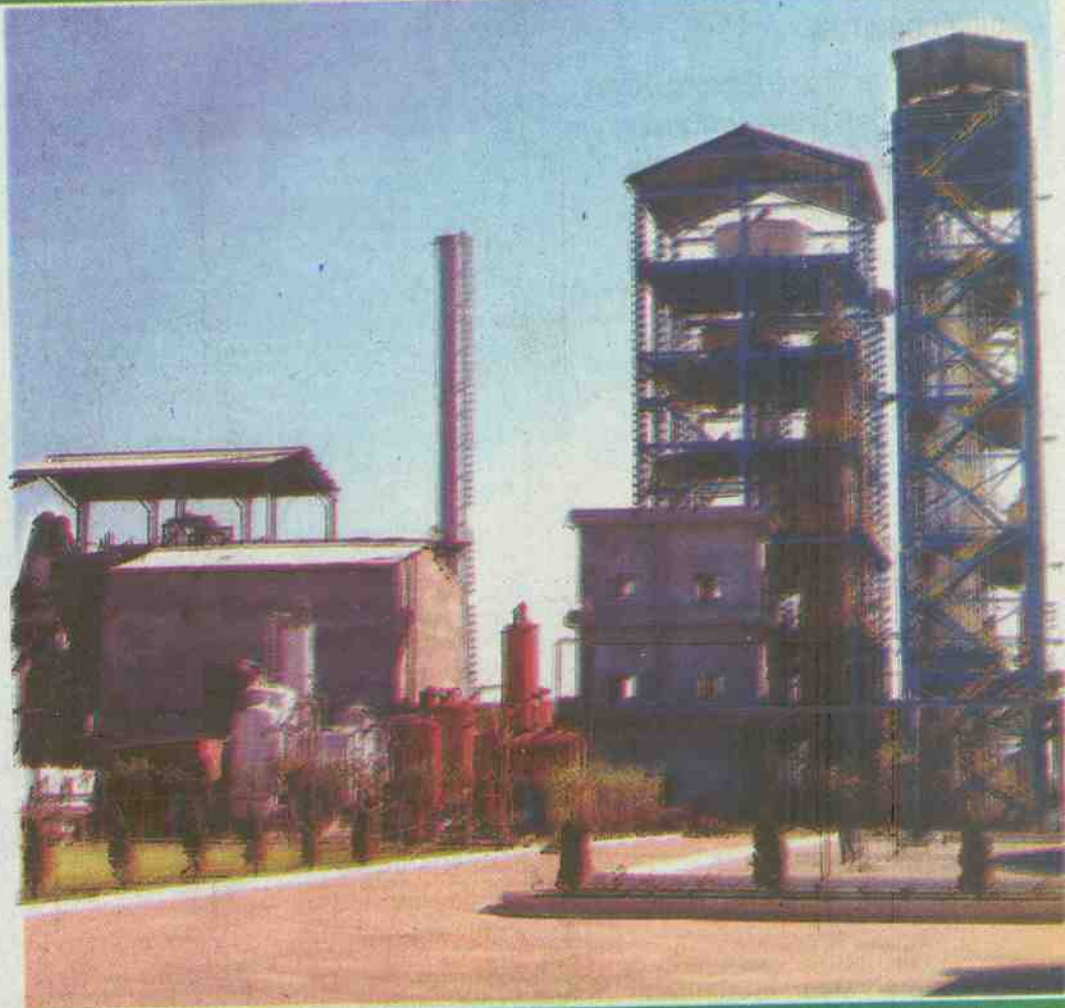


**20<sup>th</sup> Annual Report**  
**2013-2014**



***Piccadily Agro Industries Ltd.***

**BOARD OF DIRECTORS**

Sh. Vinod Dada, Independent Director  
 Sh. Harvinder Chopra, Managing Director  
 Sh. Jai Parkash Kaushik, Wholetime Director  
 Sh. Akhil Dada, Independent Director

**AUDITORS**

M/s Jain & Associates  
 SCO: 819-820, Sector-22-A, Chandigarh.

**AUDIT COMMITTEE**

1. Sh. Harvinder Chopra, Managing Director
2. Sh. Vinod Dada, Independent Director
3. Sh. Akhil Dada, Independent Director

**REGISTERED OFFICE & FACTORIES**

Village Bhadson, Umri-Indri Road,  
 Tehsil Indri, Distt. Karnal, Haryana

**CORPORATE OFFICE**

DLF Building, D Block, 3rd Floor  
 IT Park Chandigarh

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## NOTICE

Notice is hereby given that the Twentieth Annual General Meeting of the members of Piccadilly Agro Industries Limited will be held on Tuesday, 30th September 2014 at 4.00 P.M. at its Registered office, i.e. Village Bhadson, Umri-Indri Road, Tehsil Indri, Distt. Karnal, Haryana to transact the following business:-

**Ordinary Business**

- 1) To receive, consider and adopt :-
  - a. the audited Financial Statement of the company for the financial year ended March 31, 2014, the reports of the Board of Directors and Auditors thereon; and
  - b. The audited consolidated financial statement of the company for the financial year ended March 31, 2014.
- 2) To appoint a Director in place of Sh. Harvinder Chopra (DIN: 00129891), who retires by rotation at this Annual General Meeting and being eligible has offered himself for reappointment.
- 3) To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution  
 "Resolved that M/s Jain & Associates, Chartered Accountants (Registration no 001361N), be and are hereby appointed as Statutory Auditors of the company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the company at such remuneration as shall be fixed by the Board of Directors of the company."

**SPECIAL BUSINESS:**

4. To appoint Sh. Vinod Dada (DIN 00644669) as an Independent Director and in this regard 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, 152 and all other applicable provisions of the Companies Act, 2013 and the companies rules made there under read with Schedule IV to the Companies Act, 2013; (as amended up to date) and clause 49 of the Listing Agreement, Sh. Vinod Dada (DIN 00644669), a non executive Director of the company who retires by rotation at the ensuing Annual General Meeting and in respect of whom the company has received a notice in writing from a member proposing his candidature for the office of independent Director, be and is hereby appointed as an independent Director of the company to hold office for five consecutive years for a term commencing from September 30, 2014 up to September 29, 2019."
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, 152 and the other applicable provisions of the Companies Act, 2013 and the rules made there under read with Schedule IV to the Companies Act, 2013 (as amended up to date) and clause 49 of the Listing Agreement, Sh. Akhil Dada (holding DIN 002321706), a non executive Director of the company who has submitted a declaration that he meets the criteria for independence as provided in section 149 (6) of the Act and who is eligible for appointment, be and is hereby appointed as an independent Director of the company to hold office for five consecutive years for a term commencing from September 30, 2014 up to September 29, 2019."
6. 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 passed by the members of the company at the 11th Annual General meeting of the company held on September 30, 2005 and pursuant to section 180 (1) (c) and any other applicable provisions of Companies Act 2013 (corresponding to section 293(1)(d) of The Companies Act 1956) and the rules made there under 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 referred to as "The Board" which term shall be deemed to include any committee thereof) to borrow any sum or sums of money from time to time, for the purpose of company on such terms & conditions and with or without security as the Board of Directors may in its discretion think fit, notwithstanding that the money or monies to be borrowed together with the monies already borrowed by the company (apart from the temporary loans obtained from the company's Banker in the ordinary course of business) may exceed the aggregate paid up share capital of the company and its free reserves provided however that the total borrowings outstanding at any one time including the monies already borrowed shall not exceed a sum of Rs.350.00 Crores ( Rupees Three hundred & fifty crores only).  
 "RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the board be and is hereby authorised to finalise, settle, and execute such documents /Deeds/writings/papers/agreements as may be required and do all such acts, deeds, matters and things, as it may, in its absolute discretion deem necessary, proper and requisite."
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 passed by the members of the company at the 11th Annual General meeting of the company held on September 30, 2005 and pursuant to section 180 (1) (a) and any other applicable provisions of Companies Act 2013 (corresponding to section 293 (1) (a) of The Companies Act 1956) and the rules made there under 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 referred to as "The Board" which term shall be deemed to include any committee thereof) to create mortgage/ hypothecation and/or charge in addition to the existing mortgages /charges/hypothecation created / to be created by the company in such form and manner and with such ranking and on such terms as the Board may determine on all or any of the movable and / or immovable properties, both present & future or substantially the whole of the undertaking(s) or the undertaking(s) of the company for securing any loan / credit facility obtained or as may be obtained from any lender, financial institution, bankers, central / state Government or person or persons from time to time together with interest, costs, charges, expenses and any other money payable by the company."  
 "RESOLVED FURTHER that for the purpose of giving effect to this resolution, the board be and is hereby authorised to finalise, settle, and execute such documents /Deeds/writings/papers/agreements as may be required and do all such acts, deeds, matters and things, as it may, in its absolute discretion deem necessary, proper and requisite."
8. 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 section 148 and all other applicable provisions of the Companies Act 2013 and the Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the cost Auditors appointed by the Board of Directors of the company to conduct the audit of the cost records of the company for the financial year ending March 31, 2015 be paid the remuneration as set out in the statement annexed to the Notice convening this meeting."  
 "RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By order of the Board of Directors

Sd/-

Bhawana Gupta

Company Secretary &amp; Chief Financial Officer

Place: Gurgaon  
Dated 30/5/2014

## Notes:-

1. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy so appointed need not be a member of the company. The instrument appointing Proxy should however be deposited at the Registered office of the company not less than 48 hours before the time and date fixed for the meeting.**  
**A person can act as a Proxy on behalf of members not exceeding Fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as a proxy and such person shall not act as a Proxy for any other member.**  
 A proxy form is attached to the Annual Report
  2. The company has already notified closure of Register of members and Share Transfer Books from Monday, 22nd September to Tuesday, 30th September 2014 (both days inclusive) for purpose of Annual General Meeting.
  3. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their depository participants with whom they are maintaining demat accounts. Members holding shares in physical form are requested to advise any change of address to the Company/Registrar and Share Transfer Agent.
  4. Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the company a certified copy of the Board resolution authorising their representative to attend and vote on their behalf at the meeting.
  5. Members are requested to bring their attendance slip along with their copy of Annual report to the meeting.
  6. **Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communications including Annual Report, Notices, Circulars etc from the company electronically.**
  7. Members desiring of any information as regards to accounts are requested to write to the company at an early date so as to enable the management to keep the information ready.
  8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository participants with whom they are maintaining their Demat Accounts. Members holding their shares in physical form can submit details to the company /Registrars and Transfer Agents Abhipra Capital Ltd., Ground Floor, Abhipra Complex, Dilkhush Industrial Area, A-387, GT Karnal Road, Azadpur, Delhi-110033
  9. Members holding shares in physical form are requested to consider converting their holdings to dematerialised form to eliminate all risks associated with physical shares and for ease of portfolio management.
  10. **E-voting**  
 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 its members facility to exercise their right to vote at the 20th Annual General Meeting (AGM) on the items mentioned in the notice by electronic means through e-voting Services provided by National Securities Depository Ltd (NSDL). The e-voting shall be open from September 23, 2014 (10.00 A.M.) to September 25, 2014 (5.00 P.M.) (both days inclusive) Mr. Kanwaljeet Singh, a practising Company Secretary has been appointed as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.  
 The detailed procedure and instructions for e-voting is as follows :-
- A. In case a Member receives an email from NSDL (For Members whose e-mail addresses are registered with the company / depositories).
    - i. Open the e-mail & also open PDF file namely "PAIL e-voting pdf" with your client ID or folio no. as password. The said PDF file contains your user ID and password for evoting. Please note that the password is an initial password.
    - ii. Open the internet browser and type the following URL: <http://www.evoting.nsdl.com>
    - iii. Click on Shareholder-Login
    - iv. If you are already registered with NSDL for e-voting then you can use your existing user ID and password.
    - v. If you are logging for the first time, please enter your user ID and password provided in the PDF file attached with the e-mail as initial password.
    - vi. The pass word change menu will appear on your screen. Change to a new password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of both. Please take utmost care to keep your password confidential.
    - vii. Once the e-voting home page opens, click on e-voting > active voting cycles.
    - viii. Select "EVEN" (E-Voting Event number) of Piccadilly Agro Industries Limited. Now you are ready for e-voting as cast vote page opens.
    - ix. Cast your vote by selecting appropriate option and Click on "submit" and also confirm when prompted.
    - x. Upon confirmation of message, the message "Vote Caste Successful" will be displayed.
    - xi. Once your vote on the resolution is cast. The member shall not be allowed to change it subsequently.
    - xii. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board resolution/Authority letter etc. together with attested specimen signatures of the duly authorised signatory(ies) who are authorised to vote, to the scrutinizer through e-mail to [piccadilygroup34@rediffmail.com](mailto:piccadilygroup34@rediffmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com)
    - xiii. In case of any queries, you may refer the Frequently Asked Questions (FAQ's)- Shareholders, and e-voting user manual-shareholders, available at downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - B. In case of member receives physical copy of the notice of AGM (For whose email addresses are not registered with the Company/Depositories)
    - i. Initial password (E-voting Event Number) user ID and password.
    - ii. Please follow all steps from SI No. (ii) to SI No. (x iii) above to caste vote.
  - C. Other Instructions:
    - i. The e-voting period commences on September 23, 2014 (10.00 A.M.) to September 25, 2014 (5.00 P.M.) (both days inclusive). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on 08/08/2014 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently.
    - ii. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on 08/08/2014.
    - iii. Mr. Kanwaljeet Singh, a practising Company Secretary (CP no.5870), SGO no 64-65 (1st Floor) Sector 17 A, Chandigarh has been appointed as the Scrutinizer to scrutinize the e-voting process (including the Ballot form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.

- iv. The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the e-voting period, unblock the votes in the presence of at least 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.
- v. Members who do not have access to e- voting facility may send duly completed Ballot Form (enclosed with the Annual Report) so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mr.Kanwal jeet Singh, a practising Company Secretary (CP No.5870 ), at the registered office of the Company not later than September 26, 2014  
Members have the option to request for physical copy of the Ballot Form by sending an e-mail to piccadilygroup34@rediffmail.com by mentioning their Folio/DP ID and Client ID No. However, the duly completed Ballot Form should reach the Registered Office of the Company not later than 26th September 2014  
Ballot Form received after this date will be treated as invalid.  
A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e- voting shall prevail and Ballot shall be treated as invalid.
- vi. The results declared along with the Scrutinizer's Report shall be placed on the Company's website picagro.com and on the website of NSDL WWW.EVOTING.NSDL.COM Within Two Days of the passing of the resolutions at the twentieth AGM of the Company on or before 2/10/2014 and will be communicated to the BSE Limited, where the shares of the Company are listed.  
By order of the Board of Directors

Place: Gurgaon  
Dated 30/5/2014

Sd/-  
Bhawana Gupta  
Company Secretary & Chief Financial Officer

#### EXPLANATORY STATEMENT

Explanatory Statement for resolutions mentioned under item nos 2 to 8 pursuant to section 102 of the Companies Act 2013 (hereinafter referred to as the "Act")

##### Item no 2.

The Board of Directors of the company at its meeting held on 29/05/2013 has appointed Sh. Harvinder Chopra as Managing Director of the company for a period of three years w.e.f 2/8/2013 and subsequently approved by the members of the company in their 19th Annual General Meeting held on 30th September 2013. Sh. Harvinder Chopra, earlier was also working as Managing Director. He is a qualified Chartered Accountant and is having experience of 29 years in Finance, Accounts, Project implementation, administration etc. Sh. Harvinder Chopra has been associated with the company for the last 20 years right from the conception, designing, construction, commissioning, expansion & successful running of Distillery & Sugar Mill.

None of Director except Sh. Harvinder Chopra is interested in the resolution.

##### Item no. 4 & 5:

Sh. Vinod Dada & Sh. Akhil Dada were acting as independent Directors of company in pursuant to the provisions of clause 49 of the listing agreement entered with BSE LIMITED (BSE).

Pursuant to the provisions of section 149 of 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, who are not liable to retire by rotation.

The Nominations Committee has recommended the appointment of these Directors as independent Directors from 30th September 2014 to 29th September 2019.

Sh. Vinod Dada & Sh. Akhil Dada have given a declaration to the Board that they meet the criteria of independence as provided under section 149 (6) of the Act. In the opinion of Board each Director fulfil the conditions specified in the Act and the rules framed there under for appointment as independent Directors and they are independent of the management.

In compliance with the provisions of section 149 read with schedule IV of the Act, the appointment of these Directors is now being placed before the members for their approval.

A brief profile of the independent Directors to be appointed is given below:

**Sh. Vinod Dada** - is a graduate in Arts and having a rich experience of 41 years in Manufacturing and Trading business including CI pipes , Nuts & Bolts, Manufacturing and trading in Medicines and Automobile dealerships , he is also a part of Management of S.D Institutions (Non Profit Organisation) as his social commitment towards the society. He is currently running business of Automobile dealerships of JCB India Ltd and Volvo Eicher Commercial vehicles in Dada Earthmovers and Dada CV respectively as Proprietor.

**Sh. Akhil Dada** - is a Graduate in Commerce from Punjab University and Post Graduate in Business Administration (MBA) from VTU Belgaum. Having more than 13 years of experience in managing different business including Automobile dealerships of various brands at the post of Vice president and CEO. Currently working as CEO in Dada Earthmovers and Dada CV (Automobile dealerships for JCB India Ltd and Volvo Eicher Commercial Vehicles)

**Item No.6**

The Members of the company at their 11th Annual General Meeting held on September 30, 2005 approved the Ordinary Resolution under Section 293(1) (d) of the Companies Act, 1956 authorising the Board of Directors of the Company to borrow up to Rs. 250 Crores (Rupees two Hundred and Fifty Crores)

For the purpose of the additional fund requirements for the existing business operations and future growth plans of the Company, it is proposed to increase the borrowing limits of the Board of Directors of the Company to Rs. 350 Crores (Rupees three Hundred and Fifty Crores)

Section 180(1)(c) of the Companies Act, 2013 effective from September 12, 2013 provides that the Board of Directors shall not borrow money in excess of the Company's paid up share capital and free reserves, apart from temporary loans obtained from the company's bankers in the ordinary course of the business, except with the consent of the Company accorded by way of a Special Resolution.

Accordingly consent of the 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. 6 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. 6 for approval of the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 6 of the Notice.

**Item No 7**

In the Annual General Meeting of the Company held on September 30, 2005, Members of the Company had by way of an Ordinary Resolution passed, accorded their consent to the Board of Director's under Section 293(1)(a) of the Companies Act, 1956 to create mortgage and/or charge on all or any of the movable and/or immovable properties, both present and future or substantially the whole of the undertaking(s) of the Company for securing any loan obtained or as may be obtained from any financial institution or person or persons together with interest, costs, charges, expenses and any other money payable by the Company.

Consequent notification of Section 180(1)(a) of the Companies Act, 2013 consent of the Company is required by way of Special Resolution to create mortgage and/or charge on the movable/immovable properties of the Company by way of Special Resolution is sought to authorise the Board of Directors to create mortgages/hypothecation and/or charge (in addition to the existing mortgages/charges/hypothecation created by the Company) on all or any of the movable and/or immovable properties, both present and future or substantially the whole of the undertaking(s) or the undertaking(s) of the Company as set out in Item No. 7 of the Notice.

The Board recommends the Special Resolution as set out in Item No. 7 of the Notice for approval of the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 7 of the Notice.

**Item No 8**

The board on the recommendation of the Audit Committee has approved the appointment and remuneration of M/s Sanjeev K. Bansal & Associates, Cost Accountants, to conduct the audit of the cost records of Sugar unit & Distillery unit at a remuneration of Rs. 36000/- per annum for both units for the financial year ending 31st March 2015.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014 the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the company.

Accordingly, consent of the members is sought for passing an ordinary resolution as set out in the item no 8 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March 2015.

The Board recommends the Ordinary Resolution as set out in Item No. 8 of the Notice for approval of the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 8 of the Notice.

**DIRECTOR'S REPORT**

Dear Share Holders,

Your Directors have the pleasure in presenting their 20th Annual Report together with Audited Accounts of the Company for the year ended 31st March 2014.

**FINANCIAL RESULTS:**

Particulars	(Rs. In lacs)	
	31st March '14	31st March '13
Total Income	38123.42	33171.16
(Increase)/ decrease of Stock in trade	(493.25)	(1325.44)
Profit before Interest & Depreciation	5154.10	4839.07
Less : Interest	834.88	974.35
Depreciation	973.82	813.73
Profit before Tax	3345.40	3050.99
Provision for Tax/Deferred Tax	1217.47	969.43
Net Profit	2127.93	2081.56

**Review of the operations****I) Sugar Mill**

Sugar Mill commenced crushing operations for the season 2013-14 on 06/12/2013 and closed on 15/04/2014. The comparative operational results over the last two seasons are as follows:

Particulars	Season 2013-14	Season 2012-13
Duration (Days)	131	136
Sugarcane Crushed (Quintals)	3988799.03	4142682.19
Recovery (%)	9.81	10.16
Sugar produced (in quintals)	392450	421820

During the season, the mill operated for 131 days and crushed 39.88 Lac Quintals of sugar cane. The Sugar Mill has produced 392450 quintals of Sugar at an average recovery of 9.81%. The mill also produced 186130 quintals of molasses at an average recovery of 4.66%. The Sugar unit of the company has achieved turnover (net of excise) & other income of Rs 14737.23 lacs. till 31st March 2014.

**II) Distillery**

The Distillery has produced 84,55,557 cases & sold 84,31,040 cases of country liquor. The brands of the distillery i.e. Malta, Sofia, Ginn and Marshal, of 50 Degree proof continue to be well accepted by the people and have become popular brands in the State of Haryana. The company has also produced 6599.75 quintals of CO2 gas. The distillery division has achieved a turnover & other income of Rs 22868.50 lacs. till 31st March 2014.

**III) Malt Plant & Maturation Hall**

The 10 Kilo Litres Per Day Malt Plant to produce Malt Spirit made from Barley is running perfectly. The quality of Malt Spirit produced thereat is of very high standards. The unit has produced 16,31,474 bulk litres of Malt Spirit till 31/3/2014. Out of the total Malt spirit, 15,68,400 bulk litres has been filled & stored in 7842 barrels, 3,46,600 liters Malt Spirit filled & stored in 1733 barrels is more than one year old.

**Dividend**

Your Directors have not recommended any dividend on the equity shares for the financial year ended March 31, 2014, to conserve the cash resources for modernization & upgradation of sugar mill, to achieve Zero Liquid discharge in distillery & to set up independent feeder for transfer of power, and installation of steam saving system.

**Directors**

Sh. Harvinder Chopra, Director of the Company retire by rotation and is eligible for the reappointment.

The company has pursuant to the provisions of section 149 (4) of the Companies Act 2013, 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. In accordance with the provisions of section 149 of the Act, Sh. Vinod Dada & Sh. Akhil Dada are being appointed as independent Directors to hold office as per their tenure of appointment mentioned in the notice of the forthcoming Annual General meeting of the Company.

**Auditors & Audit report**

M/s. Jain & Associates, Chartered Accountants Chandigarh, the Statutory Auditors of the Company, retiring at the conclusion of this Annual General Meeting and being eligible for re-appointment. Pursuant to the provisions of section 139 of the Companies Act 2013 and rules framed there under, it is proposed to appoint M/s. Jain & Associates, Chartered Accountants Chandigarh as Statutory Auditors of the Company from the conclusion of this Annual General meeting till the conclusion of next Annual General Meeting. The company has received letter from M/s. Jain & Associates, Chartered Accountants to the effect that their appointment, if made would be within the prescribed limits under section 141(3) (g) of the Companies Act 2013 and they are not disqualified for reappointment.

The Notes on Financial statements referred to in the Auditors report are self explanatory and do not call any further comments.

**Cost Auditors**

The Central Government has approved the appointment of Sh. Sanjeev .K. Bansal, Cost Accountant for the financial year 2013-2014 to cost audit for its Sugar & Distillery unit.

**Corporate Governance**

Pursuant to clause 49 of the listing Agreement with BSE Ltd (BSE), Management discussion and Analysis, Corporate Governance Report and Auditors certificate regarding compliance of conditions of corporate governance are made part of the Annual Report.

**Consolidated Financial Statement**

In accordance with the Accounting Standard AS -21 on consolidated Financial Statements read with AS-23 on accounting for investments in associates, the Audited consolidated financial statement is provided in the Annual report.

**Subsidiary**

Detail of subsidiary company and their business operation during the year under review are covered in the Management's Discussion and Analysis Report.

In accordance with the General Circular issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, statement of Profit & Loss and other documents of the subsidiary company are not being attached with the balance sheet of the Company.

However financial information of the subsidiary companies is disclosed in the Annual report in compliance with the said circular. The company will provide, a copy of separate Annual accounts in respect of subsidiary to any shareholder of the company who ask for it and the said annual accounts will also be kept open for inspection at the registered office of the company and that of the respective subsidiary companies.

**Particulars of Employees**

In terms of the provisions of section 217 (2A) of the Companies Act 1956, read with the Companies (Particulars of Employees) Rules, 1975 as amended, the names and other particulars of the employees are set out in the annexure to Directors Report. Having regard to the provisions of Section 219(1)(b) (iv) of the said Act the Annual report excluding the aforesaid information is being sent to all the members of the company and others entitled thereto. Any member interested in obtaining such particulars may write to the Company Secretary at the corporate office of the company.

**Conservation of Energy, Technology Absorption and Foreign Exchange earnings and outgo:**

As required under Section 217(1)(e) of the Companies Act 1956 read with Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988, the information relating to the conservation of the energy, technology absorption and foreign exchange earnings and outgo, is annexed and forms part of the report.

**Director's Responsibility Statement**

Pursuant to the provisions of Section 217(2AA) of Companies Act 1956, the Directors give hereunder the Directors Responsibility Statement, it is hereby confirmed that:

1. In the preparation of the annual accounts for the year ended March 31, 2014, the applicable accounting standards read with requirements set out under schedule VI to the Companies Act 1956 have been followed and there are no material departures from the same.
2. The Directors have selected such accounting policies and applied them consistently and made judgment and estimates that are reasonable & prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year 31st March 2014 and the Profit & Loss of the Company for the said period.
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities, and
4. The Directors have prepared the Annual Accounts on a going concern basis.

For Piccadilly Agro Industries Limited

Place : Gurgaon  
Date : 30/05/2014

Sd/-  
(Harvinder Chopra)  
Managing Director

Sd/-  
(Akhil Dada)  
Director

DIN No : 00129891

DIN No : 02321706



**Annexure to the Directors Report for the year 2013-2014**

Information as per section 217(1) (e) read with Companies (Disclosure of particulars in the report of Board of Director's) Rules 1988 and forming part of the Directors Report for the year ended 31st March 2014

**CONSERVATION OF ENERGY**

- A. As regard energy conservation your company is giving prime consideration for energy saving since beginning with the result, steam consumption and power consumption has been reduced considerably. The measures taken for this energy saving are as under :-
- The dampers of F.D, I.D. Fans of all boilers are under automation reducing the electric power considerably. Mill has also been taken fully in automation reducing the load on D.C. drive.
  - To reduce the steam consumption in boiling house, the boiling house system of juice boiling and pan boiling has been modified on latest technology.
  - The data achieved with regards to conservation of energy is furnished below:-  
The sugar unit of the company commenced the crushing w.e.f 06/12/2013 and distillery unit remained operational through out the financial year, all the necessary steps have been taken by the company to conserve the energy at all the levels by optimum utilization.

**A. Power & Fuel Consumption**

1	ELECTRICITY	2013-2014	2012-2013
A	Purchased		
	Unit	KWH	KWH
	Total Units	463375	314750
	Total Amount(Rs.)	3336300	3138854
	Rate per unit(Rs.)	7.20	6.23
B.	OWN GENERATION		
	i) Through Diesel Generator		
	Unit	KWH	KWH
	Total Unit	471249	937953
	Units per Liter of Diesel Oil	4.80	4.80
	Cost Per Unit (Rs.)	11.19	8.85
	ii) Through stream Turbine/Generator		
	Unit	KWH	KWH
	Total Units	10556128	10489360
	Units per Ton of fuel(Bagasse)	Steam produced by	Steam produced by
	Costs per Units (Rs.)	use of own bagasse	use of own bagasse
2.	Through stream Turbine/Generator		
	Unit	KWH	KWH
	Others (Rice Husk)		
	Total Units	7443899	10049592
	Unit per Ton of fuel(Rice husk)	350	300
	Cost per Unit(Rs.)	11.78	12.57
3.	Coal/Fumace Oil	N.A	N.A
4.	Consumption of Per Unit of Production		
	Sugar (in lac Qtls)	3.96	3.61
	Other (no of cases in lacs)	84.55	83.32
	Electricity (Units) Sugar	27.23	29.05
	Electricity (Units) (cases)	0.96	1.21

**B. Technology Absorption****i) Research and Development**

No research and development work has been carried out by the company therefore; there is no expenditure under this head.

**ii) Technology Adaptation & Innovation**

The company is using well-proved indigenous technology.

**C. FOREIGN EXCHANGE EARNING AND OUTGO**

Foreign Exchange Earning:

Nil

Foreign Exchange Outgo:

Rs. 75.84 Lacs

The Distillery unit has imported Barrels for its maturation Hall as well as consultancy from M/s SGS North America Inc. & Kelvin Corporation

For Piccadily Agro Industries Limited

Place : Gurgaon  
Date : 30/05/2014

Sd/-  
(Harvinder Chopra)  
Managing Director

Sd/-  
(Akhil Dada)  
Director

DIN No : 00129891

DIN No : 02321706

## Management Discussion and Analysis Report

Currently there are approximately 65 different types of industries in India. Sugar industry is the largest agro-based industry which produces sugar for the direct consumption of households and bulk customers and also produces important by-products like molasses, bagasse, ethanol, press mud etc. The industry employs millions of people in the country, and support the families of 5.5 million farmers spread across seven main sugar producing states in the Country.

Cane crushing for the current season 2013-2014 is almost over, barring few sugar mills in Tamilnadu, which are still open. The Sugar production in the current season is expected to be at 238 lakh tons, which is 5.3% lower than last year, but with a carry forward sugar stock of 93 lakh tons from the last sugar season, the balance in the country is still high. The cane farmers have toiled hard to ensure that the country gets surplus sugar production for the fourth year in a row (Source ISMA).

But the surplus sugar production is hardly good news for the sugar mills. The financial crisis of the sugar mills compounded when it failed to recover the cost of producing sugar, due to unremunerative prices of sugar in the domestic retail market. The average sugar prices during 2013-14 sugar season have prevailed below the cost of production.

The revenue sharing formula as suggested by the expert committee under Dr C. Rangarajan, which is prevalent in all major sugar producing countries including Brazil, Thailand, Australia, Kenya, Tanzania etc, between farmers & sugar mill should be implemented from the next crushing season of 2014-15.

### Modernisation, Upgradation & Diversification

#### i) **INDIAN MADE FOREIGN LIQUOR (I.M.F.L.)**

The Company has entered into the field of production and sale of I.M.F.L. The recent brand launched is "Blue Heaven Whisky" and production of white rum, black rum and Vodka are in pipeline.

#### ii) **INDEPENDENT FEEDER'**

Independent Feeder for Export, Wheeling and Banking of Power from Sugar unit to Haryana Utilities is under installation. The work of construction of Independent Feeder has already been allotted and this work is likely to be completed by the end of October, 2014 and the agreement for banking and wheeling of power with UHBVN and HBPN is in process. We have excess generation capacity of about 1.5 MW and this electricity will be sold and banked through this Independent Feeder after entering into an agreement with Uttar Haryana Bijlee Vitran Nigam (UHBVN) and Haryana Bijlee Parsaran Nigam (HBPN). The Company is also installing Steam Saving Devices.

#### iii) **STEAM SAVING DEVICES:**

The Company is going to install Steam Saving Devices and modification in our Boiler Scheme. With this system the raw juice will be heated with the help of the condensate of the boiler and this will result in saving of about 3% of Bagasse. The agreement for the execution of the work has already been allotted.

### Distillery

The Excise & Taxation Department of Haryana in its Excise Policy for the year 2014-2015 has fixed the sale price of country Liquor (Ex Distillery issue price) Rs.241/-for quarts, Rs.262/- for Pints and Rs. 300/- for Nips per case.

### Out Look / Projection:

The company's projection on crushing of Sugarcane for the current year 2014-2015 is 45 lac quintals and Production /Sale of 90.00 Lac cases of Country Liquor.

### Risk and Concern

The steep escalation in the prices of sugarcane & raw materials will adversely affect profitability of sugar mill & other products of the company.

Another issue that is bearing heavily on the industry is the issue of sugar imports. The 15% sugar import duty is facilitating the entry of sugar from other sugar producing nations into the country, which is depressing the local prices.

Competition from the other distilleries in the state of Haryana may affect the sale of Country Liquor.

### Internal Control System & their Adequacy

The auditors have felt that the company has a reasonable system of authorization at proper levels with necessary controls on the purchase of sugar cane, issue of materials and components & other related system of Internal control is commensurate with the size of the company. They also felt that the company has a reasonable system of recording receipts of raw materials and components and the company is recording the sales and purchase through the software. The Software engineers regularly check software programme.

### Material Development in HRD/IR

The company has appointed regular staff, technical staff, cane staff along with contractual & seasonal staff for the efficient working units of the company.

## CORPORATE GOVERNANCE REPORT

In compliance with the Corporate Governance requirements as stipulated in clause 49 of the Listing Agreement with the Stock Exchange, the company has been incorporating for the past few years, a separate section on Corporate Governance in its Annual report. The shareholders and investors would have found the information informative and useful.

Company's policies on the Corporate Governance and due compliance report on specific areas where ever applicable for the financial year ended 31st March 2014 are given here under divided into following areas:

### 1. Company's philosophy on Corporate Governance

The company adheres to good corporate practices and is constantly striving to better them and adopt the best practices. It is believed that adherence to business ethics and commitment corporate social responsibility would help the company achieve its goal of maximizing value of its stakeholders.

### 2. Board of Directors

The Board consists of four Directors. The Directors on our board are highly qualified and experienced individuals who are active participants in the decision-making process and provide guidance and objective judgment to the company. The names of the directors are following: -

	<u>Name of Directors</u>	<u>Nature</u>
1	Sh. Vinod Dada	Independent Director
2	Sh. Akhil Dada	Independent Director
3	Sh. Harvinder Chopra	Professional Director
4	Sh. Jai Parkash Kaushik	Professional Director

Attendance of each director at the Board meeting, last Annual General Meeting and number of other directorship of each Director in various companies.

<u>Name of Directors</u>	<u>Attendance Particulars</u>		<u>No. of other Directorship</u>	<u>Member of Committee</u>
	<u>Board Meeting</u>	<u>Last AGM</u>		
Sh. Vinod Dada	6	Yes	2	3
Sh. Akhil Dada	6	No	-	2
Sh. Harvinder Chopra	6	Yes	8	2
Sh. Jai Parkash Kaushik	6	No	-	1

During the financial year 2013-14, six Board meetings were held on 29th May 2013, 14th August 2013, 24th October 2013, 14th November 2013, 14th February 2014, and 31st March 2014

### 3. Audit Committee

The Board of the company has constituted an Audit Committee of Three Directors, Sh. Harvinder Chopra, Sh. Vinod Dada & Sh. Akhil Dada. The constitution of Audit Committee meets with the requirements of Section 292 A of the Companies Act, 1956.

#### Terms of Reference

The terms of reference stipulated by the Board to the Audit Committee are following

- ▶ The members of the Audit Committee shall elect the Chairman from amongst themselves.
- ▶ The Annual report of the company shall disclose the composition of the Audit Committee.
- ▶ Every Audit Committee shall act in accordance with terms of reference to be specified in writing by the Board.
- ▶ The Audit Committee should have discussions with the auditors periodically about internal control systems, the scope of Audit including the observations of the Auditors and review the half yearly and annual financial statement before submission to the Board and also ensure compliance of internal control systems.
- ▶ The Audit Committee should have authority to investigate into any matter in relation to the items specified in section 292 A of the Companies Act 1956 or referred to it by the Board and for this purpose, shall have full access to the information contained in the records of the company and external professional advice, if necessary.
- ▶ To seek information from any employee.
- ▶ To investigate any activity within its terms of reference.
- ▶ To obtain outside legal or professional advice.
- ▶ To secure attendance of outsiders with relevant expertise, if it considers necessary.
- ▶ Discussion with the internal auditors any significant findings and follow up thereon.

- ▶ The Chairman of the Audit Committee shall attend the Annual General Meeting of the company to provide any clarification on matters relating to audit sought by the members of the company.
- ▶ To recommend appointment of Statutory Auditors, Internal auditors & Cost Auditors.
- ▶ To Review Compliances as regards the Company's whistle blower policy.
- ▶ To Review Changing in Accounting policies, and Accounting Standards.
- ▶ During the year the Audit Committee meetings were held on 27/5/2013, 13/08/2013, 13/11/2013 & 12/02/2014

4. **(A) General Body Meeting**

Location and time for last 3 Annual General Meetings:

Year	Meeting	Location	Date	Time
2011	AGM	Piccadily Agro Industries Limited Village Bhadson, Umri-Indri Road, Tehsil Indri, Distt Kamal, Haryana	Friday 30/9/2011	4.00 P.M.
2012	AGM	Piccadily Agro Industries Limited Village Bhadson, Umri-Indri Road, Tehsil Indri, Distt Kamal, Haryana	Saturday 29/9/2012	4.00 P.M.
2013	AGM	Piccadily Agro Industries Limited Village Bhadson, Umri-Indri Road, Tehsil Indri, Distt Kamal, Haryana	Monday 30/9/2013	4.00 P.M.

During the year no postal ballots were invited under any provisions of the Companies Act, 1956

**(B) Book Closure Date:-**

Monday, 22nd September to Tuesday, 30th September, 2014 for the purpose of Annual General Meeting

**(C) Means of Communication:-**

The quarterly results are published in the Business Standard (English & Hindi)

5. **Listing of Stock Exchange & Stock Code**

The shares of the company continue to be listed on BSE Limited. (BSE) & Stock code of the company is 530305

Note: Company has already made the payment of Annual listing Fees for the year 2014-2015

6. **Stock Market Data**

The details of monthly highest and lowest closing quotations of the equity shares of the company and number of shares traded during the each calendar month at BSE Limited during the year ended 31st March 2014 as are under:

Month	High (Rs.)	Low (Rs)	Total no shares traded
April 2013	24	18.5	26593
May 2013	25	20	55896
June 2013	23.95	20	23095
July 2013	23.35	17	32742
August 2013	23.9	16	85297
September 2013	28	20.1	126812
October 2013	26.75	22.1	70957
November 2013	26	22	39228
December 2013	26	22	46014
January 2014	27.9	20.15	76587
February 2014	37.5	20	292285
March 2014	47.5	29.25	604110

7. **Share Transfer System**

Shares after transfer are dispatched within the time subject to the documents being valid and complete in all respect through share transfer committee. During the year 11 Share Transfer Committee Meeting were held.

8 Distribution of Shareholding as at 31st March 2014					
Shares holding of nominal value of Rs.10/- each	Share holders		Number of shares	Amount (in Rs)	Total (in %)
	Number	(in %)			
Upto 2500	4484	42.61	756721	7567210	3.21
2501-5000	3930	37.35	1359402	13594020	5.76
5001-10000	1308	12.43	957312	9573120	4.06
10001-20000	438	4.16	617014	6170140	2.62
20001-30000	126	1.20	320956	3209560	1.36
30001-40000	49	0.47	174695	1746950	0.74
40001-50000	48	0.46	224262	2242620	0.95
50001-100000	68	0.65	503740	5037400	2.14
100001 & above	70	0.67	18670718	186707180	79.16
<b>Total</b>	<b>10521</b>	<b>100</b>	<b>23584820</b>	<b>235848200</b>	<b>100</b>

9 Share Holding Pattern at 31st March 2014		
	Number of Equity Shares	Percentage
Promoters	16722518	70.90
Bodies Corporate	843730	3.58
Individuals	5595747	23.72
NRI	218255	0.93
Clearing Members	69706	0.30
HUF	134864	0.57
<b>Total</b>	<b>23584820</b>	<b>100</b>

10. Outstanding GDRs/ ADRs warrants or convertible instruments, conversion data and likely impact on equity. N. A.

11. Demat of Shares as on 31/03/2014

The detail of demat of shares is as under:

	Number of equity Shares	Percentage
NSDL:	14398390	61.05
CDSL:	6696760	28.39
PHYSICAL:	2489670	10.56
<b>TOTAL :</b>	<b>23584820</b>	<b>100.00</b>

Company has already made the Annual Payment Fees of both NSDL & CDSL

12. **DISCLOSURES**

a) Disclosure on materially significant related party transaction i.e. transactions of the company of material nature, with its promoters directors or the management their subsidiaries or relatives etc., that may have potential conflict with the interest of the company at large.

There are no transactions with any of the related Parties which were in conflict with the interests of the company.

b) Details of non-compliance by the company, penalties and stricture imposed on the company by Stock Exchange or SEBI or any statutory Authority, on any matter related to capital markets, during the last three years.

No penalties, strictures were imposed on the company by Stock Exchange or SEBI or any Statutory Authority, on any matter related to capital markets, during the last three years.

13. **WEBSITE:** The company's website [www.picagro.com](http://www.picagro.com) which contains all the necessary information as required by clause 54 of the Listing Agreement with The BSE Limited (BSE).

14. **Registrar for Demat & Transfer of Shares**

Abhipra Capital Ltd.,  
Ground Floor, Abhipra Complex, Dilkhush Industrial Area,  
A-387, GT Kamal Road, Azadpur, Delhi-110033

15. **Address for Correspondence**

Piccadily Agro Industries Limited  
Village Bhadson, Umri Indri Road, Tehsil Indri,  
Distt. Kamal, Haryana

16. **Plant Location**

Piccadily Agro Industries Limited  
Village Bhadson, Umri Indri Road, Tehsil Indri,  
Distt. Kamal, Haryana

17. **Annual General Meeting Date, Time & Venue**

Date : 30th September 2014 (Tuesday)  
Time : 4.00 P.M.  
Venue : Village Bhadson, Umri- Indri Road, Tehsil-Indri,  
District Kamal, Haryana

**18. Certificate on Compliance of Code of Conduct**

I hereby confirm that all Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the Directors and Senior Management Personnel as approved by the Board, for the Financial Year ended 31st March, 2014 in terms of clause 49(1D)(ii) of the Listing Agreement entered with the Stock Exchanges.

Date :30/05/2014

Place :Gurgaon

Sd/-  
(Harvinder Chopra)  
Managing Director  
DIN NO : 00129891

**19. CEO/ CFO Certification under clause 49 (V) of Listing Agreement**

To,

The Board of Directors  
Piccadily Agro Industries Limited,  
Umri-Indri Road, Tehsil Indri,  
Distt.Karnal, Haryana.

Sirs,

1. We have reviewed financial statements and the cash flow statement of Piccadily Agro Industries Limited for the year ended 31st March, 2014 and to the best of our 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.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee:
  - (i) That there are no significant changes in internal control over financial reporting during the year;
  - (ii) That there are no significant changes in accounting policies during the year; and
  - (iii) That there are no instances of significant fraud of which we have become aware.

Sd/-  
Bhawana Gupta  
(Company Secretary & CFO)

Sd/-  
Harvinder Chopra  
(Managing Director)

Place: Gurgaon

Date: 30/5/2014

**AUDITOR'S CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE**

We have examined the compliance of the conditions of Corporate Governance by Piccadily Agro Industries Ltd. for the year ended 31st March, 2014, as stipulated in Clause 49 of the Listing Agreement of the said Company with BSE Limited.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the company.

In our opinion and to the best of our information and explanations given to us, we certify that company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

On the basis of representation received from company, we state that during the year ended 31st March, 2014 no investor grievances were pending for a period exceeding one month except where dispute or for want of completion of legal formalities. We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

for Jain & Associates  
Chartered Accountants  
Sd/-  
(Krishan Mangawa)  
(Partner)  
M.No.513236  
Firm Regd. No. 01361N

Dated: 30.5.2014  
Place: Gurgaon

**AUDITOR'S REPORT**

To  
The Members,  
Piccadily Agro Industries Limited,

**Report on the Financial Statements**

We have audited the accompanying financial statements of M/s Piccadily Agro Industries Limited, which comprise the Balance Sheet as at March 31, 2014, and the statement of Profit and Loss and Cash Flow statement for the year ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements:**

The Company's Management is responsible for the preparation of these financial Statements that give a true and fair view of the financial position, financial performance and cash flow of the Company in accordance with the Accounting Standards notified under 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 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**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 the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. 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 financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

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

**Report on Other Legal and Regulatory Requirements:**

1. As required by Companies (Auditors' Report) Order, 2003, issued by the Central Government of India in terms of Section 227(4A) of the Companies Act 1956, we annex hereto a statement on the matters specified in paragraph 4 & 5 of the said 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 it appears from our examination of those books;
  - c. The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d. In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards notified under 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;
  - e. On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

PLACE: Gurgaon  
DATE: 30.05.2014

For JAIN & ASSOCIATES  
Firm Reg. No.-01361N  
CHARTERED ACCOUNTANTS  
Sd/- (KRISHAN MANGAWA)  
PARTNER  
M. NO. 513236

## ANNEXURE TO THE AUDITORS' REPORT

- I. In respect of its fixed assets:
  - a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b) According to the information and explanations given to us, the company has a system of physical verification of all its fixed assets during the year. In our opinion having regard to the size of the company and the nature of its assets, the program of verification is reasonable. No material discrepancies have been noticed in respect of assets physically verified.
  - c) During the year, Company has not disposed of any substantial / major part of fixed assets.
- II. In respect of its inventories:
  - a) The inventory was physically verified during the year by the management. In our opinion, frequency of verification is reasonable.
  - b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
  - c) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of inventory, the Company is maintaining proper records of its inventory. The discrepancies noticed on physical verification of inventory as compared to the book records were not material and have been properly dealt with in the books of account.
- III. In respect of the Loans, Secured or Unsecured, granted or taken by the company to/from companies, firm or other parties covered in the register maintained under section 301 of the Companies Act, 1956 -
  - a) In pursuant to requirements of Clause (a) to (d) of section 301 of the Companies Act 1956, : According to the information and explanations given to us, The company has not granted any secured or unsecured loans from companies, firm and other parties covered in the register maintained under section 301 of the companies Act, 1956.
  - b) In pursuant to requirements of Clause (e) to (g) of section 301 of the companies Act 1956, : According to the information and explanations given to us, The company has not taken secured or unsecured loans from companies, firm and other parties covered in the register maintained under section 301 of the companies Act, 1956.
- IV. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods, During the course of our audit, we have not observed any continuing failure to correct major weaknesses in such internal control system.
- V. In respect of particulars of contracts or arrangements and transactions entered in the register maintained in pursuance of section 301 of the Companies Act 1956.  
To the best of our knowledge and belief and according to the information and explanation given to us, the Company has not entered into any transaction that needed to be entered into the register maintained u/s 301 of the Companies Act, 1956.
- VI. According to the information and explanations given to us, the Company has not accepted any deposit from the public. Therefore, the provisions of Clause (vi) of paragraph 4 of the Order are not applicable to the Company.
- VII. In our opinion, the Company has internal audit system which commensurate with the size and nature of its business.
- VIII. The Company is required to maintain cost records under section 209(1)(d) of the Companies Act, 1956 for the products of the company and according to the information and explanation given to us, the company has maintained proper records as prescribed by the central government.
- IX. According to the information and explanations given to us in respect of Statutory and other dues:
  - a) The company is regular in depositing undisputed statutory and other dues, including provident fund, Income Tax, Sales Tax, Service Tax, Excise Duty and any other statutory dues with the appropriate authorities during the year.
  - b) As per the information and explanation given to us, no disputed amounts payable in respect of Income Tax, Sales Tax, Wealth Tax, Custom Duty were outstanding as on 31.03.2014
- X. The company has no accumulated losses as at the end of the year and the company has not incurred cash losses during the current financial year and immediately preceding financial year.
- XI. Based on our audit procedures and on the basis of information and explanations given by the management, we are of the opinion that the Company has not defaulted in the repayment of dues to the financial institutions and banks.
- XII. According to the information and explanations, given to us, the Company has not granted loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
- XIII. According to the information and explanations, The company does not fall within the category of Chit fund/Nidhi/Mutual Benefit fund/Society and hence the related reporting requirements are not applicable.



- XIV. The Company has maintained proper records of the transactions and contracts in respect of dealing or trading in shares, securities, debentures and other investments and timely entries have been made therein. All shares, securities, debentures and other investments have been held by the Company in its own name.
- XV. According to the information and explanations, The Company has not given guarantee for loans taken by others from banks or financial institutions.
- XVI. To the best of our knowledge and belief and according to the information and explanation given to us, term loans have been availed by the company, were prima facie, and applied by the company during the year for the purposes for which the loans were obtained.
- XVII. According to the records examined and as per the information and explanations given to us, on an overall basis, funds raised on short term basis have, prima facie, not been used during the year for long term investment and vice versa.
- XVIII. According to the information and explanations, The Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act 1956, during the year.
- XIX. According to the information and explanations, The Company has not issued any debentures during the year.
- XX. According to the information and explanations, The Company has not raised any monies by way of public issues during the year.
- XXI. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year.

FOR JAIN & ASSOCIATES  
FRN. No 01361N  
CHARTERED ACCOUNTANTS

Sd/-  
(KRISHAN MANGAWA)  
PARTNER  
M.No.513236

PLACE: Gurgaon  
DATE: 30.05.2014

**BALANCE SHEET AS ON 31.3.2014**

Sr.No.	Particulars	Note	As at 31st March, 2014 (Amt. in Rs.)	As at 31st March, 2013 (Amt. in Rs.)
<b>I.</b>	<b><u>EQUITY AND LIABILITIES</u></b>			
	(1) Shareholder's funds			
	(a) Share Capital	1	23,90,67,200	23,90,67,200
	(b) Reserves & Surplus	2	1,02,05,91,824	80,77,98,777
	(2) Non- current liabilities			
	(a) Long-term borrowings	3	30,37,18,555	33,10,91,415
	(b) Deferred tax liabilities (Net)	4	18,53,08,870	17,00,87,307
	(3) Current Liabilities			
	(a) Short term borrowings	5	56,42,05,837	68,47,44,608
	(b) Trade Payables	6	54,34,50,216	45,04,10,315
	(c) Other current liabilities	7	18,97,63,430	16,09,29,269
	(d) Short term provisions	8	10,16,21,342	9,06,98,361
	<b>TOTAL</b>		<b>3,14,77,27,274</b>	<b>2,93,48,27,252</b>
<b>II.</b>	<b><u>ASSETS</u></b>			
	(1) Non-Current assets			
	(a) Fixed assets	9		
	(i) Tangible assets			
	Gross block		2,08,75,01,361	1,96,52,91,530
	Less: Depreciation		74,13,01,975	64,41,84,125
	Net Block		1,34,61,99,386	1,32,11,07,405
	(ii) Capital Work in Progress		1,82,37,293	7,01,51,692
	(b) Non-current investments	10	60,02,03,271	18,19,91,426
	(c) Long Term Loan & Advances	11	3,62,78,557	16,49,77,906
	(2) Current assets			
	(a) Inventories	12	96,43,90,365	1,01,81,35,456
	(b) Trade receivables	13	40,82,062	40,82,062
	(c) Cash & Cash Equivalents	14	4,79,68,771	4,03,54,348
	(d) Short term loans and advances	15	13,03,67,569	13,40,26,957
	<b>TOTAL</b>		<b>3,14,77,27,274</b>	<b>2,93,48,27,252</b>

Notes on Financial Statements &amp; Significant Accounting Policies 1 to 33

**AUDITORS REPORT**

As per our separate report of even date

Sd/-  
for JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN -No. 01361N

Sd/-  
Harvinder Chopra  
(Managing Director)  
DIN No : 00129891

For and on behalf of the Board

Sd/-  
Akhil Dada  
(Director)  
DIN No : 02321706

Sd/-  
Bhawana Gupta  
(Company Secretary & CFO)

Sd/-  
Krishan Mangawa  
(Partner)  
M. No. : 513236  
DATE: 30.05.2014  
PLACE : Gurgaon

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

Sr No.	Particulars	Note	As at	
			31st March, 2014 (Amt. in Rs.)	31st March, 2013 (Amt. in Rs.)
I.	Revenue from operations	16	3,76,05,72,755	3,27,07,45,384
II.	Other Income	17	5,34,18,966	4,63,71,245
III.	<b>Total Revenue</b>		<b>3,81,39,91,721</b>	<b>3,31,71,16,629</b>
IV.	Expenses:			
	Cost of materials consumed	18	2,16,93,66,283	1,90,20,36,235
	Change in F.G, WIP, and Stock-in-Trade	19	4,93,25,047	(13,25,44,116)
	Employee benefit expenses	20	9,46,98,538	7,34,36,291
	Finance costs	21	8,34,88,069	9,74,35,224
	Depreciation and amortization expense	9	9,73,81,613	8,13,73,144
	Other expenses	22	98,51,92,769	99,02,80,607
	<b>Total expenses</b>		<b>3,47,94,52,319</b>	<b>3,01,20,17,385</b>
V.	Profit before exceptional and extraordinary items and tax		<b>33,45,39,402</b>	<b>30,50,99,244</b>
VI.	Exceptional items			
	Previous year Expenses			
VII.	Profit before extraordinary items and tax			
VIII.	Extraordinary Items Provision for the obsolete stock			
IX.	Profit before tax		<b>33,45,39,402</b>	<b>30,50,99,244</b>
X.	Tax expense:			
	(1) Current tax		9,93,40,016	6,10,43,494
	(2) Deferred tax		1,52,21,562	2,93,49,950
	Income tax of Previous Year		57,12,777	48,28,732
	Sale Tax of Previous Year		-	3,08,594
	Wealth Tax of Previous Year		14,72,000	14,12,170
	Deferred tax assets		-	-
XI.	Profit (Loss) for the period from continuing operations		<b>21,27,93,047</b>	<b>20,81,56,304</b>
XII.	Profit (Loss) for the period from discontinuing operations		-	-
XIII.	Tax expense of discontinuing operations		-	-
XIV.	Profit (Loss) from Discontinuing operations (after tax)		-	-
XV.	Profit (Loss) for the period		<b>21,27,93,047</b>	<b>20,81,56,304</b>
XVI.	Earnings per equity share:			
	Basic /Diluted		9.02	8.83
	Nominal Value of each share		10.00	10.00

## AUDITORS REPORT

As per our separate report of even date.

Sd/-  
for JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN : 01361N

Sd/-  
Krishan Mangawa  
(Partner)  
M. No. : 513236  
DATE: 30.05.2014  
PLACE: Gurgaon

Sd/-  
Harvinder Chopra  
(Managing Director)  
DIN No : 00129891

For and on behalf of the Board

Sd/-  
Akhil Dada  
(Director)  
DIN No : 02321706

Sd/-  
Bhawana Gupta  
(Company Secretary & CFO)

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2014**

Particulars	For the Year ended 31.03.2014 (Amt. in Rs.)	For the Year ended 31.03.2013 (Amt. in Rs.)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profits after dividend & tax	21,27,93,047	18,05,63,243
ADJUSTMENTS FOR:		
i) Depreciation	9,73,81,613	8,13,73,144
ii) Interest on loans	7,98,22,169	9,39,17,118
iv) Interest received	(3,06,19,151)	(1,75,47,391)
v) Income Tax/Wealth Tax paid for previous years	71,84,777	65,49,496
vi) Deferred Tax Expenditure	1,52,21,562	2,93,49,950
vii) Dividend & Dividend Tax	-	2,75,93,060
viii) Income Tax Provision made during the year	9,93,40,016	6,10,43,494
ix) Gratuity	2,19,519	2,06,769
x) Loss on Sale of Fixed Assets	(1,45,669)	1,59,708
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHARGES</b>	<b>48,11,97,883</b>	<b>46,32,08,591</b>
ADJUSTMENTS FOR:		
i) Trade & Other Receivables	-	(2,44,330)
ii) Inventories	5,37,45,091	(12,68,15,703)
iii) Loan & advances	36,59,387	(3,23,28,184)
iv) Current Liabilities	12,21,96,021	16,46,92,344
v) Working Capital Borrowing	(12,05,38,771)	(1,68,72,986)
	<u>5,90,61,729</u>	<u>(1,15,68,859)</u>
Cash flow from operating Activities	54,02,59,612	45,16,39,733
Direct Taxes Paid	(6,82,28,271)	(4,91,31,296)
Net Cash flow from operating Activities	47,20,31,341	40,25,08,437
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
i) Purchase of fixed Assets	(7,04,13,526)	(30,26,40,117)
ii) Loans & Advances	12,86,99,349	18,50,471
iii) Purchase of Investments	(41,82,11,845)	(1,97,83,799)
iv) Interest Received	3,06,19,151	1,75,47,391
Net Cash from investing activities	(32,93,06,871)	(30,30,26,054)
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
i) Receipt/Repayment of Term Loans	(2,73,72,859)	2,33,91,338
ii) Interest Paid on Loans	(8,01,44,128)	(7,55,72,979)
iii) Dividend & Dividend Tax Paid	(2,75,93,060)	(2,74,10,868)
Net Cash flow from Financing Activities	(13,51,10,047)	(7,95,92,509)
Net Increase in Cash or Cash Equivalents	76,14,423	1,98,89,874
Opening Cash & Cash Equivalents	4,03,54,348	2,04,64,474
Closing Cash & Cash Equivalents	4,79,68,771	4,03,54,348

for and on behalf of the Board

Sd/-

for JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN : 01361N

Sd/-

Krishan Mangawa  
(Partner)  
M. No. : 513236  
DATE: 30.05.2014  
PLACE: Gurgaon

Sd/-

Harvinder Chopra  
(Managing Director)  
DIN No : 00129891

Sd/-

Akhil Dada  
(Director)  
DIN No : 02321706

Sd/-

Bhawana Gupta  
(Company Secretary & CFO)

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2014****NOTE 1 SHARE CAPITAL**

	As at 31st March, 2014 Amt. in Rs.	As at 31st March, 2013 Amt. in Rs.
<b>1 A) AUTHORISED</b> 27000000 Equity shares of Rs. 10/-each	27,00,00,000	27,00,00,000
<b>B) ISSUED SUBSCRIBED &amp; PAID UP</b> 23584820 Equity Shares of Rs. 10/- each fully called up and paid up.	23,58,48,200	23,58,48,200
<b>C) ADD FORFEITED SHARES:-</b> 643800 Shares of Rs.10 Each on which Rs.5/- paid up	32,19,000	32,19,000
	<b>23,90,67,200</b>	<b>23,90,67,200</b>

**2. RIGHT OF SHAREHOLDERS**

A) Each Shareholder is entitled to one vote per share.

B) Each Shareholder has the right in profit/surplus in proportion to amount paid up with respect to share holding.

C) In the event of winding up, the equity shareholders will be entitled to receive the remaining balance of assets, if any, in proportion to their individual shareholding in the paid up equity capital of the company.

D) There is no change in the Number of Share outstanding at the beginning and at the end of the Financial year.

**3. DETAIL OF SHAREHOLDERS HOLDING MORE THAN 5% SHARES**

	No. of Shares held	No. of Shares held
i. Shri Siddhartha Vashista	51,84,523	51,84,523
ii. M/s Soon N Sure Holdings Ltd.	78,91,173	78,91,173
iii. Piccadily Hotels (P) Ltd.	34,36,821	34,36,821

**NOTE 2 RESERVES & SURPLUS**

<b>A) CAPITAL RESERVE</b> As Per Last Balance Sheet: Capital receipt in pursuance of Sugar Incentive scheme 1993 for Repayment of Term Loans	19,48,91,714	19,48,91,714
<b>TOTAL-A</b>	<b>19,48,91,714</b>	<b>19,48,91,714</b>
<b>B) SECURITY PREMIUM</b> As Per Last Balance Sheet	97,21,800	97,21,800
<b>TOTAL-B</b>	<b>97,21,800</b>	<b>97,21,800</b>
<b>C) PROFIT &amp; LOSS ACCOUNT</b> As Per Last Balance Sheet	60,31,85,263	42,26,22,019
Net Profit during the year	21,27,93,047	20,81,56,304
Less : - Proposed Dividend on Equity Share	-	(2,35,84,820)
Provision for Dividend Tax	-	(4,008,240)
<b>TOTAL-C</b>	<b>81,59,78,310</b>	<b>60,31,85,263</b>
<b>Total (A+B+C)</b>	<b>1,02,05,91,824</b>	<b>80,77,98,777</b>

**NOTE 3 LONG TERM BORROWING****SECURED****LOANS & ADVANCES FROM BANKS**

<b>i) Term Loans From Sugarcane Development Fund (SDF)</b> Term Loan includes Loan for Cane Development Rs. 475.57 lacs (Rs 577.50 Lacs) are secured against second charge on movable property including its movable plant and machinery, machinery spares, tools and accessories and other movable and further secured on second charge against Land, Building, Plant and Machinery, Furniture and Fixtures of the company.	4,75,57,250	5,77,50,000
<b>ii) Term Loans From Punjab National Bank</b> Term Loan From PNB for Ethanol Project Was secured against Hypothication of all the moveable/fixd Assets acquired/forming part of Manufacturing Unit/Plant for manufacture of Ethanol from molasses etc. at Village Bhadson, Tehsil - Indri, Distt. - Karnal, Haryana along with Indigenous/ imported Plant & Machinery/ Equipments and other Miscellaneous fixed assets and first charge on all present & future block of assets situated at Village Bhadson, Umri - Indri Road, Karnal, Haryana.		1,42,32,951

iii)	<b>Other Loans</b>	29,23,496	38,70,655
	Other Loan include Vehicle Loans from banks secured by hypothecation of vehicles under Hire purchase Agreement.		
	<b>TOTAL (A)</b>	5,04,80,746	7,58,53,606
	<b>Unsecured</b>		
	From Bodies Corporate	25,32,37,809	25,52,37,809
	<b>TOTAL (B)</b>	25,32,37,809	25,52,37,809
	<b>TOTAL (A+B)</b>	30,37,18,555	33,10,91,415
<b>Terms of Repayment:</b>			
<b>Secured Borrowings -</b>			
(a)	SDF Loan-I outstanding Rs. 257.71 lacs, repayable in 4 Equal annual installments commencing from 12 October,2014 and Rs 64.43 Lacs out of such amount has been shown under 'Current Maturities of Long Term Debts'		
(b)	SDF Loan-II outstanding Rs. 282.29 lacs, repayable in 8 Semi-Annual installments commencing from 05 November,2015		
(c)	SDF Loan-III outstanding Rs. 37.50 lacs, is due on May, 2014 and such amount has been shown under 'Current Maturities of Long Term Debts'		
(d)	Maturity profile of other loans		
		2-5 Years	1 Year
	Term Loan from Banks	1,179,271	6,20,407
	Term Loan from NBFC	1,744,225	35,20,032
			Total
			17,99,678
			52,64,258
<b>Unsecured Borrowings -</b>			
Term loan of Rs 20.00 Crores alongwith interest has been rescheduled in the year 2012, for a further period of five years till FY 2017			
<b>NOTE 4 DEFERRED TAX</b>			
		As at 31st March, 2014	As at 31st March, 2013
		Amt. in Rs.	Amt. in Rs.
A.	<b>Deferred Tax Asset</b>		
	On Account of Disallowance under section 43B of Income Tax Act	25,77,509	25,09,749
B.	<b>Deferred Tax Liability</b>		
	On Account of Timing Difference due to Depreciation	18,78,86,379	17,25,97,056
	<b>Net Deferred Tax Liability (B - A)</b>	18,53,08,870	17,00,87,307
<b>NOTE 5 SHORT TERM BORROWING</b>			
<b>SECURED</b>			
<b>FROM BANKS</b>			
	Cash Credit A/c	56,42,05,837	68,47,44,608
	Cash Credit accounts are secured by first charge on present & future book debts, whole of current assets namely stock of raw material, stock in process, semi finished & finished goods, stores and spares relating to plant & machinery (consumable Store & spares) bills receivable and book debts and all other moveable both present & future & further secured by third charge on fixed assets of the company and personally guaranteed by promoters.		
	<b>TOTAL</b>	56,42,05,837	68,47,44,608
<b>NOTE 6 TRADE PAYABLE</b>			
<b>1. Sundry Creditors:</b>			
	A) Total outstanding dues of Micro & Small Scale Industrial Enterprises	-	-
	B) Total outstanding dues of Creditors other than Micro & Small Industrial Enterprises.	54,34,50,216	45,04,10,315
	<b>TOTAL</b>	54,34,50,216	45,04,10,315
<b>NOTE 7 OTHER CURRENT LIABILITIES</b>			
1.	Statutory Expenses	53,746,399	5,67,38,329
2.	Expenses Payable	96,42,509	87,88,745
3.	Creditor For Capital Goods	4,27,70,707	4,83,26,845
4.	Current Maturities of Long Term Debts.	2,85,66,140	2,55,77,224
5.	Interest accrued but not due on borrowings	15,86,071	19,08,030
6.	Other Liabilities	5,34,51,604	1,95,90,096
	<b>TOTAL :-</b>	18,97,63,430	16,09,29,269
<b>NOTE 8 SHORT TERM PROVISION</b>			
1.	Income Tax Provision	9,93,40,016	6,10,43,494
2.	Dividend	-	2,35,84,820
3.	Dividend Tax	-	40,08,240
4.	For Employees Benefit	22,81,326	20,61,807
	<b>TOTAL :-</b>	10,16,21,342	9,06,98,361

**FORMING PART OF BALANCE SHEET AS AT 31.03.2014**

FIXED ASSETS AS ON 31.03.2014

PARTICULAR	GROSS BLOCK AT COST ON 01.04.2013	ADDITIONS/ADJUSTMENTS during the year	TRANSFER/SALE	TOTAL COST AS 31.03.2014	DEPRECIATION UPTO 31/03/2013 during the period	DEPRECIATION UPTO 31/03/2014 WRITTEN BACK	WID Value AS ON 31.03.2014	NOTE 'g' WID Value AS ON 31.03.2013
LAND	26105761.44	0.00	0.00	26105761.44	0.00	0.00	26105761.44	26105761.44
LAND(Other than factory building)	128835000.00	0.00	0.00	128835000.00	0.00	0.00	128835000.00	128835000.00
BUILDING	163126224.25	17161388.00	0.00	180287612.25	64450338.39	69900324.86	110387287.59	98675885.86
PLANT & MACHINERY	1575132341.06	102497698.52	3337960.00	1674292067.58	549543741.23	635124366.85	1039167698.73	1025488599.84
Building(Office Flat)	5093147.00	0.00	0.00	5093147.00	684683.01	813497.62	4279649.38	4409463.99
FURNITURE & FIXTURE	6368070.01	140681.00	0.00	6509651.01	3125090.88	3534429.60	2975221.41	3243979.00
OFFICE EQUIPMENT	8758364.36	661523.00	0.00	7419887.36	3186040.32	600972.83	3652874.21	3592324.04
VEHICLE	51900356.96	5463323.00	809432.00	56554247.96	22479073.28	5070394.52	29268543.16	26421283.68
TRACTOR	1507438.00	83000.00	0.00	1590438.00	470148.13	129369.93	960919.94	1037289.67
COMPUTER	463827.00	349721.00	0.00	813548.00	165010.37	112108.37	536429.26	298816.63
TOTAL	1965291530.08	126357222.52	4147382.00	2087501360.60	644184125.41	97381613.96	1346199385.12	1321107404.35
PREVIOUS YEAR	1552501521.00	413321621.00	531512.00	1965291530.00	81373144.00	644184125.00	1321107405.00	989417735.00
Capital Work in Progress								
BUILDING UNDER CONSTRUCTION(CHD)	10005358.00	8231935.00	0.00	18237293.00	0.00	0.00	18237293.00	10005358.00
BUILDING UNDER CONSTRUCTION FLATS	93737.00	17067651.00	17161388.00	0.00	0.00	0.00	0.00	93737.00
Plant & Machinery (BOILER & TON)	10706659.00	3770024.00	14476983.00	0.00	0.00	0.00	0.00	10706659.00
Plant & Machinery (CO2 Plant)	43478913.52	2797822.00	46276735.52	0.00	0.00	0.00	0.00	43478913.52
Machinery Grain Grinding Mill	5866724.00	1417222.00	7283946.00	0.00	0.00	0.00	0.00	5866724.00
TOTAL	70151691.52	33294654.00	85190052.52	18237293.00	0.00	0.00	18237293.00	70151691.52
Previous Year	180734096.00	268652682.00	379235086.00	70151692.00	0.00	0.00	70151692.00	180734096.00
Grand Total	2035443221.60	158641879.52	893464444.52	2105738653.60	644184125.41	97381613.06	1364436678.12	1381259085.87
PREVIOUS YEAR	173235617.00	681974203.00	379768598.00	2035443222.00	81373144.00	644184125.00	1381259086.00	1170151832.00

NOTE 10 NON CURRENT INVESTMENT		As at 31st March, 2014 Amt. in Rs.	As at 31st March, 2013 Amt. in Rs.
1)	<b>Investment in Equity Shares</b> In Equity Shares of Associate Company - Quoted, fully paid up	6,73,88,364	6,73,88,364
A)	Piccadily Sugar and Allied Industries Limited Investment Rs. 673.88 Lacs (Rs.673.88 Lacs) includes 1383871 Equity Shares at Rs.5.34/- Per Share for Rs.73.88 Lacs (At cost) & 60,00,000 Equity Share at Rs.10/-per Share for Rs.600.00 Lacs (Market Value of Shares is Rs4.03/- Per Share) These Investment are Valued at Cost. <b>In Equity Shares of Associate Company Unquoted, fully paid up</b>		
B)	Astin Excavation & Mining Pvt. Ltd. Investment Rs. 1.00 Lacs (NIL) includes 10000 Equity Shares at Rs. 10/- Per Share. These Investment are Valued at Cost. Investment in Subsidiaries Companies: Unquoted, fully paid up	1,00,000	
A)	Nirvana Biosys Pvt. Ltd. 85.75 Lacs Equity Shares@ 0.50 each. (Valued at cost)	42,87,500	
B)	Clear Vision Media Pvt. Ltd. 20 Lacs Equity Shares @ RS 10 each. (Valued at cost)	2,00,00,000	2,00,00,000
2)	Investment in Debentures, Unquoted		
A)	Piccadily Hotels Private Limited 13.25% Unsecured Non Convertible Redeemable 30,00,000 Debentures @ Rs. 100/- Each, Rs 94/- paid up	28,20,00,000	
B)	Debenture - Astin Excavation & Mining Pvt. Ltd.. Unsecured Non Convertible Redeemable 13,00,000 Debentures @ Rs. 100/- Each	13,00,00,000	
3)	Other Non-Current Investments		
A)	Advance against Debenture Call Money @ Rs6/- (Piccadily Hotel Pvt Ltd)	74,345	-
B)	Share Application (Clear Vision Media Pvt. Ltd. )	9,50,000	1,00,000
C)	Advance For Purchase of Shares to PSIDC	9,45,03,062	9,45,03,062
D)	Share Application - Astin Excavation & Mining Pvt. Ltd.	9,00,000	
	<b>TOTAL</b>	<b>60,02,03,271</b>	<b>18,19,91,426</b>
<b>NOTE 11 LONG TERM LOAN &amp; ADVANCES</b>			
	Piccadily Sugar & Allied industries Ltd. (Secured Against Plant & Machinery) Related Party	2,50,00,000	2,50,00,000
	Piccadily Hotels (P) Ltd. (Unsecured)Related Party	-	12,70,00,000
	Security Deposit	41,28,795	18,31,795
	Advance for Capital Goods (Unsecured But Considered Good)	71,49,762	1,11,46,111
	<b>TOTAL</b>	<b>3,62,78,557</b>	<b>16,49,77,906</b>
<b>NOTE 12 INVENTORIES</b>			
	(As per inventories taken, valued & certified by the management)		
	Stores & Spares	3,66,58,017	3,08,72,748
	Raw Materials	86,44,042	1,88,49,355
	Work In Progress	15,28,06,496	7,64,41,377
	Finished Goods	76,62,81,810	89,19,71,976
	<b>TOTAL</b>	<b>96,43,90,365</b>	<b>1,01,81,35,456</b>
<b>NOTE 13 TRADE RECEIVABLE</b>			
	SUNDRY DEBTORS (Unsecured But Considered Good)		
a)	Debts outstanding for a period exceeding six months Less than six months	40,82,062	10,96,591 29,85,471
b)	Other Debts		
	<b>TOTAL</b>	<b>40,82,062</b>	<b>40,82,062</b>
<b>NOTE 14 CASH &amp; BANK BALANCES</b>			
(a)	Cash & Cash Equivalents Cash in Hand	46,07,356	61,17,364
(b)	Balance with Banks In Current Accounts	3,75,53,686	3,04,53,102
(c)	Other Bank Balances FDR Matruing after 12 Months FDR Maturing within 12 Months Interest on FDR	11,00,000 41,50,000 5,57,729	11,00,000 22,00,000 4,83,882
	<b>TOTAL</b>	<b>4,79,68,771</b>	<b>4,03,54,348</b>



<b>NOTE 15 SHORT TERM LOANS &amp; ADVANCES</b>	<b>As at 31st March, 2014 (Amt. in Rs.)</b>	<b>As at 31st March, 2013 (Amt. in Rs.)</b>
<b>LOANS &amp; ADVANCES</b>		
Advances recoverable in cash or in kind or for value to be received (Unsecured but considered good) Income Tax/Advance Tax(T.D.S.)	1,35,35,832	1,32,80,751
Other Loans & Advances	11,68,31,737	12,07,46,206
<b>TOTAL</b>	<b>13,03,67,569</b>	<b>13,40,26,957</b>
<b>NOTE 16 DETAIL OF REVENUE FROM OPERATIONS</b>		
<b>Sale of Product</b>		
Gross Sales	3,81,94,51,315	3,31,56,97,707
Less: Excise Duty	5,88,78,560	4,49,52,323
<b>NET SALES</b>	<b>3,76,05,72,755</b>	<b>3,27,07,45,384</b>
<b>NOTE 17 OTHER INCOME</b>		
<b>Interest Income</b>		
Interest Received	3,06,19,151	1,75,47,391
<b>Other non-operative Income</b>		
Misc Income	4,58,777	49,29,571
Bottling Charges	40,06,742	146,29,145
Hire Charges	32,30,700	33,00,000
Excise Duty on Closing Stock	33,78,086	
Sundry Balance W/off		7,22,186
Scrap Sale	1,17,25,510	52,42,952
<b>TOTAL</b>	<b>5,34,18,966</b>	<b>4,63,71,245</b>
<b>NOTE 18 COST OF RAW MATERIAL CONSUMED</b>		
Opening Stock of Raw Materials	1,88,49,355	3,37,46,732
Add Purchases during the year	2,15,91,60,970	1,88,71,38,858
Less Closing Stock	(86,44,042)	(1,88,49,355)
<b>TOTAL</b>	<b>2,16,93,66,283</b>	<b>1,90,20,36,235</b>
<b>NOTE 19 CHANGES IN FINISHED GOODS, WIP, STOCK IN TRADE</b>		
<b>Opening Stock</b>		
Work In Progress	7,64,41,377	4,35,17,146
Finished Goods	89,19,71,976	79,23,52,091
<b>TOTAL 'A'</b>	<b>96,84,13,353</b>	<b>83,58,69,237</b>
<b>Closing Stock</b>		
Work In Progress	15,28,06,496	7,64,41,377
Finished Goods	76,62,81,810	89,19,71,976
<b>TOTAL 'B'</b>	<b>91,90,88,306</b>	<b>96,84,13,353</b>
<b>TOTAL (A - B)</b>	<b>4,93,25,047</b>	<b>(13,25,44,116)</b>
<b>NOTE 20 EMPLOYEE BENEFIT EXPENSES</b>		
Salaries	8,97,70,613	6,95,84,007
Contribution to Provident Fund & Other Funds	9,70,585	5,85,470
Retrenchment & Compensation	9,79,800	2,95,000
Staff Welfare	29,77,540	29,71,814
<b>TOTAL</b>	<b>9,46,98,538</b>	<b>7,34,36,291</b>

NOTE 21 FINANCE COST	As at 31st March, 2014 (Amt. in Rs.)	As at 31st March, 2013 (Amt. in Rs.)
Interest Expense		
Interest	7,98,22,169	9,39,17,118
<b>Other Borrowing Cost</b>		
Bank Charges	36,65,900	35,18,106
<b>TOTAL</b>	<b>8,34,88,069</b>	<b>9,74,35,224</b>
<b>NOTE 22 DETAIL OF OTHER EXPENSES</b>		
<b>Manufacturing Expenses</b>		
Chemicals, Oil & Lubricants	4,29,79,138	4,52,49,642
Power & Fuel	10,17,65,385	14,19,66,203
Packing Material	54,29,38,296	50,68,75,603
Electricals Repair	43,52,789	46,03,536
Plant & Machinery Repair	6,03,50,344	6,67,44,905
Loading & Unloading	25,22,376	19,73,557
Excise Duty	81,40,543	2,19,35,412
Cane Development Expenses	15,69,890	9,41,742
Electricity & Water Charges	63,82,456	35,88,726
Environmental & ETP Exp	39,13,452	49,54,741
Packing Material - IMFL	2,633	-
<b>Total A</b>	<b>77,49,17,302</b>	<b>79,88,34,067</b>
<b>Selling Expenses</b>		
Commission	45,18,140	35,35,100
Loading Unloading	14,23,876	9,92,366
Transport & Handling	13,74,25,932	13,64,00,079
Advertisement	6,68,195	2,36,170
<b>Total B</b>	<b>14,40,36,143</b>	<b>14,11,63,715</b>
<b>Administrative &amp; Other Expenses</b>		
Rent	93,55,264	49,89,015
Lease Rent/Hire Charges	8,12,604	9,47,504
Insurance	18,04,814	12,80,400
Fee & taxes	1,46,72,752	1,36,19,896
Service Tax	9,70,707	6,53,203
Professional Charges	28,97,870	27,22,446
Running & Maintenance of Vehicle	43,06,544	43,58,482
Postage & Telephone expenses	13,23,121	11,55,992
Payments to Auditor		
Audit Fee	1,00,000	1,00,000
Tax Audit Fees	25,000	25,000
Directors Remuneration	1,10,26,800	89,40,000
Donation	3,700	10,100
Printing, Stationery & publishing	6,37,911	4,54,846
Travelling & Conveyance		
Director	3,90,384	1,90,767
Others	22,77,798	20,44,533
Repair & Maintenance		
Building	17,94,050	10,34,060
Others	1,13,27,695	73,98,295
Sundry Balance w/off	21,55,932	-
Loss on Sale of Fixed Assets	1,45,669	1,59,708
Sales Promotion	2,10,709	1,98,578
<b>Total C</b>	<b>6,62,39,324</b>	<b>5,02,82,825</b>
<b>Grand Total (A+B+C)</b>	<b>98,51,92,769</b>	<b>99,02,80,607</b>

NOTE 23 CONTINGENT LIABILITIES		As at 31st March, 2014	As at 31st March, 2013
A.	In respect of unassessed cases of Income Tax, Sales Tax, Excise Duty & Service Tax	Nil	Nil
B.	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	Nil	Nil

NOTE 24 REMUNERATION PAID TO DIRECTORS					(Rs. in Lacs)
Financial Year	Managing Director		Whole-Time Director		
	2013-14	2012-13	2013-14	2012-13	
1. Salary	102.00	81.00	5.87	6.00	
2. Rent	0.00	-	2.40	2.40	
	<u>102.00</u>	<u>81.00</u>	<u>8.27</u>	<u>8.40</u>	

The Remuneration to Directors is paid in accordance with Part B of Schedule XIII of Companies Act, 1956.

NOTE 25 DISCLOSURE AS PER AS-17 SEGMENT REPORTING	As at 31st March 2014		Rs. in Lacs
	Sugar	Distillery	Total
<b>PARTICULARS</b>			
Sales & Other Income	15,114.61	23,025.31	38,139.92
Less: Inter Segment Revenue	889.98	-	889.98
Total Revenue	<b>14,224.63</b>	<b>23,025.31</b>	<b>37,249.94</b>
Profit before Interest, Depreciation & Taxation	259.58	4,857.85	5,117.43
Depreciation	386.69	587.12	973.82
Profit After Depreciation	(127.11)	<b>4,270.73</b>	<b>4,143.62</b>
Interest Expenses	762.22	36.00	798.22
Profit Before Tax	<b>(889.34)</b>	<b>4,234.73</b>	<b>3,345.39</b>
Wealth Tax	-	-	14.72
Income/ Sales Tax (Previous Years)	-	-	57.13
Deferred Tax	-	-	152.22
Provision for Taxation	-	-	993.40
Profit After Tax (PAT)	-	-	<b>2,127.93</b>
<b>Other information</b>			
Segment Assets	16,273.71	15,201.62	31,475.33
Segment Liabilities	10,111.91	3,876.55	13,988.46
Capital Employed	6,161.80	11,325.07	17,486.86
Capital Expenditure Depreciation debited to the Statement of Profit & Loss	386.69	587.12	973.82

## Notes:

- The Company has identified Business Segments as primary Segments. The reportable business Segments are "Sugar" and "Distillery".
- The type of products in each business segments are as under:  
Sugar : Sugar, Molasses and Bagasse  
Distillery : Liquor & Malt
- Inter-divisional transfers have been valued at prevailing market price.
- There is no unallocated amount of revenue /expenses
- The Company is also converting resin in to pet bottle, which is exclusively used for Liquor which is taken in Distillery Segment and hence no separate segment is reported for the same.

## NOTE 26 PAYABLES &amp; RECEIVABLES

Balance of certain sundry debtors, loans & advances (including capital advances), creditors and other liabilities are in process of confirmation/reconciliation. The management is of the opinion that adjustment, if any, arising out of such reconciliation would not be material.

## NOTE 27 ADVANCES RECOVERABLE

In the opinion of the Board, the current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business. The provision for known liabilities is adequate and not in excess of amount reasonably necessary.

NOTE 28 DISCLOSURE AS PER AS-20 EARNING PER SHARE	(Amount in Rs)	
	As at 31st March, 2014	As at 31st March, 2013
Profit During the Year (in Rs.)	21,27,93,047	20,81,56,303
No. of Shares	2,35,84,820	2,35,84,820
Face Value (in Rs.)	10.00	10.00
Basic/Diluted Earning Per Shares (in Rs.)	9.02	8.83

NOTE 29 DISCLOSURE AS PER AS-18 RELATED PARTY		(Amount in Lacs)	
(a)	List of Related Parties and Relationships: <b>A. Key Management Personnel – Managing Director</b> Shri Harvinder Chopra <b>B. Subsidiary Company:</b> Clearvision Media Pvt. Ltd. <b>C. Others:</b> Piccadilly Hotels Private Limited Piccadilly Sugar and Allied Industries Limited		
(b)	Related Party Transactions: <b>Purchase of Goods:</b> Piccadilly Sugar and Allied Industries Limited	-	288.50
		-	288.50
	<b>Purchase of Fixed Asset:</b> Piccadilly Sugar and Allied Industries Limited	-	123.51
		-	123.51
	<b>Interest Income:</b> Piccadilly Sugar and Allied Industries Limited Piccadilly Hotels Private Limited	24.19 249.70	26.87 143.91
		273.89	170.78
	<b>Office Rent Expense:</b> Piccadilly Hotels Private Limited	13.48	26.97
		13.48	26.97

\* Remuneration of Directors has been disclosed in the Note No. 24

NOTE 30 FOREIGN EXCHANGE TRANSACTION		(Amount in Lacs)	
(a)	Value of imports calculated on CIF basis by the company during the financial year in respect of:		
1.	Raw Materials	NIL	NIL
2.	Components and Spare Parts	NIL	NIL
3.	Capital Goods	75.84	256.97
(b)	Expenditure in Foreign Travelling	NIL	NIL
(c)	Earning in Foreign Currency	NIL	NIL

**NOTE 31 MICRO SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006**

The company has not received intimation from suppliers regarding the status under Micro Small and Medium Enterprises Act 2006 and hence disclosures if any, relating to amounts unpaid as at the year end together with Development interest paid/payable as required under the said Act have not been given.

**NOTE 32 Regrouping of Figures**

The previous year figures have been recast/ regrouped whenever considered necessary to facilitate comparison with revised Schedule XI.

**AUDITORS REPORT**

As per our separate report of even date.

for JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN : 01361 N

Sd/-  
Harvinder Chopra  
(Managing Director)  
DIN No : 00129891

Sd/-  
Akhil Dada  
(Director)  
DIN No : 02321706

Sd/-  
Bhawana Gupta  
(Company Secretary & CFO)

Sd/-  
Krishan Mangawa  
(Partner)  
M. No. : 513236  
DATE: 30.05.2014  
PLACE: Gurgaon

**NOTE 33 SIGNIFICANT ACCOUNTING POLICIES****1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

The Company prepares its accounts on accrual basis, except otherwise stated, in accordance with the normally accepted Accounting Principles and Accounting Standards & Relevant Provisions of The Companies Act, 1956. The financial statements are prepared on accrual basis under the historical cost convention and on the basis of going concern.

**2 USE OF ESTIMATES**

The preparation of financial statements in conformity with Accounting Principles generally accepted in India, requires judgements, estimates and assumptions to be made to that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known/ materialised.

**3 Fixed Assets & Depreciation :**

Fixed Assets are stated at their original cost of acquisition including all related expenses on acquisition and installation. Depreciation on fixed assets (includes composite depreciation charged on factory building and other building) has been provided on straight line method on pro-rata basis as per rates briefed in schedule - XIV of the Companies Act, 1956. Fixed Assets individually costing less than Rs. 5,000/- are depreciated at the rate of 100% in the year of purchase.

**4. Inventories**

Raw Material	:	At cost on FIFO basis
Work in Process	:	At estimated cost including expenses attributable to production on percentage completion basis/ Net Realizable value, whichever is low.
Finished Goods	:	At weighted average cost/net realizable value which ever is low, including Excise duty and all expenses attributable to production.
By Products	:	At Net realisable value inclusive of Excise Duty.
Stores and spares	:	At cost

**5 FOREIGN CURRENCY TRANSACTIONS**

- Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transaction.
- Monetary items denominated in foreign currencies at the year end are restated at year end rates. In case of items which are covered by forward exchange contracts, the difference between the year end rate and rate on the date of the contract is recognised as exchange difference.
- Any income or expense on account of exchange difference either on settlement or on translation is recognised in the Statement of Profit and Loss.

**6 INVESTMENTS**

Current investments are carried at lower of cost and quoted/fair value, computed category-wise.  
Long-term investments are stated at cost.

**7 RECOGNITION OF INCOME AND EXPENDITURE**

Sale are recognised when goods are supplied and are recorded net of rebates and sale tax but inclusive of excise duty. Expenses are accounted for on accrual basis.

**8 CURRENT & DEFERRED TAX**

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates. Deferred income tax reflect the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years/period. Deferred tax assets are recognised only to the extent that there is a reasonable certainty that sufficient future income will be available except that deferred tax assets, in case there are unabsorbed depreciation or losses, are recognised if there is virtual certainty that sufficient future taxable income will be available to realise the same.

Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.

**9 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

Provision is recognised in the accounts when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed unless the possibility of outflow of resources is remote.

Contingent assets are neither recognised nor disclosed in the financial statements.

**10 Accounting policies not specifically referred to are in consistent with generally accepted accounting principles.****AUDITORS REPORT**

As per our separate report of even date.

for JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN : 01361 N

Sd/-  
Krishan Mangawa  
(Partner)  
M NO. 513236  
DATE: 30.05.2014  
PLACE: Gurgaon

Sd/-  
Harvinder Chopra  
(Managing Director)  
DIN No : 00129891

Sd/-  
Akhil Dada  
(Director)  
DIN No : 02321706

Sd/-  
Bhawana Gupta  
(Company Secretary & CFO)

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956 RELATING TO SUBSIDIARY COMPANY**

(Amount in Rs.)

	31st March 2014	31st March 2013
Name of Subsidiary	Clear Vision Media	NIL
Company Reporting	Private Limited	
Currency	INR	NIL
Capital	20000000	20000000
Reserves	NIL	NIL
Total Assets	20991115	20160492
Total Liabilities	20991115	20160492
Investments	NIL	NIL
Turnover/ Total Income	NIL	NIL
Profit Before Taxation	NIL	NIL
Provision for Taxation	NIL	NIL
Profit After Taxation	NIL	NIL
Proposed Dividend	NIL	NIL
Country	INDIA	INDIA

**AUDITORS REPORT**

As per our separate report of even date.

for JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN : 01361 N

Sd/-

Krishan Mangawa  
(Partner)

M NO. 513236

DATE: 30.05.2014

PLACE: Gurgaon

Sd/-  
Harvinder Chopra  
(Managing Director)  
DIN No : 00129891

Sd/-  
Akhil Dada  
(Director)  
DIN No : 02321706

Sd/-  
Bhawana Gupta  
(Company Secretary & CFO)

## Consolidated Financial Statements & Notes

To,  
The Members,  
Piccadily Agro Industries Limited,

**Report on the Consolidated financial Statements**

We have audited the accompanying Consolidated financial Statements of M/s Piccadily Agro Industries Limited (The 'Company'), and its subsidiary (the company, and its subsidiary constitute the 'Piccadily Agro Group') which comprises the Consolidated Balance Sheet as at March 31, 2014, and the Consolidated statement of Profit and Loss and Consolidated Cash Flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

The consolidated financial Statements have been prepared by the company in accordance with the requirements of the Accounting standards (AS) 21 Consolidated financial Statements specified by the companies ( Accounting Standards) Rules, 2006 notified by the central government and on the basis of separate audited/certified financial Statements of the Piccadily Agro Group included in the consolidated financial Statements.

**Management's Responsibility for the consolidated financial Statements:**

The Company's Management is responsible for the preparation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance and cash flow of the group in accordance with the Accounting Standards notified under 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 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility:**

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

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

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

**Opinion:**

We report that on the basis of the information and according to the explanations given to us and based on the consideration of the reports of the other auditors on the financial statements and as noted below, the Consolidated financial Statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (i) In the case of Consolidated the Balance Sheet, of the state of affairs of the Piccadily Agro Group as at 31st March 2014.
- (ii) In the case of Consolidated Statement of Profit and Loss, of the Consolidated results of operations of the Piccadily Agro Group for the year ended on that date, and
- (iii) In the case of Consolidated Cash Flow Statement, of the consolidated cash flow of the Piccadily Agro Group for the year ended on that date.

**Report on Other Legal and Regulatory Requirements:**

We did not audit the financial statements of its subsidiary whose financial statements have been audited/ reviewed by the other auditors and whose reports have been furnished to us and in so far as it relates to the amounts included in respect of the subsidiary are based solely on the reports of the other auditors.

FOR JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN No. 01361N  
SD/-  
Krishan Mangawa  
(PARTNER)  
M.NO.513236

PLACE: Gurgaon  
DATE: 30.5.2014



## Consolidated Balance Sheet as on 31st March, 2014

Sr. No.	Particulars	Note	As at 31st March, 2014 (Amt. In Rs.)	As at 31st March, 2013 (Amt. In Rs.)
<b>EQUITY AND LIABILITIES</b>				
<b>(1) Shareholder's funds</b>				
<b>(1) Shareholder's funds</b>				
	(a) Share Capital	1	23,90,67,200	23,90,67,200
	(b) Reserves & Surplus	2	1,02,05,91,824	80,77,98,777
<b>(2) Non-current liabilities</b>				
	(a) Long-term borrowings	3	30,37,18,555	33,10,91,415
	(b) Deferred tax liabilities (Net)	4	18,53,08,869	17,00,87,307
<b>(3) Current Liabilities</b>				
	(a) Short term borrowings	5	56,42,05,837	68,47,44,608
	(b) Trade Payables	6	54,34,50,216	45,04,10,315
	(c) Other current liabilities	7	18,98,04,545	16,09,89,761
	(d) Short term provisions	8	10,16,21,342	9,06,98,361
<b>TOTAL</b>			<b>3,14,77,68,389</b>	<b>2,93,48,87,744</b>
<b>II. ASSETS</b>				
<b>(1) Non-Current assets</b>				
<b>(a) Fixed assets</b>				
<b>(i) Tangible assets</b>				
	Gross block	9	2,10,47,23,175	1,98,25,29,154
	Less: Depreciation		74,13,01,975	64,41,84,125
	Net Block		1,36,34,21,200	1,33,83,45,029
<b>(i) Intangible assets</b>				
	Goodwill on consolidation		15,63,918	3,16,201
	(ii) Capital Work in Progress		1,82,37,293	7,01,51,692
	(b) Non-current investments	10	57,92,53,271	16,18,91,426
	(c) Long Term Loan & Advances	11	3,62,78,557	16,49,77,906
<b>(2) Current assets</b>				
	(a) Inventories	12	96,43,90,365	1,01,81,35,456
	(b) Trade receivables	13	40,82,062	40,82,062
	(c) Cash & Bank Balances	14	4,84,77,897	4,12,72,792
	(d) Short term loans and advances	15	13,20,63,826	13,57,15,180
<b>TOTAL</b>			<b>3,14,77,68,389</b>	<b>2,93,48,87,744</b>

Notes on Financial Statements &amp; Significant Accounting Policies 1 TO 33

## AUDITORS REPORT

As per our separate report of even date.

Sd/-  
for JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN : 01361

Sd/-  
Harvinder Chopra  
(Managing Director)

Sd/-  
Akhil Dada  
(Director)  
DIN No : 00129891

Sd/-  
Bhawana Gupta  
(Company Secretary & CFO)  
DIN No : 02321706

Sd/-  
Krishan Mangawa  
(Partner)  
M. No. : 513236

DATE: 30.05.2014  
PLACE: Gurgaon

**Consolidated Statement of Profit and loss for the year ended 31st March, 2014**

Sr. No.	Particulars	Note	As at 31st March, 2014 (Amt. in Rs.)	As at 31st March, 2013 (Amt. in Rs.)
I.	Revenue from operations	16	3,76,05,72,755	3,27,07,45,384
II.	Other Income	17	5,34,18,966	4,63,71,245
III.	Total Revenue		<u>3,81,39,91,721</u>	<u>3,31,71,16,629</u>
IV.	Expenses:			
	Cost of materials consumed	18	2,16,93,66,283	1,90,20,36,235
	Change in F.G, WIP, and Stock-in-Trade	19	4,93,25,047	(13,25,44,116)
	Employee benefit expense	20	9,46,98,538	7,34,36,291
	Finance costs	21	8,34,88,069	9,74,35,224
	Depreciation and amortization expense	9	9,73,81,613	8,13,73,144
	Other expenses	22	98,51,92,769	99,02,80,607
	Total expenses		<u>3,47,94,52,319</u>	<u>3,01,20,17,385</u>
V.	Profit before exceptional and extraordinary items and tax		<u>33,45,39,402</u>	<u>30,50,99,244</u>
VI.	Exceptional items Previous year Expenses			
VII.	Profit before extraordinary items and Tax			
VIII.	Extraordinary Items Provision for the obsolete stock			
IX.	Profit before tax		<u>33,45,39,402</u>	<u>30,50,99,244</u>
X.	Tax expense:			
	(1) Current tax		9,93,40,016	6,10,43,494
	(2) Deferred tax		1,52,21,562	2,93,49,950
	Income tax of Previous Year		57,12,777	48,28,732
	Sale Tax of Previous Year		-	3,08,594
	Wealth Tax of Previous Year		14,72,000	14,12,170
	Deferred tax assets		-	-
XI.	Profit (Loss) for the period from continuing operations		<u>21,27,93,047</u>	<u>20,81,56,304</u>
XII.	Profit (Loss) for the period from discontinuing operations		-	-
XIII.	Tax expense of discontinuing operations		-	-
XIV.	Profit (Loss) from Discontinuing operations (after tax)		-	-
XV.	Profit (Loss) for the period		<u>21,27,93,047</u>	<u>20,81,56,304</u>
XVI.	Earnings per equity share:			
	Basic /Diluted		9.02	8.83
	Nominal Value of each share		10.00	10.00

**AUDITORS REPORT**

As per our separate report of even date.

for JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN : 01361 N

Sd/-  
Harvinder Chopra  
(Managing Director)  
DIN No : 00129891

Sd/-  
Akhil Dada  
(Director)  
DIN No : 02321706

Sd/-  
Bhawana Gupta  
(Company Secretary & CFO)

Sd/-  
Krishan Mangawa  
(Partner)  
M. No. : 513236  
DATE: 30.05.2014  
PLACE: Gurgaon

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2014

Particulars	(Amount in Rs)	
	As at 31st March, 2014	As at 31st March, 2013
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profits after dividend & tax	21,27,93,047	18,05,63,243
ADJUSTMENTS FOR:		
i) Depreciation	9,73,81,613	8,13,73,144
ii) Interest on loans	7,98,22,169	9,39,17,118
iv) Interest received	(3,06,19,151)	(1,75,47,391)
v) Income Tax/Wealth Tax paid for previous years	7,184,777	65,49,496
vi) Deferred Tax Expenditure	1,52,21,562	2,93,49,950
vii) Dividend & Dividend Tax	-	2,75,93,060
viii) Income Tax Provision made during the year	9,93,40,016	6,10,43,494
ix) Gratuity	2,19,519	2,06,769
x) Loss on Sale of Fixed Assets	(1,45,669)	1,59,708
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHARGES</b>	<b>48,11,97,883</b>	<b>46,32,08,591</b>
ADJUSTMENTS FOR:		
i) Trade & Other Receivables	-	(2,44,330)
ii) Inventories	5,37,45,091	(12,68,15,704)
iii) Loan & advances	36,51,354	(3,23,28,184)
iv) Current Liabilities	12,21,76,644	16,47,52,836
v) Working Capital Borrowing	(12,05,38,771)	(1,68,72,986)
	5,90,34,318	(1,15,08,367)
<b>Cash flow from operating Activities</b>	<b>54,02,32,201</b>	<b>45,17,00,224</b>
Direct Taxes Paid	(6,82,28,271)	(4,91,31,296)
<b>Net Cash flow from operating Activities</b>	<b>47,20,03,930</b>	<b>40,25,68,928</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
i) Purchase of fixed Assets	(7,16,45,432)	(31,98,77,741)
ii) Loans & Advances	12,86,99,349	1,62,248
iii) Purchase of Investments	(41,73,61,845)	-
iv) Interest Received	3,06,19,151	1,75,47,391
<b>Net Cash from investing activities</b>	<b>(32,96,88,777)</b>	<b>(30,21,68,101)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
i) Receipt/Repayment of Term Loans	(2,73,72,860)	2,33,91,336
ii) Interest Paid on Loans	(8,01,44,128)	(7,55,72,979)
iii) Dividend & Dividend Tax Paid	(2,75,93,060)	(2,74,10,866)
<b>Net Cash flow from Financing Activities</b>	<b>(13,51,10,048)</b>	<b>(7,95,92,509)</b>
<b>Net Increase in Cash or Cash Equivalents</b>	<b>72,05,105</b>	<b>2,08,08,318</b>
Opening Cash & Cash Equivalents	4,12,72,792	2,04,64,474
Closing Cash & Cash Equivalents	4,84,77,897	4,12,72,792

for JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS

Sd/-  
Harvinder Chopra  
(Managing Director)  
Din Non 00129891

for and on behalf of the Board

Sd/-  
(Akhil Dada)  
(Director)  
Din Non 02321706

Sd/-  
Bhawana Gupta  
(Company Secretary & CFO)

FRN : 01361 N  
Sd/-  
Krishan Mangawa  
(Partner)  
M NO. 513236  
DATE: 30.05.2014  
PLACE: Gurgaon

**Consolidated Notes on Financial Statements for the Year ended 31st March, 2014**

NOTE 1	SHARE CAPITAL	As at 31st March, 2014 Amt. in Rs.	As at 31st March, 2013 Amt. in Rs.
1.	A) AUTHORISED 27000000 Equity shares of Rs. 10/-each	27,00,00,000	27,00,00,000
	B) ISSUED SUBSCRIBED & PAID UP 23584820 Equity Shares of Rs 10/- each fully called up and paid up	23,58,48,200	23,58,48,200
	C) ADD FORFEITED SHARES 643800 Shares of Rs.10 Each on which Rs.5/- paid up	32,19,000	32,19,000
	<b>TOTAL</b>	<b>239067200</b>	<b>23,90,67,200</b>
2.	<b>RIGHT OF SHAREHOLDERS</b>		
A)	Each Shareholder is entitled to one vote per share.		
B)	Each Shareholder has the right in profit/surplus in proportion to amount paid up with respect to share holding.		
C)	In the event of winding up, the equity shareholders will be entitled to receive the remaining balance of assets, if any, in proportionate to their individual shareholding in the paid up equity capital of the company.		
D)	There is no change in the Number of Share outstanding at the beginning and at the end of the Financial year.		
3.	<b>DETAIL OF SHAREHOLDERS HOLDING MORE THAN 5% SHARES</b>		
		No. of Shares held	No. of Shares held
	1. Sh. Siddhartha Vashishia	51,84,523	51,84,523
	2. M/s Soon N Sure Holdings Ltd.	78,91,173	78,91,173
	3. Piccadilly Hotels (P) Ltd.	34,36,821	34,36,821
NOTE 2	<b>RESERVES &amp; SURPLUS</b>		
A)	<b>CAPITAL RESERVE</b>		
	As Per Last Balance Sheet	19,48,91,714	19,48,91,714
	Capital receipt in pursuance of Sugar Incentive scheme 1993 for Repayment of Term Loans		
	<b>TOTAL-(A)</b>	<b>19,48,91,714</b>	<b>19,48,91,714</b>
B)	<b>SECURITY PREMIUM</b>		
	As Per Last Balance Sheet	97,21,800	97,21,800
	<b>TOTAL (B)</b>	<b>97,21,800</b>	<b>97,21,800</b>
C)	<b>PROFIT &amp; LOSS ACCOUNT</b>		
	As Per Last Balance Sheet	60,31,85,263	42,26,22,019
	Net Profit during the year	21,27,93,047	20,81,56,304
	Less :-		
	Proposed Dividend on Equity Share	-	(2,35,84,820)
	Provision for Dividend Tax	-	(40,08,240)
	<b>TOTAL- (C)</b>	<b>81,59,78,310</b>	<b>60,31,85,263</b>
	<b>Total (A+B+C)</b>	<b>1,02,05,91,824</b>	<b>80,77,98,777</b>
NOTE 3	<b>LONG TERM BORROWING</b>		
	<b>Secured</b>		
	<b>A. LOANS &amp; ADVANCES FROM BANKS:</b>		
	i) Term Loans From Sugar Development Fund.	4,75,57,250	5,77,50,000
	Term Loan includes Loan for Cane Development Rs. 475.57 Lacs (Rs. 577.50 lacs) are secured against second charge on movable property including its movable plant and machinery, machinery spares, tools and accessories and other movable and further secured on second charge against Land, Building, Plant and Machinery, Furniture and Fixtures of the company.		
	ii) Term Loans From Punjab National Bank.		1,42,32,951
	Term Loan from PNB for Ethanol Project was secured against Hypothecation of all the moveable/fixed Assets acquired/forming part of Manufacturing Unit/Plant for manufacture of Ethanol from molasses etc. at Village Bhadson, Tehsil - Indri, Distt. - Kamal, Haryana along with Indigenous/ imported Plant & Machinery/Equipments and other Miscellaneous fixed assets and first charge on all present & future block of assets situated at Village Bhadson, Umri - Indri Road, Kamal, Haryana.		

iii) Other Loans	29,23,496	38,70,655	
Other Loan include Vehicle Loans from banks secured by hypothecation of vehicles under Hire purchase Agreement.			
<b>TOTAL A</b>	<b>5,04,80,746</b>	<b>7,58,53,606</b>	
<b>UnSecured</b>			
From Bodies Corporate	25,32,37,809	25,52,37,809	
<b>Total B :-</b>	<b>25,32,37,809</b>	<b>25,52,37,809</b>	
<b>Total A + B :-</b>	<b>30,37,18,555</b>	<b>33,10,91,415</b>	
<b>Terms of Repayment:</b>			
Secured Borrowings -			
(a) SDF Loan-I outstanding Rs. 257.71 lacs, repayable in 4 Equal annual installments commencing from 12 October,2014 and Rs 64.43 Lacs out of such amount has been shown under 'Current Maturities of Long Term Debts'			
(b) SDF Loan-II outstanding Rs. 282.29 lacs, repayable in 8 Semi-Annual installments commencing from 05 November,2015			
(c) SDF Loan-III outstanding Rs. 37.50 lacs, is due on May, 2014 and such amount has been shown under 'Current Maturities of Long Term Debts'			
(d) Maturity profile of other loans			
	2-5 Years	1 Year	Total
Term Loan from Banks	1,179,271	620,407	1,799,678
Term Loan from NBFC	1,744,225	3,520,032	5,264,258
Unsecured Borrowings -			
Term loan of Rs 20.00 Crores alongwith interest has been rescheduled in the year 2012, for a further period of five years till FY 2017.			
<b>NOTE 4 DEFERRED TAX</b>			
	As at 31st March, 2014 Amt. in Rs.	As at 31st March, 2013 Amt. in Rs.	
A. Deferred Tax Asset			
On Account of Disallowance under section 43B of Income Tax Act	25,77,509	25,09,749	
B. Deferred Tax Liability			
On Account of Timing Difference due to Depreciation	18,78,86,378	17,25,97,056	
Net Deferred Tax Liability (B - A)	18,53,08,869	17,00,87,307	
<b>NOTE 5 SHORT TERM BORROWING</b>			
<b>SECURED</b>			
<b>FROM BANKS</b>			
Cash Credit A/c	56,42,05,837	68,47,44,608	
Cash Credit accounts are secured by first charge on present & future book debts, whole of current assets namely stock of raw material, stock in process, semi finished & finished goods, stores and spares relating to plant & machinery (consumable Store & spares) bills receivable and book debts and all other moveable both present & future & further secured by third charge on fixed assets of the company and personally guaranteed by promoters.			
<b>TOTAL</b>	<b>56,42,05,837</b>	<b>68,47,44,608</b>	
<b>NOTE 6 Trade Payables</b>			
<b>1. Sundry Creditors:</b>			
A) Total outstanding dues of Micro & Small Scale Industrial Enterprises			
B) Total outstanding dues of Creditors other than Micro & Small Industrial Enterprises.	54,34,50,216	45,04,10,315	
<b>TOTAL</b>	<b>54,34,50,216</b>	<b>45,04,10,315</b>	
<b>NOTE 7 Other Current Liabilities</b>			
1. Statutory Expenses	5,37,49,424	5,67,81,967	
2. Expenses Payable	96,80,599	88,05,599	
3. Creditor For Capital Goods	4,27,70,707	4,83,26,845	
4. Current Maturities of Long Term Debts.	2,85,66,140	2,55,77,224	
5. Interest accrued but not due on borrowings	15,86,071	19,08,030	
6. Other Liabilities	5,34,51,604	1,95,90,096	
<b>TOTAL</b>	<b>18,98,04,545</b>	<b>16,09,89,761</b>	
<b>NOTE 8 SHORT TERM PROVISION</b>			
1. Income Tax Provision	9,93,40,016	6,10,43,494	
2. Dividend -		2,35,84,820	
3. Dividend Tax		40,08,240	
4. For Employees Benefit	22,81,326	20,61,807	
<b>TOTAL :-</b>	<b>10,16,21,342</b>	<b>9,06,98,361</b>	

PARTICULAR	GROSS BLOCK AT COST ON 01.04.2013	ADDITIONS/ADJUSTMENTS during the year	TRANSFER/SALE	TOTAL COST AS AT 31.03.2014	DEPRECIATION UPTO 31/03/2013 during the period	DEPRECIATION DURING THE PERIOD UPTO 31/03/2014 WRITTEN BACK	WID Value AS ON 31.03.2014	WID Value AS ON 31.03.2013	NOTE 'g'
LAND	26105761.44	0.00	0.00	26105761.44	0.00	0.00	26105761.44	26105761.44	
LAND(Other than factory building)	128835000.00	0.00	0.00	128835000.00	0.00	0.00	128835000.00	128835000.00	
BUILDING	163126224.25	17161988.00	0.00	180288212.25	64450338.39	5449986.27	110397287.59	96675986.86	
PLANT & MACHINERY	157513234.06	102497686.52	33377650.00	1574232067.58	540843741.23	85480627.61	1039167698.73	1025488999.84	
Building(Office Flat)	5083147.00	0.00	0.00	5083147.00	864893.01	128614.61	4279649.38	4408463.99	
FURNITURE & FIXTURE	6389070.01	140581.00	0.00	6509651.01	3125090.69	409338.92	2975227.41	3243879.00	
OFFICE EQUIPMENT	678384.36	661523.00	0.00	741987.36	3186040.32	60072.83	3652874.21	3592324.04	
VEHICLE	51900956.96	548323.00	809432.00	56544247.96	22479073.26	5070394.52	283763.00	28421283.68	
TRACTOR	1507438.00	83006.00	0.00	1590438.00	70148.13	128369.53	980919.94	1037289.87	
COMPUTER	463827.00	349721.00	0.00	813548.00	165010.37	112108.37	277116.74	288816.63	
CMS Software Licence	1092867.00	0.00	0.00	1092867.00	0.00	0.00	1092867.00	1092867.00	
SMS Software	337080.00	0.00	0.00	337080.00	0.00	0.00	337080.00	337080.00	
Setup Boxes	1580767.00	0.00	15810.00	1579847.00	0.00	0.00	1579847.00	1580767.00	
<b>TOTAL</b>	<b>1982529154.08</b>	<b>126357222.52</b>	<b>4163202.00</b>	<b>2104723174.60</b>	<b>644184125.41</b>	<b>97381613.06</b>	<b>1363421199.12</b>	<b>1338345028.35</b>	
PREVIOUS YEAR	1552001521.00	430650145.00	531512.00	1982529154.00	563083786.00	81073144.00	1338345028.00	986417735.00	
Capital Work in Progress									
BUILDING UNDER CONSTRUCTION(CHD)	10005358.00	8231835.00	0.00	18237293.00	0.00	0.00	18237293.00	10005358.00	
BUILDING UNDER CONSTRUCTION FLATS	93737.00	1761388.00	0.00	1855125.00	0.00	0.00	1855125.00	93737.00	
Plant & Machinery (BOILER 8 TON)	1070669.00	3770024.00	14476883.00	52883559.00	0.00	0.00	52883559.00	1070669.00	
Plant & Machinery (CO2 Plant)	43478913.52	2797822.00	48267935.52	79523630.00	0.00	0.00	79523630.00	43478913.52	
Machinery Grain Grinding Mill	5866724.00	1417222.00	7283946.00	13662882.00	0.00	0.00	13662882.00	5866724.00	
<b>TOTAL</b>	<b>70151691.52</b>	<b>33284654.00</b>	<b>35199052.52</b>	<b>18237293.00</b>	<b>0.00</b>	<b>0.00</b>	<b>18237293.00</b>	<b>70151691.52</b>	
Previous Year	180734098.00	28855882.00	379035086.00	70151692.00	0.00	0.00	70151692.00	180734098.00	
<b>Grand Total</b>	<b>2052680845.60</b>	<b>159641876.52</b>	<b>89362254.52</b>	<b>2122960467.60</b>	<b>644184125.41</b>	<b>97381613.06</b>	<b>1381658492.12</b>	<b>1408486719.87</b>	
PREVIOUS YEAR	1733235617.00	689211827.00	379766598.00	2802608046.00	563083786.00	81373144.00	1408486720.00	1170151832.00	

NOTE 10 NON CURRENT INVESTMENT		As at 31st March, 2014	(Amount in Rs) As at 31st March, 2013
1)	<b>Investment in Equity Shares</b> In Equity Shares of Associate Company Quoted, fully paid up	6,73,88,364	6,73,88,364
A)	Piccadilly Sugar and Allied Industries Limited Investment Rs. 673.88 Lacs (Rs.673.88 Lacs) includes 1383871 Equity Shares at Rs.5.34/- Per Share for Rs.73.88 Lacs (At cost) & 60,00,000 Equity Share at Rs.10/-per Share for Rs.600.00 Lacs (Market Value of Shares is Rs4.03/- Per Share) These Investment are Valued at Cost.		
	In Equity Shares of Associate Company Unquoted, fully paid up		
B)	Astin Excavation & Mining Pvt. Ltd. Investment Rs. 1.00 Lacs (NIL) includes 10000 Equity Shares at Rs. 10/- Per Share. These Investment are Valued at Cost.	1,00,000	
	Investment in Subsidiaries Companies: Unquoted, fully paid up		
A)	Nirvana Biosys Pvt. Ltd. 85.75 Lacs Equity Shares@ 0.50 each. (Valued at cost)	42,87,500	
2)	<b>Investment in Debentures, Unquoted</b>		
A)	Piccadilly Hotels Private Limited 13.25% Unsecured Non Convertible Redeemable 30,00,000 Debentures @ Rs. 100/- Each, Rs 94/- paid up	28,20,00,000	
B)	Debenture - Astin Excavation & Mining Pvt. Ltd.. Unsecured Non Convertible Redeemable 13,00,000 Debentures @ Rs. 100/- Each	13,00,00,000	
3)	<b>Other Non-Current Investments</b>		
A)	Advance against Debenture Call Money @ Rs6/- (Piccadilly Hotel Pvt Ltd)	74,345	
B)	Advance For Purchase of Shares to PSIDC	9,45,03,062	9,45,03,062
C)	Share Application - Astin Excavation & Mining Pvt. Ltd.	9,00,000	
	<b>TOTAL</b>	<b>57,92,53,271</b>	<b>16,18,91,426</b>
<b>NOTE 11 LONG TERM LOAN &amp; ADVANCES</b>			
	Piccadilly Sugar & Allied Industries Ltd. (Secured Against Plant & Machinery) Related Party	2,50,00,000	2,50,00,000
	Piccadilly Hotels (P) Ltd. (Unsecured) Related Party		12,70,00,000
	Security Deposit	41,28,795	18,31,795
	Advance for Capital Goods (Unsecured But Considered Good)	71,49,762	1,11,46,111
	<b>TOTAL</b>	<b>3,62,78,557</b>	<b>16,49,77,906</b>
<b>NOTE 12 INVENTORIES</b>			
	(As per inventories taken, valued & certified by the management)		
	Stores & Spares	3,66,58,017	3,08,72,748
	Raw Materials	86,44,042	1,88,49,355
	Work In Progress	15,28,06,496	7,64,41,377
	Finished Goods	76,62,81,810	89,19,71,976
	<b>TOTAL</b>	<b>96,43,90,365</b>	<b>1,01,81,35,456</b>
<b>NOTE 13 TRADE RECEIVABLE</b>			
	<b>SUNDRY DEBTORS (Unsecured But Considered Good)</b>		
a)	debts outstanding for a period exceeding six months	40,82,062	10,96,591
	Less than six months	-	29,85,471
b)	Other Debts		
	<b>TOTAL</b>	<b>40,82,062</b>	<b>40,82,062</b>
<b>NOTE 14 CASH &amp; Bank Balances</b>			
(a)	Cash & Cash Equivalents		
	Cash in Hand	46,80,355	61,79,777
(b)	Balance with Banks		
	In Current Accounts	3,79,89,813	3,13,09,133
(c)	Other Bank Balances		
	FDR Matruing after 12 Months	11,00,000	11,00,000
	FDR Maturing within 12 Months	41,50,000	22,00,000
	Interest on FDR	5,57,729	4,83,882
	<b>TOTAL</b>	<b>4,84,77,897</b>	<b>4,12,72,792</b>

		(Amount in Rs)	
NOTE 15	SHORT TERM LOANS & ADVANCES	As at 31st March, 2014	As at 31st March, 2013
	<b>LOANS &amp; ADVANCES</b>		
	Advances recoverable in cash or in kind or for value to be received ( Unsecured but considered good)		
	Income Tax/Advance Tax(T.D.S.)	1,35,35,832	1,32,80,751
	Other Loans & Advances	11,85,27,994	12,24,34,429
	<b>TOTAL</b>	<b>13,20,63,826</b>	<b>13,57,15,180</b>
<b>NOTE 16</b>	<b>DETAIL OF REVENUE FROM OPERATIONS</b>		
	<b>Sale of Product</b>		
	Gross Sales	3,81,94,51,315	3,31,56,97,707
	Less: Excise Duty	5,88,78,560	4,49,52,323
	<b>NET SALES</b>	<b>3,76,05,72,755</b>	<b>3,27,07,45,384</b>
<b>NOTE 17</b>	<b>OTHER INCOME</b>		
	<b>Interest Income</b>		
	Interest Received	3,06,19,151	1,75,47,391
	<b>Other non-operative Income</b>		
	Misc Income	4,58,777	49,29,571
	Bottling Charges	40,06,742	146,29,145
	Hire Charges	32,30,700	33,00,000
	Excise Duty on Closing Stock	33,78,086	
	Sundry Balance W/off		7,22,186
	Scrap Sale	1,17,25,510	52,42,952
	<b>Total</b>	<b>5,34,18,966</b>	<b>4,63,71,245</b>
<b>NOTE 18</b>	<b>COST OF RAW MATERIAL CONSUMED</b>		
	Opening Stock of Raw Materials	1,88,49,355	3,37,46,732
	Add Purchases during the year	2,15,91,60,970	1,88,71,38,858
	Less Closing Stock	(86,44,042)	(1,88,49,355)
	<b>Total</b>	<b>2,16,93,66,283</b>	<b>1,90,20,36,235</b>
<b>NOTE 19</b>	<b>CHANGES IN FINISHED GOODS, WIP, STOCK IN TRADE</b>		
	<b>Opening Stock</b>		
	Work In Progress	7,64,41,377	4,35,17,146
	Finished Goods	89,19,71,976	79,23,52,091
	<b>TOTAL 'A'</b>	<b>96,84,13,353</b>	<b>83,58,69,237</b>
	<b>Closing Stock</b>		
	Work In Progress	15,28,06,496	7,64,41,377
	<b>Finished Goods Stock</b>	<b>76,62,81,810</b>	<b>89,19,71,976</b>
	<b>TOTAL 'B'</b>	<b>91,90,88,306</b>	<b>96,84,13,353</b>
	<b>TOTAL (A - B)</b>	<b>4,93,25,047</b>	<b>(13,25,44,116)</b>
<b>NOTE 20</b>	<b>EMPLOYEE BENEFIT EXPENSES</b>		
	Salaries	8,97,70,613	6,95,84,007
	Contribution to Provident Fund & Other Funds	9,70,585	5,85,470
	Retrenchment & Compansation	9,79,800	2,95,000
	Staff Welfare	29,77,540	29,71,814
	<b>TOTAL :-</b>	<b>9,46,98,538</b>	<b>7,34,36,291</b>
<b>NOTE 21</b>	<b>FINANCE COST</b>		
	<b>Interest Expense</b>		
	Interest	7,98,22,169	9,39,17,118
	<b>Other Borrowing Cost</b>		
	Bank Charges	36,65,900	35,18,106
	<b>TOTAL :-</b>	<b>8,34,88,069</b>	<b>9,74,35,224</b>



NOTE 22	DETAIL OF OTHER EXPENSES	(Amount in Rs)	
		As at 31st March, 2014	As at 31st March, 2013
	<b>Manufacturing Expenses</b>		
	Chemicals, Oil & Lubricants	4,29,79,138	4,52,49,642
	Power & Fuel	10,17,65,385	14,19,66,203
	Packing Material	54,29,38,296	50,68,75,603
	Electricals Repair	43,52,789	46,03,536
	Plant & Machinery Repair	6,03,50,344	6,67,44,905
	Loading & Unloading	25,22,376	19,73,557
	Excise Duty	81,40,543	2,19,35,412
	Cane Development Expenses	15,69,890	9,41,742
	Electricity & Water Charges	63,82,456	35,88,726
	Environmental & ETP Exp	39,13,452	49,54,741
	Packing Material - IMFL	2,633	
	<b>Total A</b>	<b>77,49,17,302</b>	<b>79,88,34,067</b>
	<b>Selling Expenses</b>		
	Commission	45,18,140	35,35,100
	Loading Unloading	14,23,876	9,92,366
	Transport & Handling	13,74,25,932	13,64,00,079
	Advertisement	6,68,195	2,36,170
	<b>Total B</b>	<b>14,40,36,143</b>	<b>14,11,63,715</b>
	<b>Adminstrative &amp; Other Expenses</b>		
	Rent	93,55,264	49,89,015
	Lease Rent/Hire Charges	8,12,604	9,47,504
	Insurance	18,04,814	12,80,400
	Fee & taxes	1,46,72,752	1,36,19,896
	Service Tax	9,70,707	6,53,203
	Professional Charges	28,97,870	27,22,446
	Running & Maintenance of Vehicle	43,06,544	43,58,482
	Postage & Telephone expenses	13,23,121	11,55,992
	Payments to Auditor		
	Audit Fee	1,00,000	1,00,000
	Tax Audit Fees	25,000	25,000
	Directors Remuneration	1,10,26,800	89,40,000
	Donation	3,700	10,100
	Printing, Stationery & publishing	6,37,911	4,54,846
	Travelling & Conveyance		
	Director	3,90,384	1,90,767
	Others	22,77,798	20,44,533
	Repair & Maintenance		
	Building	17,94,050	10,34,060
	Others	1,13,27,695	73,98,295
	Sundry Balance W/off	21,55,932	
	Loss on Sale of Fixed Assets	1,45,669	1,59,708
	Sales Promotion	2,10,709	1,98,578
	<b>Total C</b>	<b>6,62,39,324</b>	<b>5,02,82,825</b>
	<b>Grand TOTAL (A+B+C)</b>	<b>98,51,92,769</b>	<b>99,02,80,607</b>
NOTE 23	<b>CONTINGENT LIABILITIES</b>		
a.	In respect of unassessed cases of Income Tax, Sales Tax, Excise Duty & Service Tax	Nil	Nil
b.	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	Nil	Nil

NOTE 24 REMUNERATION PAID TO DIRECTORS	As at		As at	
	31st March, 2014		31st March, 2013	
	Rs. In Lacs			
	Managing Director		Whole-Time Director	
Financial Year	2013-14	2012-13	2013-14	2012-13
1. Salary	102.00	81.00	5.87	6.00
2. Rent		-	2.40	2.40
	102.00	81.00	8.27	8.40

The Remuneration to Directors is paid in accordance with Part B of Schedule XIII of Companies Act, 1956.

NOTE 25 DISCLOSURE AS PER AS-17 SEGMENT REPORTING	as at 31st March 2014		Rs. In Lacs
PARTICULARS	Sugar	Distillery	Total
Sales & Other Income	15,114.61	23,025.31	38,139.92
Less: Inter Segment Revenue	889.98	-	889.98
Total Revenue	14,224.63	23,025.31	37,249.94
Profit before Interest, Depreciation & Taxation	259.58	4,857.85	5,117.43
Depreciation	386.69	587.12	973.82
Profit After Depreciation	(127.11)	4,270.73	4,143.62
Interest Expenses	762.22	36.00	798.22
Profit Before Tax	(889.34)	4,234.73	3,345.39
Wealth Tax			14.72
Income/ Sales Tax (Previous Years)			57.13
Deferred Tax			152.22
Provision for Taxation			993.40
Profit After Tax (PAT)			2,127.93
<b>Other information</b>			
Segment Assets	16,273.71	15,201.62	31,475.33
Segment Liabilities	10,111.91	3,876.55	13,988.46
Capital Employed	6,161.80	11,325.07	17,486.86
Capital Expenditure Depreciation debited to the Statement of Profit & Loss	386.69	587.12	973.82

**Notes:**

- The Company has identified Business Segments as primary Segments. The reportable business Segments are "Sugar" and "Distillery".
- The type of products in each business segments are as under:  
Sugar : Sugar, Molasses and Bagasse  
Distillery: Liquor & Malt
- Inter-divisional transfers have been valued at prevailing market price.
- There is no unallocated amount of revenue /expenses
- The Company is also converting resin in to pet bottle, which is exclusively used for Liquor which is taken in Distillery Segment and hence no separate segment is reported for the same.

**NOTE 26 PAYABLES & RECEIVABLES**

Balance of certain sundry debtors, loans & advances (including capital advances), creditors and other liabilities are in process of confirmation/reconciliation. The management is of the opinion that adjustment, if any, arising out of such reconciliation would not be material.

**NOTE 27 ADVANCES RECOVERABLE**

In the opinion of the Board, the current assets, loans and advances are approximately of the value stated, if realized in ordinary course of business. The provision for known liabilities is adequate and not in excess of amount reasonably necessary.

(Amount in Rs)

NOTE 28	DISCLOSURE AS PER AS-20 EARNING PER SHARE	As at	As at
		31st March, 2014	31st March, 2013
	Profit During the Year ( In Rs.)	212,793,047	208,156,303
	No. of Shares	23,584,820	23,584,820
	Face Value (In Rs.)	10.00	10.00
	Basic/Diluted Earning Per Shares (In Rs)	9.02	8.83

NOTE 29	DISCLOSURE AS PER AS-18 RELATED PARTY DISCLOSURE	Amount in lacs	
	(a) List of Related Parties and Relationships:		
	<b>A. Key Management Personnel – Managing Director</b>		
	Shri Harvinder Chopra		
	<b>B. Subsidiary Company:</b>		
	Clearvision Media Private Limited		
	<b>C. Others:</b>		
	Piccadily Hotels Private Limited		
	Piccadily Sugar and Allied Industries Limited		
	(b) Related Party Transactions:		
	<b>Purchase of Goods:</b>		
	Piccadily Sugar and Allied Industries Limited		288.50
			288.50
	<b>Purchase of Fixed Asset:</b>		
	Piccadily Sugar and Allied Industries Limited		123.51
		0.00	346.90
	<b>Interest Income:</b>		
	Piccadily Sugar and Allied Industries Limited	24.19	26.87
	Piccadily Hotels Private Limited	249.70	143.91
		273.89	170.78
	<b>Office Rent Expense:</b>		
	Piccadily Hotels Private Limited	13.48	26.97
		13.48	26.97

\* Remuneration of Directors has been disclosed in the Note No. 24

NOTE 30	FOREIGN EXCHANGE TRANSACTION	(Amount in Lacs)	
	(a) Value of imports calculated on CIF basis by the company during the financial year in respect of :		
	1. Raw Materials	NIL	NIL
	2. Components and Spare Parts	NIL	NIL
	3. Capital Goods	75.84	256.97
	(b) Expenditure in Foreign Travelling	NIL	NIL
	(c) Earning in Foreign Currency	NIL	NIL

NOTE 31	MICRO SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006
	The company has not received intimation from suppliers regarding the status under Micro Small and Medium Enterprises Act 2006 and hence disclosures if any, relating to amounts unpaid as at the year end together with Development interest paid/payable as required under the said Act have not been given.

NOTE 32	REGROUPING OF FIGURES
	The previous year figures have been recast/ regrouped whenever considered necessary to facilitate comparison with revised Schedule XI.

#### AUDITORS REPORT

As per our separate report of even date.

Sd/-	Sd/-	Sd/-	
for JAIN & ASSOCIATES	Harvinder Chopra	(Akhil Dada)	Bhawana Gupta
CHARTERED ACCOUNTANTS	(Managing Director)	(Director)	(Company Secretary & CFO)
FRN : 01361	Din Non 00129891	Din Non 02321706	

Sd/-  
Krishan Mangawa  
(Partner)  
M NO. 513236  
DATE: 30.05.2014  
PLACE: Gurgaon

## PICCADILY AGRO INDUSTRIES LIMITED

PROXY FORM

L01115HR1994PLC032244

Registered Office: Village Bhadson , Umri-Indri Road , Tehsil Indri , Distt Karnal ,  
Haryana-134101

Name of the member(s):

e-mail id:

Registered address:

Folio No/\*Client id:

\*DP ID:

I/WE, BEING THE MEMBER(S) Holding \_\_\_\_\_ shares of Piccadily Agro Industries Limited, hereby appoint:

1) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him.

2) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him.

3) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him.

& whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me /us and on my/our behalf at the 20th ANNUAL GENERAL MEETING of the Company, to be held on Tuesday, September 30, 2014 at 4.00 P.M AT Registered Office: Village Bhadson , Umri-Indri Road , Tehsil Indri , Distt Karnal , Haryana-134101 and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\*I wish my above Proxy to vote in the manner as indicated in the box below:

Resolutions		for	Against
1.	Consider and adopt:		
a)	Audited Financial Statement, Reports of the Board of Directors and Auditors		
b)	Audited Consolidated Financial Statement		
2.	Re-appointment of Sh. Harvinder Chopra who retires by rotation		
3.	Appointment of Auditors and fixing their remuneration		
4.	Appointment of Sh. Vinod Dada as an independent Director		
5.	Appointment of Sh. Akhil Dada as an independent Director		
6.	Borrowing power of the Company U/s 180(1)(C) of Companies Act 2013		
7.	Creation /charge/Mortgage of Property U/s 180(1)(a) of Companies Act 2013		
8.	Approval of the Remuneration of the Cost Auditors		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2014

Signature of shareholder

Affix a Revenue Stamp

Signature of First proxy holder

Signature of second proxy holder

Signature of third proxy holder

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company not less than 48 hours before the commencement of the meeting.
- (2) A proxy need not be member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the capital of the Company carrying voting rights. member holding more than 10% of the total share capital of the Company carrying voting right may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- \*\* (4) this is only optional. Please put a 'X' in the appropriate column against the resolution indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (6) In the case of joint holders, the signature of any one holder will be sufficient, but names of the joint holders should be stated.



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**FORM NO. MGT-12****Polling Paper**

(Pursuant to section 109 (5) of the Companies Act, 2013 and rule 21 (1) (c) of the Companies (Management and Administration) Rules, 2014

**Piccadily Agro Industries Limited**

Registered Office Village Bhadson, Umri-Indri Road, Tehsil Indri, Distt. Karnal, Haryana

**BALLOT PAPER**

S.No	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No./Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity

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

No.	Item No.	No of shares held by me	I assent to the resolution	I dissent from the resolution
1.	Consider and adopt:			
a)	Audited Financial Statement, Reports of the Board of Directors and Auditors			
b)	Audited Consolidated Financial Statement			
2.	Re-appointment of Sh. Harvinder Chopra who retires by rotation			
3.	Appointment of Auditors and fixing their remuneration			
4.	Appointment of Sh. Vinod Dada as an independent Director			
5.	Appointment of Sh. Akhil Dada as an independent Director			
6.	Borrowing power of the Company U/s 180(1) (C) of Companies Act 2013			
7.	Creation /charge/Mortgage of Property U/s 180 (1)(a) of Companies Act 2013			
8.	Approval of the Remuneration of the Cost Auditors			

Place :  
Date:

Signature of Shareholder

piccadilly

PICCADILY Agro Industries Ltd.

If undelivered, please return to:  
**PICCADILY AGRO INDUSTRIES LTD.**  
Regd. Office: Village Bhadson, Umri-Indri Road,  
Tehsil Indri, Distt. Karnal, Haryana