statutory Auditors of the Company for the financial year 2016-17 by the C&AG of India at a remuneration of Rs. 49,956/- plus out of pocket expenses.

Nomination of Statutory Auditors for the F. Y. 2017-18 from C & AG is awaited. It is proposed that the Board of Directors may be authorized to appoint and fix the remuneration of the Statutory Auditors as per the nominations of the Comptroller and Auditor General of India.

It is requested to consider and pass the following resolution:

“RESOLVED THAT pursuant to the provisions of Section 139(5) of the Companies Act, 2013, the Board of Directors, be and are hereby authorized to appoint the Statutory Auditors of the Company for the year 2017-18 as per the nomination from Comptroller and Auditor General of India.”

RESOLVED FURTHER THAT pursuant to the provisions of Section 139(5) of the Companies Act, 2013, the Board of Directors, be and are hereby authorized to fix up an appropriate remuneration of the Statutory Auditors of the Company for the year 2017-18 as may be mutually agreed upon between the Board of Directors and the Auditors, plus reimbursement of GST, out of pocket expenses.”

ITEM NO. AGM 6/3

Consequent upon the transfer of Shri S.K. Singh, the then Additional Secretary (DARE) and Financial Advisor (ICAR), Shri S.K. Singh has tendered his resignation from the Directorship of the Company. Thus, it is proposed that the resignation of Shri S. K. Singh be accepted.

The Cabinet Note of the Company provides that Additional Secretary and Financial Advisor, DARE would be on the Board of Directors of the Company.

Shri SN Tripathi has been appointed as Additional Secretary (DARE) and Financial Advisor (ICAR).

Shri SN Tripathi is an IAS Officer of the 1985 batch. He did his Masters in the year 1982 from Allahabad University. Before joining as Additional Secretary (DARE) and FA (ICAR), Sh SN Tripathi was Additional Secretary & Development Commissioner (Micro Small & Medium Enterprise), Joint Secretary (Micro Small & Medium Enterprise), Principal Secretary (Rural Development Odisha), Commissioner cum Secretary Panchayati Raj Odisha.

Thus, being the incumbent Additional Secretary (DARE) and Financial Advisor, it is proposed that Shri SN Tripathi be appointed as Director of the Company.

Memorandum of Interest : Except Shri SN Tripathi being the appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise in the resolution.



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PROXY FORM

Regd. Folio No

No. of Shares held

I/We _____ resident of _____
_____ being a member(s) of the Agrinnovate India Limited hereby appoint

_____ S/o _____

R/o _____ or failing him _____

S/o _____ R/o _____

as my/our proxy to vote for me/us on my/our behalf at the Sixth Annual General Meeting of the Company being held on Thursday, 15th November, 2017 at 11:30 AM or at any adjournment thereof.

Signed this

Signed by the said

Affix
Re. 1/-
Revenue
Stamp

Note: The proxy in order to be effective should duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than Forty Eight Hours before the time fixed for holding the aforesaid meeting. The Proxy need not be member of the company.

CHAIRMAN'S REPORT

Dear Members,

I am pleased to present our Annual Report for the year ended 31 March 2017 and welcome you to the Sixth Annual General Meeting of our Company Agrinnovate India Limited (AgIn). Auditors' Report have already been circulated and with your permission, I consider them as read.

After years of talking about being part of the solution, we are now starting to turn words into action.

I am pleased to inform that the Guidelines for commercialization of technologies developed under ICAR and Institutions under National Agricultural Research System (NARS) have been finalized and are in the process of being merged with those of ICAR. Now, we will be starting to take advantage of the new opportunities for enhancing and catalysing innovation and capacity driven agricultural development through partnerships.

AgIn undertook several initiatives as part of Business Development Program to promote its services to various stakeholders. This included participation in various workshops such as Workshop on Sales, Marketing and Business development and their integration with other Corporate Functions and departments at CII, Chandigarh, National Summit on Food Grain Storage in India - Technology option for upgradation at IHC, New Delhi, National Conference in Innovation in Agricultural Mechanization at Vigyan Bhawan, New Delhi organized by DAC & FW, Workshop on Building effective teams CII, Mumbai, Entrepreneur India 2016 at New Delhi , NSFI Global connect 2016 - Technologies and Innovations in Agriculture: Pushing the frontiers at New Delhi , 20th Annual Conference of Asian Science Park Association (ASPA), ICRISAT, Hyderabad, CII Agrotech 2016, Roundtable discussion on Increasing Farmland Productivity organised by IICA, Workshop on Identification of Techno-Commercial Projects for upscaling workshops for Agricultural Innovators & Entrepreneurs organised by IICA, TDB and TIFAC, etc.

The Company also initiated collaboration with various reputed organizations like Asia-Pacific Centre for Technology Transfer (APCTT), MANAGE, TRVP-TANUVAS, IICA, ABIC, Nepal and African-Asian Rural Development Organisation (AARDO).

Promotional activities:

With its vision to promote the ICAR technologies globally and increase its outreach, AgIn promoted its products and service to various High Commission/Embassies in India including High Commission of the Republic of Botswana, Embassy of Burundi, Bangladesh High Commission, Embassy of Italy, Embassy of the Republic of Maldives , Mauritius High Commission, etc. In this pursuit, the Company also organized the visit of officials from New Zealand Embassy in India to explore the collaboration opportunities. The Company also promoted ICAR's products and services to Indian Embassies/High Commissions in African countries.

The company has further strengthened the association with ASEAN Secretariat for organizing International capacity building programmes and other projects.

Training-cum-demonstration on "Technical know-how of Aleuritic acid technology":

A two days Training-cum-demonstration on 'Technical know-how of Aleuritic acid technology' was conducted for the two representatives of Anning Decco Fine Chemical Co., Ltd., Kunming, China during 13-14 July 2016 by ICAR - IINRG.

Organisation Structure of the company:

The Board of Directors of the Company take the pleasure in informing that the Organisation Structure of the Company has been finalized. Further, the job descriptions, Qualification & Experience, recruitment rules and service conditions including remuneration shall be considered and recommended to the Board by the Nomination and Remuneration Committee. It was further decided by the Board that recruitment shall be done in a phased manner as and when the Company grows its business activities with the approval of the Board.

Policy Initiatives:

In the pursuit for bringing clarity, transparency and uniformity in its business activities, the Board has approved the Commercialization Guidelines for the company for undertaking the commercialization activities for ICAR Institutes and National Agricultural Research System (NARS).

The commercialization guidelines include:

1. Guidelines for Intellectual Property Protection and Management
2. Guidelines for Commercialization of Technologies
3. Guidelines for organizing Training Programs
4. Guidelines for Consultancy and Research Projects
5. Guidelines for engagement of External Agency/ Consultants

Implementation of commercialization Guidelines:

As per the commercialization guidelines, the techno-commercial assessment and expert committees have been constituted to carry out techno-commercial assessment and prepare the standard terms for potential technologies of all ICAR Institutes.

In line with commercialisation guidelines, AgIn had organised and conducted Techno-commercial & Expert committee meetings for select technologies of various ICAR Institutes like ICAR- Central Tuber Crops Research Institute (CTCRI), Kerala; ICAR- National Dairy Research Institute (NDRI), Karnal; ICAR- Central Institute of Brackish Water Aquaculture (CIBA), Chennai; ICAR- Indian Institute of Horticulture Research (IIHR), Bangalore; ICAR- Central Coastal Agricultural Research Institute (CCARI), Goa; ICAR- Indian Institute of Rice Research (IIRR), Hyderabad; ICAR- Indian Institute of Millet Research (IIMR), Hyderabad etc.

At this juncture, the Board of the Company would like to thank the ICAR Institutes that have extended their support to the Company.

The Company has achieved Revenue from operations of Rs. 13,44,222/- as against Rs. 1,67,10,043/- in the Financial Year 2015-16. The Depreciation has registered during the Current Year at Rs. 18,86,178/- as against Rs. 28,00,119/- for the previous year 2015-16. In the financial year 2016-17 the Company has earned Net Profit of Rs. 2,10,52,092/- as against Net Profit of Rs. 2,46,70,104/- in Financial Year 2015-16.

The Company needed to invest the surplus funds (post tax amount received on maturity of existing Term Deposits plus amount in Flexi Deposit) of around Rs 60 crores. A Special Committee under the Chairmanship of Sh. Sunil Kumar Singh, Director (AgIn) was formed to invest this amount. 26 Nationalized banks were invited for submitting bids for investment of Rs. 58 Crores in three Term Deposits; one amounting to Rs. 56 Crores and two amounting to Rs. One crore each. Nine bids

received were considered for investment. The highest rate of 7.35% p.a. for one year was offered by State Bank of Bikaner and Jaipur, Krishi Bhawan, New Delhi. Hence, it was decided by the Committee that the amount of Rs. 58 Crores be invested with them.

Business Outlook

The past experience has shown that our workload is inherently difficult to forecast with any degree of certainty. A wide range of external factors affect the levels of demand for our service – in terms of the volumes and types of proposals referred to us.

So in planning for the future we need to accept that volatility and uncertainty is likely to remain a permanent feature – and one which we have to build-in to our operational and financial planning. In spite of this, we shall strive to give our best in the best possible manner.

I remain confident that the services of the Company will continue to develop and improve to meet the needs of its customers in a changing world, offering excellent standards of services whilst remaining true to its values.

Acknowledgement

I take this opportunity to express my deep appreciation for the valuable support and guidance given by the present and past Members of the Board from time to time. I also wish to place on record my sincere gratitude for the guidance and cooperation extended by the Department of Agricultural Research and Education, Government of India, ICAR, Agricultural Scientist Recruitment Board, Statutory as well as Internal auditors of the Company, Officials of the C&AG and bankers of the Company.

Thanking you,
Yours truly,

Sd/-
Dr. T. Mohapatra
Chairman
Agrinnovate India Limited

Place: New Delhi

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2016-2017

To,

The Members,
Agrinnovate India Limited

Your directors have pleasure in presenting their Sixth Annual Report on the business and operations of the company together with the Audited Statement of Accounts for the year ended 31st March, 2017.

Financial Highlights (Standalone and Consolidated)

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

S. No.	Particulars	2016-17	2015-16
1.	Revenue from Operation	13,44,222	1, 67,10,043
2.	Other Income	4,55,58,708	5,01,99,730
3.	Total Expenses	1,47,05,810	3,00,51,939
4.	Gross Profit	3,21,97,120	3,68,57,834
5.	Provision for Tax	1,11,45,028	1,21,87,729
6.	Net Profit After Tax	2,10,52,092	2,46,70,104

Balance sheet as at 31st March 2017 and Statement of Profit and Loss for the year ending 31st March 2017 of the Company has been prepared and the same is placed for approval.

Summary of Operations

The Company has achieved Revenue from operations of Rs. 13,44,222/- as against Rs. 1,67,10,043/- in the Financial Year 2015-16. The Depreciation has registered during the Current Year at Rs. 18,86,178/- as against Rs. 28,00,119/- for the previous year 2015-16. In the financial year 2016-17 the Company has earned Net Profit of Rs. 2,10,52,092/- as against Net Profit of Rs. 2,46,70,104/- in Financial Year 2015-16.

State of Company's Affairs

During the year, the Company undertook the following proposals:

Business Development Activities:

AgIn undertook several initiatives as part of Business Development Program to promote its services to various stakeholders. This included participation in various workshops such as Workshop on Sales, Marketing and Business development and their integration with other Corporate Functions and departments at CII, Chandigarh, National Summit on Food Grain Storage in India - Technology option for upgradation at IHC, New Delhi, National Conference in Innovation in Agricultural Mechanization at Vigyan Bhawan, New Delhi organized by DAC & FW; Workshop on Building effective teams CII,

Mumbai; Entrepreneur India 2016 at New Delhi; NSFI Global connect 2016 - Technologies and Innovations in Agriculture: Pushing the frontiers at New Delhi; 20th Annual Conference of Asian Science Park Association (ASPA), ICRISAT, Hyderabad; CII Agrotech 2016, Roundtable discussion on Increasing Farmland Productivity organised by IICA, Workshop on Identification of Techno-Commercial Projects for upscaling workshops for Agricultural Innovators & Entrepreneurs organised by IICA, TDB and TIFAC etc.

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Policy Initiatives:

In the pursuit for bringing clarity, transparency and uniformity in its business activities, the Board has approved the Commercialization Guidelines for the company for undertaking the commercialization activities for ICAR Institutes and National Agricultural Research System (NARS).

The commercialization guidelines include:

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At this juncture, the Board of the Company would like to thank the ICAR Institutes that have extended their support to the Company.

Future Outlook

The Company is committed to excellence in governance and in creating long-term sustainable value. The Company endeavors to intensify its efforts for improving the visibility through conferences, technologies promotion meetings and other promotional events including media promotions.

Dividend

The directors do not recommend any dividend for the year under consideration.

Amount Transferred to Reserves

The Board of the company proposes to carry Rs. 2,10,52,092/- to its reserves.

Details of Directors and Key Managerial Personnel

As reported in the Director's Report for the previous year, Shri Trilochan Mohapatra, Secretary, DARE, was appointed as Director and Chairman on the Board of Directors of the Company. Also, Shri Chhabilendra Roul, Additional Secretary, DARE and Secretary, ICAR was appointed as Director and Vice- chairman of the Company.

Further, Dr. S. Ayyappan had tendered his resignation from the Directorship of Agrinnovate India Limited consequent upon his completing his tenure as the Secretary, DARE & Director General, ICAR. Shri R. Rajagopal, AS (D) & Secy., ICAR had tendered his resignation from the Directorship of Agrinnovate India Limited consequent upon his promotion and transfer from Ministry of Agriculture. Consequent to his tenure as ADG getting over, Dr. S. Mauria has tendered his resignation from the Board of Directors of the Company.

Dr. P.S. Pandey, Acting ADG, IPTM Unit, ICAR who was appointed as Additional Director on the Board, had tendered his resignation from the Directorship of Agrinnovate India Limited consequent to the regular appointment of ADG (IP&TM) Unit, ICAR.

During the period under review, Dr. Sanjeev Saxena, ADG (IP&TM) was also appointed as Director on the Board of Directors.

The Board places on record its gratitude for the outstanding contribution made by Dr. S. Ayyappan, Shri R. Rajagopal, Dr. S. Mauria and Dr. P.S. Pandey during their tenure with the Company

Key Managerial Personnel

The Key Managerial Personnel's (KMPs) of the Company in accordance with the provisions of Section 2(51) and Section 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force) are as follows:

S. No.	Name of KMPs	Designation
1	Shri Ravinderjit Singh	Chief Executive Officer
2.	Shri Avesh Yadav	Chief Financial Officer
3	Mrs. Nidhi Godha	Company Secretary

There have been no changes in the office of any Key Managerial Personnel.

Number of Board Meetings

During the Financial Year 2016-17, following four meetings of the Board of Directors of the company were held, details of which are given below:

Date of the meeting	No. of Directors attended the meeting
12.05.2016	4
15.09.2016	3
2.12.2016	4
20.03.2017	3

Declaration by Independent Director

Declaration from Independent Directors shall be taken as and when they are appointed and the same shall be disclosed in the Director's Report.

Extract of Annual Return

Pursuant to section 92(3) of the Companies Act, 2013 ('the Act') and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return in Form MGT -9 is Annexed with the Report.

Statutory Auditors, their Report and Notes to Financial Statements

M/s. VSD & Associates, Chartered Accountants had been appointed as Statutory Auditors of the Company for the F.Y. 2016-17. M/s. Subhash C. Gupta & Co., Chartered Accountants, Delhi were appointed as Internal Auditors of the Company for the year 2016-17.

The report of the Statutory Auditors along with notes to Schedules is enclosed to this report.

There are no observations or qualifications or adverse remarks in the Auditors' Report which need further comments/ clarifications and the Notes to Accounts are self-explanatory and there is no need to give any further remarks.

Further, Pursuant to Section 619(2) read with Section 224 (8) (aa) of the Companies Act, 1956, the Auditors of a Government Company shall be appointed or re appointed by the Comptroller and Auditor General (C&AG) of India and their remuneration has to be fixed by the Company in the Annual General Meeting. The appointment of Statutory Auditors of the Company for the year 2017-18 is awaited from C&AG of India. The General Meeting may authorize the Board to fix up an appropriate remuneration of Auditors for the year 2017-18 after taking into consideration the increase in volume of work and prevailing inflation.

Secretarial Audit Report

In terms of Section 204 of the Act and Rules made there under, M/s. Arunesh Dubey & Co., Company Secretaries, New Delhi, have been appointed Secretarial Auditors of the Company.

The report of the Secretarial Auditors is enclosed with this report.

With reference to Secretarial Auditor's remarks, directors would like to state that it has been commented that Pursuant to section 149 and Rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014, the company has not yet appointed any Independent Director.

In this regard, the Directors would like to state that the Company is in the process of appointment of Independent Directors. The nominations for candidates for Independent Directors are being sought.

Apart from the above, there are no observations or qualifications or adverse remarks in the Auditors' Report which need further comments/ clarifications and are self-explanatory and there is no need to give any further remarks.

Particulars of Contracts or Arrangements with Related Parties

The Company has not entered into any contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act 2013 for the Financial Year 2016-17

Material Changes Affecting the Financial Position of the Company

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year 2016-17 and the date of the report

Audit Committee

The Audit Committee comprises of the following members:

- a) Mr. Sunil Kumar Singh–Chairman
- b) Dr. S.S. Honnappagol–Member
- c) Dr. Sanjeev Saxena–Member

The Audit Committee shall have an oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible; review with the management, the annual financial statements before submission to the

Board for approval; review the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit; have discussion with Internal Auditors, any significant findings and follow up thereon, etc.

Nomination & Remuneration Committee:

The Nomination and Remuneration Committee comprising of

1. Dr. S.S. Honnappagol, Director.
2. Dr. Sanjeev Saxena, Director.

The Nomination and Remuneration Committee has been entrusted with the responsibility to formulate criteria for determining qualifications, positive attributes and independence of a director and recommend to the board a policy, relating to the remuneration for the directors, key managerial personnel and other employees; to ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets performance benchmarks, and involves a balance between fixed and incentive pay; To carry out evaluation of every director's performance and recommend to the board his/her appointment and removal based on the performance etc.

Particulars of Loan, Guarantees and Investments under Section 186:

Details of Loans

SL No	Date of making loan	Details of Borrower	Amount	Purpose for which the loan is to be utilized by the recipient	Time period for which it is given	Date of BR	Date of SR (if reqd)	Rate of Interest	Security
				NIL					

Details of Investments

SL No	Date of investment	Details of Investee	Amount	Purpose for which the proceeds from investment is proposed to be utilized by the recipient	Date of BR	Date of SR (if reqd)	Expected rate of return
			NIL				

Details of Guarantee / Security Provided

SL No	Date of providing security/ guarantee	Details of recipient	Amount	Purpose for which the security/guarantee is proposed to be utilized by the recipient	Date of BR	Date of SR (if any)	Commission
			NIL				

Conservation of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo

The details of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo are as under:

a) Conservation of Energy:

Steps taken for conservation	NA
Steps taken for utilizing alternate sources of energy	NA
Capital investment on energy conservation equipments	NA

b) Technology Absorption:

Efforts made for technology absorption	NA
Benefits derived	NA
Expenditure on Research & Development, if any	NA
Details of technology imported, if any	NA
Year of import	NA
Whether imported technology fully absorbed	NA
Areas where absorption of imported technology has not taken place, if any	NA

c) Foreign Exchange Earnings/ Outgo:

Earnings	Rs. 75,509/-
Outgo	Rs. 1,66,041/-

Internal financial controls

The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company.

Deposits

Your Company has not accepted any fixed deposits and, as such, no amount of principal or interest was outstanding as of the Balance Sheet date.

Corporate Social Responsibility (CSR)

During the year, your directors have reconstituted the Corporate Social Responsibility (CSR Committee) comprising Shri Chhabilendra Roul, as the Chairman and Dr. Sanjeev Saxena and Chief Executive Officer of the Company as other members.

The said Committee has been entrusted with the responsibility of formulating and recommending to the Board a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, monitoring the implementation of the framework of the CSR Policy and recommending the amount to be spent on CSR activities.

The Company has been intimated by Ministry of Corporate Affairs vide OM. No. CSR-15/0008/2014-Dir (CSR) dated 23/01/2017 which states that the DPE Guidelines for CSR have been withdrawn

with the approval of Minister (HI& PE) and it has also been suggested that the Company undertake CSR activities in future as per the provisions of Companies Act, 2013 on CSR.

Currently, the provisions of Corporate Social Responsibility under Companies Act, 2013 are not applicable to Agrinnovate India Limited.

Directors Responsibility Statement

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

- a) in the preparation of the annual accounts for the financial year ended 31st March, 2017, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2017 and of the profit /loss of the Company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Acknowledgment

Your Directors place on record their appreciation for employees at all levels, who have contributed to the growth and performance of your Company.

Your directors take this opportunity to express their deep appreciation for the valuable support and guidance given by the present and past Members of the Board from time to time. I also wish to place on record their sincere gratitude for the guidance and cooperation extended by the Department of Agricultural Research and Education, Government of India, ICAR, Statutory as well as Internal auditors of the Company, Officials of the C&AG and bankers of the Company.

For and on behalf of the Board of Directors

PLACE : DELHI

DATE : 08.08.2017

Sd/-

(Trilochan Mohapatra)

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2017
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

I	CIN	U01400DL2011GOI226486
ii	Registration Date	19/10/2011
iii	Name of the Company	AGRINNOVATE INDIA LIMITED
iv	Category/Sub-category of the Company	Government Public Company
V	Address of the Registered office & contact details	G-2,A Block, N.A.S.C. Complex, DPS Marg, New Delhi
Vi	Whether listed company	No
Vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	N.A

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. N.	Main Activity group code	name and Description of main Activity	Business Activity Code	Description of Business Activity	% to total turnover of the company
1	A	Agriculture	A4	To do protection and management of intellectual properties generated in the system and its commercialization/ distribution for public benefits	55.79%
2	A	Agriculture	A4	To do production, marketing, popularization of Indian Council of Agricultural Research (ICAR's) products processes and technologies in agriculture and allied sectors, viz. seed, planting material, vaccines, diagnostics, several other biotechnological products, other value added inputs and products, farm implements and machinery, other technologies etc.	

3	M	Professional, Scientific and Technical	M3	To provide professional extension of skilled services from ICAR, such as consultancies, contract research, contract service, customized capacity building, etc.	44.21%
4	A	Agriculture	A4	To setup research and production farms outside India, especially in Africa and in the Asia- Pacific region. To build as part of culture building initiatives global brand building initiatives through various workshops and progress.	0%
5	M	Professional, Scientific and Technical	M3	To provide technical support for turnkey projects on production and processing plants in different sectors, viz. agriculture engineering etc.	0%
6	A	Agriculture	A4	To create public-private partnerships in research, education and other capacity building programmes in agriculture and allied sectors	0%
7	M	Professional, Scientific and Technical	M3	To carry activities to integrate proficiencies in agriculture sciences with management, such as market intelligence, pricing and valuation issues, to nurture demand-driven research	0%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

SI No	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	NIL				

IV. SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Share-holders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	De-mat	Physical	Total	% of Total Shares	De-mat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian			NIL				NIL		
a) Individual/HUF (as Representatives of The President of India)	NIL	60	60	0	NIL	60	60	0	

b) Central Govt. or State Govt.	NIL	4,99,99,940	4,99,99,940	100	NIL	4,99,99,940	4,99,99,940	100	NIL
c) Bodies Corporates			NIL				NIL		
d) Bank/Fl			NIL				NIL		
e) Any other			NIL				NIL		
SUB TO-TAL: (A) (1)									
(2) Foreign									
a) NRI- Individuals			NIL				NIL		NIL
b) Other Individuals			NIL				NIL		
c) Bodies Corp.			NIL				NIL		
d) Banks/Fl			NIL				NIL		
e) Any other...			NIL				NIL		
SUB TO-TAL (A) (2)									
Total Share-holding of Promoter (A)= (A) (1)+(A)(2)									
B. PUBLIC SHARE-HOLDING									
(1) Institutions									
a) Mutual Funds			NIL				NIL		NIL
b) Banks/Fl			NIL				NIL		
c) Cenntal govt.			NIL				NIL		
d) State Govt.			NIL				NIL		
e) Venture Capital Fund			NIL				NIL		
f) Insurance Companies			NIL				NIL		
g) FIIS			NIL				NIL		

h) Foreign Venture Capital Funds			NIL				NIL		
i) Others (specify)			NIL				NIL		
SUB TOTAL (B)(1):									
(2) Non Institutions									
a) Bodies corporates			NIL				NIL		NIL
i) Indian			NIL				NIL		
ii) Overseas			NIL				NIL		
b) Individuals			NIL				NIL		
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs			NIL				NIL		
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs			NIL				NIL		
c) Others (specify)			NIL				NIL		
SUB TOTAL (B)(2):									
Total Public Shareholding (B)= (B)(1)+(B)(2)			NIL				NIL		NIL

C. Shares held by Custodian for GDRs & ADRs			NIL				NIL		NIL
Grand Total (A+B+C)			5,00,00,000				5,00,00,000		NIL

B) SHARE HOLDING OF PROMOTERS

Shareholders Name	Share holding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
President of India through Mr. Harihar Mishra	4,99,99,940	99.99988	NIL	NIL	NIL	NIL	NIL
Mrs. Niranjan Kaur	10	0.00002	NIL	NIL	NIL	NIL	NIL
Alka Ahuja	10	0.00002	NIL	NIL	NIL	NIL	NIL
Vijay Singh	10	0.00002	NIL	NIL	NIL	NIL	NIL
Vinod Kumar Singh	10	0.00002	NIL	NIL	NIL	NIL	NIL
Sh. Ravinesh Kumar	10	0.00002	Nil	NIL	NIL	NIL	NIL

CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

	Shareholding at the beginning of the Year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
At the beginning of the year	5,00,00,000	100	5,00,00,000	100

Date wise increase/ decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc)	4,99,99,990	100	4,99,99,990	100
At the end of the year	Nil	Nil	Nil	Nil

	Shareholding at the end of the year		No of shares
	No.of shares	% of total shares of the company	
For Each of the Top 10 Shareholders			
At the beginning of the year	NIL		
Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/bonus/sweat equity etc.) Transferred as per nominations received from DARE vide Circular Resolution dated 8/11/2016	4,99,99,990	100	4,99,99,990
At the end of the year (or on the date of separation, if separated during the year)	4,99,99,990	100	4,99,99,990

Shareholding of Directors & KMP- Nil

	Shareholding at the end of the year		Cumulative Shareholding during the year	
	No.of shares	% of total shares of the company	No of shares	% of total shares of the company
At the beginning of the year	Nil			
Date wise increase/ decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/bonus/sweat equity etc.)				
At the end of the year	NIL			

I. INDEBTEDNESS Not Applicable

Indebtedness of the Company including interest outstanding/ accrued but not due for payment				
	Secured Loans	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount		NIL	NIL	NIL
ii) Interest due but not paid			NIL	NIL
iii) Interest accrued but not due			NIL	NIL
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
Additions	NIL	NIL	NIL	
Reduction	NIL	NIL	NIL	
Net Change			NIL	
Indebtedness at the end of the financial year				
i) Principal Amount	NIL	NIL	NIL	
ii) Interest due but not paid			NIL	NIL
iii) Interest accrued but not due			NIL	NIL
Total (i+ii+iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager: Not Applicable

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	N.A	
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	N.A	

	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	N.A				
2	Stock option	N.A				
3	Sweat Equity	N.A				
4	Commission as % of profit others (specify)	N.A				
5	Others, please specify	N.A				
	Total (A)	N.A				
	Ceiling as per the Act					

B. Remuneration to other directors: Not Applicable

Sl.No	Particulars of Remuneration	Name of the Directors			Total Amount
1	Independent Directors				
	(a) Fee for attending board committee meetings	NIL	NIL	NIL	
	(b) Commission	NIL	NIL	NIL	
	(c) Others, please specify	NIL	NIL	NIL	
	Total (1)				
2	Other Non Executive Directors				
	(a) Fee for attending board committee meetings	NIL	NIL	NIL	
	(b) Commission	NIL	NIL	NIL	
	(c) Others, please specify.	NIL	NIL	NIL	
	Total (2)				
	Total (B)=(1+2)				
	Total Managerial Remuneration	NIL	NIL	NIL	
	Overall Ceiling as per the Act.				
	REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD				

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
1	Gross Salary	CEO	Company Secretary	CFO	Total
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	15,41,928	12,72,365	NIL	28,14,293

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961		NIL	NIL	
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	NIL	NIL	NIL	
2	Stock option	NIL	NIL	NIL	
3	Sweat Equity	NIL	NIL	NIL	
4	Commission as % of profit others, specify	NIL	NIL	NIL	
5	Others, please specify	NIL	NIL	NIL	
	Total (A)	15,41,928	12,72,365	NIL	28,14,293

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/ NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				
B. DIRECTORS					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				

Agrinnovate India Limited
CIN :U01400DL2011GOI226486

Balance Sheet as at March 31, 2017

(Figures in Rupees)

	Particulars	Note No.	As at March 31, 2017	As at March 31, 2016
I.	EQUITY AND LIABILITIES			
(1)	SHAREHOLDERS' FUND			
	(a) Share Capital	2	50,00,00,000	50,00,00,000
	(b) Reserves & Surplus	3	12,91,80,577	10,81,28,484
			62,91,80,577	60,81,28,484
(2)	CURRENT LIABILITIES			
	(a) Other Current Liabilities	4	26,98,459	29,00,600
	(b) Short Term Provisions	5	18,96,360	25,16,201
	TOTAL		63,37,75,396	61,35,45,285
II.	ASSETS			
(1)	NON-CURRENT ASSETS			
	(a) Property, Plant & Equipment	6	50,77,737	68,11,925
	(b) Intangible Assets	6	40,291	-
	(c) Deferred Tax Assets (Net)	15	8,67,474	10,77,049
(2)	CURRENT ASSETS			
	(a) Trade Receivables	7	7,85,400	7,85,400
	(b) Cash and Bank Balances	8	58,95,29,372	56,40,78,184
	(c) Other Current Assets	9	3,74,75,122	4,07,92,727
	Significant Accounting Policies and Notes to the Accounts	1		
	TOTAL		63,37,75,396	61,35,45,285

In terms of our audit report of even date attached

For V S D & Associates

Chartered Accountants

Firm Registration No : 008726N

Chhabilendra Roul

Director

DIN: 01003691

Trilochan Mohapatra

Director

DIN: 07556629

Partner: Ankit Garg

M.No.: 515099

Place : New Delhi

Date : 08.08.2017

Nidhi Godha

Company Secretary

A-19246

Avesh Yadav

Chief Financial Officer

PAN: AAPPY2129R

Statement of Profit & Loss for the year ended on March 31, 2017

(Figures in Rupees)

	Particulars	Note No.	For the year ended on March 31, 2017	For the year ended on March 31, 2016
I.	Revenue from Operation	10	13,44,222	1,67,10,043
II.	Other Income	11	4,55,58,708	5,01,99,730
III.	TOTAL REVENUE (I+II)		4,69,02,930	6,69,09,773
IV.	Expenses			
	Employee Benefit Expenses	12	73,94,225	72,99,814
	Depreciation	6	18,86,178	28,00,119
	Other Expenses	13	54,19,678	1,98,90,402
	Finance Expenses	14	5,729	61,604
V.	TOTAL EXPENSES		1,47,05,810	3,00,51,939
V.	PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX (III-IV)		3,21,97,120	3,68,57,834
VI.	Exceptional Items		-	-
VII.	PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX		3,21,97,120	3,68,57,834
VIII.	Extraordinary Items		-	-
IX.	PROFIT BEFORE TAX		3,21,97,120	3,68,57,834
X.	Tax Expense:			
	Tax expenses related to previous year			
	(1) Current Tax		1,08,79,084	1,22,11,061
	(2) Deferred Tax	15	2,09,575	(2,08,509)
	(2) Prior Period Tax Adjustment		56,369	1,85,177
XI.	PROFIT FOR THE PERIOD FROM CONTINUING OPERATION (VII-VIII)		2,10,52,092	2,46,70,104
XII.	Profit from Discontinuing Operation		-	-
XIII.	Tax Expense of Discontinuing Operation		-	-
XIV.	PROFIT FROM DISCONTINUING OPERATION AFTER TAX (XII-XIII)		-	-
XV.	PROFIT FOR THE PERIOD (XI+XIV)		2,10,52,092	2,46,70,104
XVI.	BASIC AND DILUTED EARNING PER SHARE (IN RS.)		0.42	0.49
	Significant Accounting Policies and Notes to the Financial Statement	1		

In terms of our audit report of even date attached

For V S D & Associates

Chartered Accountants

Firm Registration No : 008726N

Chhabilendra Roul

Director

DIN: 01003691

Trilochan Mohapatra

Director

DIN: 07556629

Partner: Ankit Garg

M.No.: 515099

Place : New Delhi

Date : 08.08.2017

Nidhi Godha

Company Secretary

A-19246

Avesh Yadav

Chief Financial Officer

PAN: AAPPY2129R

Agrinnovate India Limited
CIN :U01400DL2011GOI226486

Cash Flow Statement for the year ended on March 31, 2017

(Figures in Rupees)

Particulars	For the year ended on March 31, 2017	For the year ended on March 31, 2016
A. Cash flow from operating activities		
Net Profit / (Loss) before tax	3,21,97,120	3,68,57,834
<i>Adjustments for:</i>		
Depreciation	18,86,178	28,00,119
Interest income	(4,55,53,561)	(5,01,86,016)
Operating profit / (loss) before working capital changes	(1,14,70,263)	(1,05,28,063)
<i>Changes in working capital:</i>		
Adjustments for (increase) / decrease in operating assets:		
Trade Receivable	-	2,61,800
Other Current Assests	52,68,860	(499)
Adjustments for increase / (decrease) in operating liabilities:		
Other current liabilities	(2,02,141)	2,63,719
Short-term provisions	(6,19,841)	8,79,695
Net income tax (paid) / refunds	(1,28,86,709)	(1,35,04,789)
Net cash flow from / (used in) operating activities (A)	(1,99,10,092)	(2,26,28,137)
B. Cash flow from investing activities		
Capital expenditure on fixed assets	(1,92,281)	(1,86,104)
Interest On Fixed Deposits	4,55,53,561	5,01,86,016
Fixed Deposits	(3,00,00,000)	(1,91,09,063)
Creditors for Fixed Assets	-	(9,90,273)
Net cash flow from / (used in) investing activities (B)	1,53,61,281	2,99,00,577
C. Cash flow from financing activities	-	-
Net cash flow from / (used in) financing activities (C)	-	-
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	(45,48,812)	72,72,440
Cash and cash equivalents at the beginning of the year	1,40,78,184	68,05,744
Cash and cash equivalents at the end of the year	95,29,372	1,40,78,184

In terms of our audit report of even date attached

For V S D & Associates

Chartered Accountants

Firm Registration No : 008726N

Chhabilendra Roul

Director

DIN: 01003691

Trilochan Mohapatra

Director

DIN: 07556629

Partner: Ankit Garg

M.No.: 515099

Place : New Delhi

Date : 08.08.2017

Nidhi Godha

Company Secretary

A-19246

Avesh Yadav

Chief Financial Officer

PAN: AAPPY2129R

Computation of Taxable Income for A.Y. 2017-18

(Figures in Rupees)

Net profit before tax as per P&L A/C		
Add: Items Not Allowed:-		3,21,97,120
Interest on TDS		565
Prior Period Expenses		13,269
Depreciation. as per Books		18,86,178
Less:	Total (a)	3,40,97,132
Dep. as per Income Tax Act		11,93,024
Income from interest on FD		4,42,26,079
Interest on Sweep Account		13,27,482
	Total (b)	4,67,46,585
Business Income	(a-b)	(1,26,49,453)
Add: Income from other sources		4,55,53,561
Gross total income		3,29,04,108
LESS B/F Business Loss as per income tax return		-
Taxable income		3,29,04,108
Income Tax	30%	98,71,232
Surcharge	7%	6,90,986
TOTAL		1,05,62,218
Education Cess	2%	2,11,244
Secondary and Higher Education Cess	1%	1,05,622
Total Tax Payable excluding Interest u/s 234		1,08,79,084
Interest on Tax Payable u/s 234B		
Total Tax Payable Including Interest u/s 234		1,08,79,084
Less: Advance Tax paid for the A.Y 2017-18		82,00,000
Less: Tax Deducted at Source A.Y 2017-18		46,30,340
Net Tax Payable / (Refund)		(19,51,256)

Details for Brought Forward Business Losses/ Unabsorbed Depreciation

S. No	Assessment Year	Nature	Brought Forward	Setoff during the year	Carried Forward
1	2012-13	Business Losses	13,89,066	-	13,89,066
Total			13,89,066	- #	13,89,066

Details of TDS as per 26AS

S. No	Party Name	TAN	Amount	TDS
1	CENTRAL BLANK OF INDIA	DELC06997E	13,27,119	1,32,729
2	DSS IMAGETECH PVT LTD	DELD04465G	7,50,000	75,000
3	STATE BANK OF PATIALA	DELS21451D	31,12,131	3,11,214
4	STATE BANK OF BIKANER AND JAIPUR	DELS36783F	4,11,13,947	41,11,397
TOTAL				46,30,340

SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED March 31, 2017

Note No. 1

(I) Corporate Information

- (a) The Company was Incorporated on 19th October, 2011. The Company is a 100% Government of India Company under Department of Agriculture Research & Education, Ministry of Agriculture.
- (b) Mr Avesh Yadav is an employee of ICAR looking after the affairs of the Company. No payment is made either to them or ICAR in this respect.
- (c) The Authorized Share Capital of the company is Rs. 100 Crores whereas the Issued, Subscribed and Paid up Share Capital is Rs. 50 Crores.

(II) SIGNIFICANT ACCOUNTING POLICIES

(A) Basis of preparation of Financial Statements: - These Financial Statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention, as applicable to going concern, on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to extent notified). The accounting policies have been consistently applied by the Company and are consistent with those used in previous year.

(B) Use of Estimates: The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumption that affect the reported amounts of assets and liabilities and disclosure thereof at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which results materialize.

(C) Revenue Recognition

1. Policy for Interest Income

Revenue from interest on fixed deposit & Flexi Deposit Account is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

2. Policy for Royalty Income

Royalties are accrued and recognized on due basis as per licensing agreement

3. Policy for License Fees

License fees is recognized when the complete technical knowhow, demonstration and training of the particular license is provided to the licensee as per licensing agreement. Corresponding Expenses for assigning license has been presented as cost of license (Expenses)

4. Policy for Training Programme

Revenue from conducting the training programme is recognized on completion of the respective training.

- (D) Contingent Liability & Provision:** A provision is recognised when the company has a present obligation as a result of past events and it is possible that an outflow of resources will be required to settle the obligation, in respect of which reliable estimates can be made. Provisions are not discounted to its present value and are determined based on estimate required to settle the obligation at the balance sheet date these are reviewed at each balance sheet date and adjusted to reflect best estimates. During the financial year, Contingent Assets/ Liabilities are neither recognised nor disclosed in the financial statements.
- (E) Property, Plant & Equipment:** Property, Plant & Equipments are shown at historical cost less accumulated depreciation. The cost includes any cost attributable of bringing the assets to its working condition for its intended use.
- (F) Depreciation:** Depreciation on Property, Plant & Equipment is provided on the Written Down Value Method over the Useful life of the Assets in accordance with schedule II to the Companies Act 2013. Depreciation for Property, Plant & Equipments purchased/sold during the year is charged on pro-rata basis.
- (G) Taxation:** Income tax comprises current tax and deferred tax.

Current Taxes

Provision for Current tax is recognized in accordance with the provisions of the Income Tax Act, 1961 and is made annually based on the tax liability after taking credit for tax allowances and exemptions.

Deferred Tax

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to timing differences that result between the profits offered for income taxes and the profits as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future. Deferred tax assets are reassessed for the appropriateness of their respective carrying values at each Balance Sheet date.

- (H) Earnings Per Share:** The earnings considered in ascertaining the Company's EPS comprises the net profit after tax and includes the post tax effect of any extraordinary items. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

(I) Foreign Currency Transactions:

i) Initial Recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

ii) Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the

reporting date, Non-monetary items, which are measured in terms of historical cost prevailing in a foreign currency, are reported using the exchange rate at the date of transaction.

iii) Exchange Differences

The exchange difference arising on translation/settlement of foreign currency monetary items are recognized as income or as expenses in the period in which they arise.

(J) Provision for Retirement Benefits:

The provisions of Provident Fund and ESIC are not applicable to the company.

Since none of the employee of the company is covered under the provisions of the Gratuity Act, 1972, hence no provision has been made in respect of the gratuity for the year ended 31st March 2017.

NOTES TO ACCOUNTS

2. Share Capital

Particulars	As at 31.03.2017	As at 31.03.2016
Authorised		
10,00,00,000 Equity Shares of Rs.10 each.	1,00,00,00,000	1,00,00,00,000
Issued, Subscribed and Paid Up		
500,00,000 Equity shares of Rs. 10 each fully paid up.	50,00,00,000	50,00,00,000
	50,00,00,000	50,00,00,000

Reconciliation of Number of Shares at the beginning and at the end of the period:

Number of shares at the beginning of the period	5,00,00,000	5,00,00,000
Add: Shares issued during the period	-	-
Less: Shares bought back during the year	-	-
Number of shares at the end of the period	5,00,00,000	5,00,00,000

Shareholders holding more than 5% of the shares:

Name	% of Shares	Number of Shares held as at 31.03.2017	Number of Shares held as at 31.03.2016
President of India, Government of India	100.00	5,00,00,000	5,00,00,000
		5,00,00,000	5,00,00,000

3. Reserves and Surplus

Particulars	Opening Balance as at 01.04.2016	Additions during the period	Appropriations / Adjustments during the period	Appropriations / Adjustments during the period
Statement of Profit and Loss	10,81,28,484	2,10,52,092	-	12,91,80,577

4. Other Current Liabilities

Particulars	As at 31.03.2017	As at 31.03.2016
Statutory Dues Payable	77,285	1,72,525
Other Liabilities	25,21,174	26,28,075
Stale Cheque Liabilities	-	-
Security Deposit	1,00,000	1,00,000
	26,98,459	29,00,600

5. Short Term Provisions

Particulars	As at 31.03.2017	As at 31.03.2016
Provision for Expenses	6,65,336	7,60,177
Provision for Sharing of ICAR in Licence Fees	12,31,024	17,56,024
	18,96,360	25,16,201

6. Property, Plant & Equipment as on 31/03/2017

Sr. No	Particulars	Useful Life	Gross Carrying Value				Accumulated Depreciation				Net Carrying Value	
			Balance as at 1.04.2016	Addition during the year	Deletion during the year	Value at the end	Value at the beginning	Addition during the year	Deletion during the year	Value at the end	WDV as at March 31, 2016	WDV as at March 31, 2017
	Tangible Assets											
1	Computers & Accessories	3	9,23,169	27,680	-	9,50,849	7,13,976	1,27,315	-	8,41,291	2,09,193	1,09,558
2	Furniture and Fixture	10	44,19,504	-	-	44,19,504	15,16,968	7,52,134	-	22,69,102	29,02,536	21,50,402
3	Office Equipment	5	27,97,618	1,10,201	-	29,07,819	15,34,806	6,07,179	-	21,41,985	12,62,812	7,65,834
4	Electric Installation and Equipment	10	13,97,560	-	-	13,97,560	4,58,747	2,43,026	-	7,01,773	9,38,813	6,95,787
5	Building	30	17,14,880	-	-	17,14,880	2,16,309	1,42,415	-	3,58,724	14,98,571	13,56,156
	TOTAL (A)		1,12,52,731	1,37,881	-	1,13,90,612	44,40,806	18,72,069	-	63,12,875	68,11,925	50,77,737
	Intangible Assets											
6	Software	3	1,11,438	54,400	-	1,65,838	1,11,438	14,109	-	1,25,547	-	40,291
	TOTAL		1,11,438	54,400	-	1,65,838	1,11,438	14,109	-	1,25,547	-	40,291
	GRAND TOTAL(A+B)		1,13,64,169	1,92,281	-	1,15,56,450	45,52,244	18,86,178	-	64,38,422	68,11,925	51,18,028
	Previous Year		1,11,78,065	1,86,104	-	1,13,64,169	17,52,125	28,00,119	-	45,52,244	94,25,941	68,11,925

AGRINNOVATE INDIA LIMITED

NOTES TO FINANCIAL STATEMENTS

7. Trade Receivable

Particulars	As at 31.03.2017	As at 31.03.2016
Secured, Considered good :		
Unsecured, Considered Good :		
More Than Six Month	7,85,400	7,85,400
Others	-	-
	7,85,400	7,85,400

8. Cash and Bank Balances

Particulars	As at 31.03.2017	As at 31.03.2016
Cash & Cash Equivalent		
Balance with Banks	95,29,372	1,40,77,351
Cheque in Hand	-	833
Other Bank Balances		
Fixed Deposit (Short term)	58,00,00,000	55,00,00,000
	58,95,29,372	56,40,78,184

9. Other Current Assets

Particulars	As at 31.03.2017	As at 31.03.2016
Interest Accrued On Fixed Deposit	3,42,01,635	3,78,33,404
Interest Accrued On Sweep Transfers	36,583	4,57,668
Prepaid Expenses	43,996	26,713
Income Tax Credit (Net Of Provisions)	19,51,255	24,74,942
Income tax Refundable (A.Y. 2016-17)	12,41,653	-
TOTAL	3,74,75,122	4,07,92,727

NOTES TO FINANCIAL STATEMENTS

10. Revenue from Operation

Particulars	For the year ended on March 31, 2017	For the year ended on March 31, 2016
License fee	7,50,000	13,00,000
Training programme income	5,94,222	1,54,10,043
	13,44,222	1,67,10,043

11. Other Income

Particulars	For the year ended on March 31, 2017	For the year ended on March 31, 2016
Interest on Fixed Deposit	4,42,26,079	4,85,01,950
Interest on Sweep Account	13,27,482	16,84,066
Consultancy Income	-	13,264
Sale of Tender	3,000	400
Miscellaneous	936	50
Credit Balance W/off	1,211	-
	4,55,58,708	5,01,99,730

12. Employee Benefit Expenses

Particulars	For the year ended on March 31, 2017	For the year ended on March 31, 2016
Salary:		
-To Permanent Employee	28,13,053	25,49,406
-To Contract Employee	13,20,000	25,36,093
-To Employees employed through agency	30,51,749	21,80,715
Training of Staff	1,08,663	3,600
Reimbursement of Mobile expenses	85,402	30,000
Medical Reimbursement	15,358	-
	73,94,225	72,99,814

13. Other Expenses

Particulars	For the year ended on March 31, 2017	For the year ended on March 31, 2016
Other Direct Expenses:		
Cost of License Fees	5,25,000	9,10,000
Training Program Expense	66,630	1,35,79,684
	5,91,630	1,44,89,684
Other Indirect Expenses:		
Administrative Expenses	1,46,534	1,25,651
Printing & stationery	3,36,400	3,17,919
Common Service Charges	6,24,131	8,65,581
Maintenance Expenses(Office) (Prior Period Rs. 639/-)	8,85,248	7,77,512
Repair & Maintenance. (Computer & Printers)	18,375	-
Rent & Allied Charges	1,74,804	1,74,804
Telephone Expenses –Office	41,451	92,547
Travelling Expenses	3,32,414	3,42,030
Exchange Fluctuation	96,049	
Advertisement	-	1,06,787
Seminar Charges Paid to FICCI	-	40,000
Subscription Fee	33,468	22,579
Internal Audit Fees	46,000	51,750
Statutory Audit Fees	48,300	42,400
Secretarial Audit Fee	49,100	84,668
Professional Fee (Prior Period Rs. 12,630/-)	3,80,175	7,09,912
Electricity Charges	5,15,612	5,13,725
Miscellaneous Expenses	1,56,683	3,16,663
Vehicle Expenses	8,60,304	8,16,190
Participation charges as Delegate	83,000	-
	54,19,678	1,98,90,402

14. Finance Expenses

Particulars	For the year ended on March 31, 2017	For the year ended on March 31, 2016
Interest on TDS	565	497
Interest on Service Tax	3,204	60,742
Bank Charges	1,960	365
	5,729	61,604

15. Deferred Tax Assets as at 31st March 2016

(Figures in Rupees)

Particulars	For the year ended on March 31, 2017	For the year ended on March 31, 2016
1. On account of Preliminary Expenses	-	-
2. On account of carried forward loss	-	13,89,066
3. On account of WDV: -		
As per companies Act	51,18,028	68,11,925
As per Income Tax	77,41,729	87,42,473
Excess of income Tax over Companies Act	(26,23,701)	(19,30,548)
Total	26,23,701	33,19,614
Deferred Tax Assets @ 33.063%	8,67,474	10,77,049
Recognized in statement of Profit & Loss	2,09,575	(2,08,509)

16. Foreign Exchange Earnings And Outgo

Particulars	Amount for the Year ended 31/03/2017	Amount for the Year ended 31/03/2016
Earnings in Foreign Exchange: Training programme Income	Rs. 75,509/-	Rs. 1,54,10,043/-
Foreign Outgo: Training programme Expenditure*	Rs. 1,66,041/-	-

17. Related Party Transactions

There is no such transactions with related party which are required to disclose in accordance with Accounting Standard (AS-18) issued by ICAI.

18. Previous year figures have been regrouped, reworked, rearranged and reclassified wherever necessary to render them comparable with current year figures.

19. Earnings per Share

Pursuant to accounting standard - 20, "Earning per share", issued by ICAI, the value of EPS is calculated as below:

Particulars	Amount (Rs.) F.Y. 2016-17	Amount (Rs.) F.Y. 2015-16
BASIC EARNING PER SHARE		
Net profit attributable to Equity Shareholders	2,10,52,092	2,46,70,104
Weighted average number of Equity Share	50000000	50000000
Basics earning per share	0.42	0.49

DILUTED EARNING PER SHARE		
Net profit attributable to Equity Shareholders	2,10,52,092	2,46,70,104
Weighted average number of Equity Share (including potential equity share)	50000000	50000000
Diluted Earnings per share	0.42	0.49

20. Disclosure On Specified Bank Notes (SBNs)

During the year, the Company had specified bank notes or other denomination note as defined in the MCA notification G.S.R. 308(E) dated March 31,2017 on the details of Specified Bank Notes (SBN) held and transacted during the period from November 8,2016 to December 30,2016 , the denomination wise SBN's and other notes as per the notification is given below :

Particulars	SBNs*	Other denomination notes	Total
Closing cash in hand as on November 8,2016	2,000	55	2,055
(+) Withdrawal From Bank Accounts *	-	11,064	11,064
(-) Permitted payments	-	6,119	6,119
(-) Amount deposited in Banks *	2,000	-	2,000
Closing cash in hand as on December 30,2016	-	5,000	5,000

* Deposit and withdrawn was through the mode of exchange amounting to Rs. 2,000

ASSESSMENT YEAR 2017-18

MAT APPLICABILITY:- NOT APPLICABLE TO THE COMPANY

Computation of Book Profit U/s 115JB

Net Profit as per profit loss account	3,21,97,120.00
Add:-	565.00
1 Interest on TDS	3,21,97,685.00
Book Profit U/s 115JB	3,21,97,685.00

20.38885% of Book Profit **65,64,737.70**

PROFIT AS PER INCOME TAX ACT **3,62,16,779.23**

INCOME TAX AS PER INCOME TAX ACT **1,17,50,534.02**

Income tax as per income tax Act is more than 20.38885% of Book Profit, therefore MAT is not applicable to the Company.

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Agrinnovate India Limited,

Report on the Financial Statements

We have audited the accompanying financial statements of **Agrinnovate India Limited** ("the Company") which comprise the Balance Sheet as at 31 March, 2017 and the Statement of Profit and Loss and the 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 and for Internal Financial Controls over Financial Reporting

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

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit and to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

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

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and Guidance notes on Audit of Internal Financial Controls Over Financial Reporting. 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 and whether adequate internal controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

An audit involves performing procedures to obtain audit evidence about the amounts, the disclosures in the financial statements and adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company ; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements and cash flow statement give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2017, and its profits and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure-A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - i. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - ii. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - iii. The Balance Sheet, the Statement of Profit & Loss and the Cash flow Statement dealt with by this report are in agreement with the books of account.
 - iv. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - v. On the basis of written representations received from the directors as on 31 March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2017 from being appointed as a director in terms of Section 164(2) of the Act.
 - vi. In our opinion considering nature of business, size of business and organisational structure of the entity, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st march 2017, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountant of India.
 - vii. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 20 to the financial statements.
3. A report on the matters as per the Directions/Sub-directions issued by the C&AG u/s 143(5) of the Companies Act, 2013 is attached herewith as "**Annexure-B**".

Place : New Delhi
Dated: 08.08.2017

for VSD & Associates
Chartered Accountants
F.R.No.008726N

Sd/-
(Ankit Garg)
M.No.515099
Partner

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

The Annexure referred to in our Independent Auditor’s Report of even date to the members of the Company on the financial statements for the year ended 31 March, 2017, we report that:

- i) 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. No material discrepancies were noticed on such verification.
 - c) The company does not have any immovable property.
- ii) The company has not dealt with any inventory during the year. Therefore, reporting under paragraph 3(ii) of the order is not applicable to the company.
- iii) The Company has not granted interest free unsecured loan to the parties covered in the register maintained under Section 189 of the Companies Act, 2013 (“the Act”) and accordingly, reporting under paragraph 3(iii)(a), 3(iii)(b) & 3(iii)(c) of the order is not applicable to the company.
- iv) During the year the Company has not given any loans, guarantees, and security covered under section 185 and 186 therefore reporting under paragraph 3(iv) of the order is not applicable to the company.
- v) The company has not accepted any deposits during the year. Therefore, reporting under Paragraph 3(v) of the order is not applicable to the company.
- vi) In our opinion and according to the information provided to us, the Central Government has not prescribed for the maintenance of cost records by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 under Section 148(1) (d) of the Companies Act, 2013.
- vii) a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company is regular in depositing undisputed statutory dues including income-tax, service Tax, and any other statutory dues to the appropriate authorities.

According to the information and explanations given to us, no undisputed material amounts payable in respect of Income Tax, Service Tax and other material statutory dues were in arrears as at March 31, 2017 for a period of more than six months from the date they became payable.

 - b) There is no disputed amount payable in case of Income Tax, Service Tax, and other material statutory dues, as applicable.
- viii) As per the records of the company and according to the information & explanations given to us, the company did not owe any amount to any financial institution or bank or debenture holders during the financial year ended 31st March 2017. Accordingly, reporting under Paragraph 3 (viii) of the Order is not applicable to the Company.
- ix) During the year the Company has not raised any funds through Initial/Further Public offer (including debt instruments) or term loans during the year. Therefore, reporting under Paragraph 3(ix) of the order is not applicable to the company.
- x) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit. Therefore, reporting under Paragraph 3(x) of the order is not applicable to the company.

- xi) The section 197 of the companies Act. 2013 is not applicable to Government Companies as per notification no. G.S.R. 463(E) dated 05-06-2015 issued by the Ministry of Corporate Affairs providing certain exemption to Government Companies. Therefore, reporting under Paragraph 3(xi) of the order is not applicable to the company.
- xii) The Company is not a Nidhi Company. Therefore, reporting under Paragraph 3(xii) of the order is not applicable to the company.
- xiii) All transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv) The company has not made private placement or preferential allotment of shares during the year under review.
- xv) According to the information and explanations given to us the company has not entered into any non-cash transactions with directors or persons connected with him.
- xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

Place : New Delhi
Dated: 08.08.2017

for VSD & Associates
Chartered Accountants
F.R.No.008726N

Sd/-
(Ankit Garg)
M.No.515099
Partner

**ANNEXURE-B TO THE INDEPENDENT AUDITOR'S REPORT TO THE
MEMBERS OF AGRINNOVATE INDIA LIMITED FOR THE YEAR ENDED
31ST MARCH, 2017**

**(REFERRED TO IN PARAGRAPH 3 UNDER 'REPORT ON OTHER LEGAL
AND REGULATORY REQUIREMENTS' SECTION OF OUR REPORT OF
EVEN DATE)**

1.	Whether the Company has clear title/lease deeds for the freehold and leasehold respectively? If not please state, the area of freehold and leasehold land for which title/lease deeds are not available?	There is no freehold and leasehold land as on 31.03.2017.
2.	Whether there are any cases of waiver/write-off of debts/loans/interest etc. if yes, the reason there for and amount involved.	There are no such cases
3.	Whether proper records are maintained for inventories lying with the third parties & assets received as gift/grant(s) from the Government or other authorities.	There is no inventory in the company and no assets received from Government or other authorities, hence not applicable.

Based on the above facts, in our opinion and to the best of our information and according to the explanations given to us, no action is required to be taken thereon and there is no impact on the accounts and financial statements of the company.

Place : New Delhi
Dated: 08.08.2017

for VSD & Associates
Chartered Accountants
F.R.No.008726N

Sd/-
(Ankit Garg)
M.No.515099
Partner

COMPLIANCE CERTIFICATE

We have conducted the audit of accounts of **AGRINNOVATE INDIA LIMITED** for the year ended 31, March 2017 in accordance with the directions /sub directions issued by C&AG of India under Section 143(5) of the Companies Act, 2013 and certify that we have complied with all the Directions /sub directions issued to us.

Place : New Delhi

Dated: 08.08.2017

for VSD & Associates

Chartered Accountants

F.R.No.008726N

Sd/-

(Ankit Garg)

M.No.515099

Partner

To,
Principal Director of Commercial Audit
& Ex-officio Member, Audit Board-III,
8th & 9th Floor, Annexe Building,
10, Bahadur Shah Zaffar Marg
New Delhi-110002

Sub.: Report U/s 143 (5) of the Companies Act, 2013 of AGRINNOVATE INDIA LIMITED

Sir,

The report u/s 143 (5) of the Companies Act, 2013 of **Agrinnovate India Limited** for the period ended on 31.03.2017 is placed below

1.	Whether the Company has clear title/lease deeds for the freehold and leasehold respectively? If not please state, the area of freehold and leasehold land for which title/lease deeds are not available?	There is no freehold and leasehold land as on 31.03.2017.
2.	Whether there are any cases of waiver/write-off of debts/loans/interest etc. if yes, the reason there for and amount involved.	There are no such cases.
3.	Whether proper records are maintained for inventories lying with the third parties & assets received as gift/grant(s) from the Government or other authorities.	There is no inventory in the company and no assets received from Government or other authorities, hence not applicable.

Place : New Delhi
Dated: 08.08.2017

for VSD & Associates
Chartered Accountants
F.R.No.008726N

Sd/-
(Ankit Garg)
M.No.515099
Partner

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

For The Financial Year Ended on 31st March 2017

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

To,

The Members,

Agrinnovate India Limited

G-2, A Block, NASC Complex, NASC Complex
New Delhi-110012.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by '**Agrinnovate India Limited**' (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its company secretary, its officers agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion during the audit period covering the financial year ended on 31st March 2017 ('Audit Period') the Company has generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2017 according to the provisions of:

- I. The Companies Act, 2013 (**the Act**) and the Rules made there under;
- II. The Securities Contract (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
(not applicable)
- III. The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
(not applicable)
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and *External Commercial Borrowings*; **(not applicable)**
- V. Other laws applicable to the Company as per the representations made by the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Company is not listed with any stock exchange. Therefore, clauses of listing agreement are not applicable on this company.

I Report That:

During the period under review and as per the explanations and representations made by the management and subject to clarifications given to us, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc., mentioned above subject to the following observations;

Pursuant to section 149 and Rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014, the company has not yet appointed any Independent Director.

I further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.

I further report that as the company is not listed on any stock exchange therefore the securities laws have not been reviewed in this Audit.

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors however Independent Directors were not appointed by the Company till the date of this report.
- The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All the decisions are carried unanimously. The members of the Board have not expressed dissenting views on any of the agenda items.
- Based on the compliance mechanism established by the Company I am of the opinion that the management has:-
- Adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Place : New Delhi
Dated : 17.07-2017

For Arunesh Dubey & Co.
(Company Secretaries)

Sd/-
(Arunesh Kumar Dubey)
M. No F-7721
COP No. 14054

ANNEXURE A

To,
The Members,
Agrinnovate India Limited
G-2, A Block, NASC Complex, NASC Complex
New Delhi-110012

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

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

Place: New Delhi
Date: 17.07.2017

For Arunesh Dubey & Co.
(Company Secretaries)

Sd/-
(Arunesh Kumar Dubey)
Proprietor
M. No F-7721
COP No. 14054

**COMMENT OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA
UNDER SECTION 143 (6) (B) OF THE COMPANIES ACT, 2013 ON THE
FINANCIAL STATEMENTS OF AGRINNOVATE INDIA LIMITED FOR THE
YEAR ENDED 31 MARCH 2017.**

The preparation of financial statements of **Agrinnovate India Limited** for the year ended 31 March 2017 in accordance with the financial reporting framework prescribed under The Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor/ auditors appointed by the comptroller and Auditor General of India under section 139(5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated **8th August 2017**.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit under of the financial statement of **Agrinnovate India Limited** for the Year ended 31 March 2017. under section 143 (6)(a) of the Act

**For and on the behalf of the
Comptroller & Auditor General of India**

Place: New Delhi

Date: 25.09.2017



(L. Siddhartha Singh)
Principal Director of Commercial Audit &
Ex- Officio Member. Audit Board-IV



AGRINNOVATE INDIA LIMITED

G-2, A Block

National Agricultural Science Centre Complex
DPS Marg, New Delhi-110012

Ph.: 011-25842122, Telefax: 011-25842124

E-mail: agrinnovateindia@gmail.com

Website: www.agrinnovate.co.in