

CAMSON BIO TECHNOLOGIES LIMITED

**Annual Report
2013 - 14**



DISCLAIMER

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make, contain forward-looking statements that set our anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialize or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.



Annual Report 2013-2014

Board of Directors:

Mr. Dhirendra Kumar Managing Director

Mr. A.N.Singh Director

Mr. Veerendra Kumar Singh Director

Mr. B.C.Madappa Director

Mr. Krishnaswamy Ramaswamy Director

Dr. Anurudh Kumar Singh Director

Mr. Gulshan Kumar Khanna Director

Registered Office

Survey No. 132
Madagondanahalli,
Doddaballapur, Nelamangala Road,
Doddaballapur, Bangalore - 561 023.
Tel: +91 - 8119300000

Corporate Office

C-7, 7th Floor, Corporate Block,
Golden Enclave, Old Airport Road,
Bangalore - 560017.
CIN: L85110KA1993PLC014944
Tel: +91-80-40768900
Fax: +91-80-40768905

website. www.camsonbiotechnologies.com

Email: ID: info@camsonbiotechnologies.com

Auditors
Messrs B. K. Khare & Co.
Chartered Accountants
101, Money chambers,
1st Floor, # 6, K.H.Road,
Shanti Nagar,
Bangalore - 560 027.
Tel: +91-80-41105357
Fax: +91-22-22003476

Registrar & Transfer Agents
Integrated Enterprises (India) Ltd.
No. 30, Ramana Residency,
4th Cross, Sampige Road,
Malleswharam,
Bangalore - 560 003.
Tel: +91-80-23460815 / 818
Fax: +91-80-23460819

Bankers
HDFC Bank
Corporation Bank
State Bank of India
IDBI Bank
Axis Bank
Bank of Baroda



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Message from Managing Director



Message from the Managing Director

Dear Shareholders,

The global economy is gradually making a recovery and most governments are pursuing a pro-business model that aids growth. The World Bank has forecasted the global economy to expand by 2.8% in 2014, 3.4% in 2015 and 3.5% in 2016. The growth in emerging market and developing economies is likely to evolve at a brisk pace of about 5.5% in 2014.

However, the Indian economy faces its own limitations in the form of structural constraints, high level of inflation, external imbalances, weak and fluctuating rupee and impact of global economy. Although weak, the recovery in growth is expected to gather pace in the coming quarters. Positive market sentiments fuelled by the new government, speedy implementation, improved infrastructure and revival of manufacturing capacity is likely to drive the growth in the Indian economy. Moreover, World Bank's forecast of 6% growth rate for the Indian economy for the year 2014-15 has revived the spirits of Indian corporate sector and the SMEs.

Since the Indian economy is largely dependent on agriculture, it is likely to face challenges from low rainfall. In order to address such a situation, the honourable Finance Minister has outlined a plan to strengthen the value chain in the agro industry and achieve a growth rate of 4%. This bodes well for the bio-agri industry in particular and biotech industry in general. Our honourable Prime Minister Mr. Narendra Modi has initiated "Lab to Land" model, which augurs well with Your Company's objective of "Farm to Fork".

Amidst the enthusiasm, our country continues to face one of its most formidable economic challenges. It is a challenge to increase food grain production for meeting the growing demand from India's large population. There is a widening demand-supply gap - a problem that needs to be addressed with utmost diligence.

We believe that in such a scenario, bio agriculture has a major role to play. We can provide the answers by developing a wide range of offering that are tailored to the domestic landscape. With an ever increasing population and scarcer resources, we always need to do more with less. We know that bio agriculture yields better results than traditional techniques while maintaining the stability and fertility of soil. There is an urgent need to change the conventional methods of agriculture to produce quality food grains, improve the quality of soil, fight the increasing threats of diseases in crops and counter scarcity of agricultural land because of increasing population. Improving the efficiency and the effectiveness of agriculture by the use of hybrid seeds, transgenic crops, bio-pesticides and bio-fertilizers is the need of the hour.

However, make no mistake; biotechnology goes far beyond improving yields. Through ongoing research and product development, we have achieved bio fortification to help us provide the essential nutrients to the poor who rarely have access to healthy or fortified food. Our efforts are allowing plants to fulfil their micronutrient requirements, fight pests and a variety of natural enemies that can damage crops and impact the nutritional value of the produce.

In addition, there have been significant developments on the policy support from the Indian government that has been funding institutes for biotech research. However, the bio-agri sector is yet to benefit from this increase in the budgetary allocations. The need of the hour is to develop an ecosystem that provides further impetus for raising investments from domestic as well as foreign players.



The bio agriculture sector in India is currently estimated at US\$ 7.8 billion. There is a huge international market for bio-agri products and the segment is experiencing a strong growth. In addition, the low cost and skilled labour force is attracting outsourced research activity. The sector offers multiple innovative techniques to develop high-yielding crops that can counter the biotic and abiotic stress associated with Indian agriculture. Camson Bio Technologies intends to utilise this growth phase by consolidating and strengthening its presence in the existing market, exploring newer markets and establishing its presence across the agri-value chain.

Your Company has a strong foothold in the bio pesticides and bio fertilisers market. It has added three new products to the existing portfolio of 22 bio pesticides and 7 bio fertilisers and is soon launching a new range of 100% bioavailable and water-soluble natural fertilisers as a replacement for harmful chemical fertilizers. Your Company has also launched new hybrid seeds of fruits – watermelon and muskmelon, and vegetables – okra, tomatoes and brinjals that are highly tolerant to drought, infection by pests and stress.

Your Company is also establishing and intensifying its reach across India and the world. We aim to be the global leaders in providing healthy, zero-residue bio-agri solutions to the farmers and consumers worldwide.

In an endeavour to participate across all segments and functions of the agri value chain, we have acquired, through our subsidiary Company Camson Agri-Ventures Private Limited, Deccan and Srushti Agro Products, two state-of-the-art food-processing firms. This decision will fortify our efforts to make safe organic food available and affordable to all, while also ensuring better price realisation for farmers. While this expands our presence across the entire agri-value chain, the core interest of your Company continues to be the promising biocides business and natural fertilizers.

Control Union's 100% organic certification to your Company's products is a matter of pride, and stands testimony to our commitment in providing effective and eco-friendly agro-inputs. Our initiatives in various leagues have earned us prestigious awards. The Leaders of Tomorrow Award for 2013 in the 'Food & Agri Products' category awarded by ET NOW-India MART is a national recognition and appreciation of our revolutionary technology in the biotech industry.

We at Camson are committed to leveraging the growth prospects in the Indian economy and the promising markets. Our strengths in the biocides and hybrid seeds market and our endeavours in the complete agri value chain through its subsidiary Camson Agri-Ventures (CAV) place your Company in the vantage position to scale new heights.

On behalf of all the Board of Directors and our family at Camson, I would like to thank our shareholders, vendors, bankers, customers, and everyone who have helped us meet industry standards and set new benchmarks!

Warm Regards,

Dhirendra Kumar
Managing Director

Notice



NOTICE

NOTICE is hereby given that the 20th Annual General Meeting of the members of the Company will be held on Wednesday , 24th September 2014, at 3.00 p.m. at Sree Nandhini Palace No. 4034, 100 feet Road, HAL 2nd Stage, Indiranagar, Bangalore-560038 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and the Statement of Profit and Loss for the year ended as on that date together with the Reports of Directors and Auditors thereon.
2. To declare Dividend.
3. To appoint Mr. Veerendra Kumar Singh, Non-Executive Director, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint Auditors of the Company and authorize the Board to fix their remuneration.
5. To ratify the remuneration fixed by the Board of Directors to Messrs Murthy & Co. LLP, Cost Auditors appointed for the year 2014-15.

SPECIAL BUSINESS:

6. To consider and if thought fit to pass with or without modification(s) the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the existing Articles of Association of the Company be and is hereby replaced, altered, modified and revised as per the new set of Articles of Association (“New Articles”), a copy of which was placed before the meeting and duly initialed by Chairman for the purposes of identification and that the New Articles be and are hereby approved and adopted as the Articles of Association of the Company with effect from the date hereof, and they be the regulations of the Company in place, in substitution and to the entire exclusion of the existing Articles of Association.

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorized to take all such steps and actions for the purposes of making all such filings and registrations as may be required in relation to the aforesaid amendment to the Articles of Association and further to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution, including filing any necessary forms with the Registrar of Companies.”



7. To consider and, if thought fit, to pass, with or without modifications, the following Resolution as a Special Resolution:

“RESOLVED THAT in partial modification and ratification of the resolutions passed by the Members at the Eighteenth and Nineteenth Annual General Meeting held on 28th September, 2012 and 27th September, 2013, respectively, relating to Employees Stock Option Plan (ESOP)-2012 for the benefit of such person or persons who are in the employment of the Company and pursuant to the provisions of Section 81(1A) and other applicable provisions, if any, of the Companies Act, 1956 (including any amendment thereto or re-enactment thereof) and now in accordance with the provisions of the Companies Act, 2013 and the Memorandum and Articles of Association of the Company and the guidelines prescribed by the Securities and Exchange Board of India or any other relevant authority from time to time, the Board be and is hereby authorized to create, issue, offer and allot such number of Equity Shares under ESOP not exceeding the aggregate (including any Equity Shares created, issued and allotted pursuant to the options granted earlier under ESOP), five percent (5%) of the aggregate number of issued and allotted Equity Shares of the Company as on the date of the Annual General Meeting approving this Resolution.

RESOLVED FURTHER THAT the new Equity Shares to be issued and allotted by the Company in pursuance of the said Employees Stock Option Plan - 2012 shall rank pari-passu in all respects with the existing Equity Shares of the Company as per the following:

- a) Total number of options to be granted:

The number of options to be granted pursuant to 'Employees Stock Option Plan 2012' scheme shall not exceed 5% five percent of the aggregate number of issued and allotted equity shares of the Company as on the date of the Annual General Meeting approving this Resolution. The same may be decided by the Board of Directors or the Compensation Committee (Sub-Committee of the Board) subject to the aforementioned maximum limit.

- b) Identification of classes of employees entitled to participate in the ESOP:

Options are offered to employees of the Company but excluding Directors and Promoter Directors of the Company.

- c) Requirements of vesting and period of vesting:

The continuation of the employee in the service of the Company shall be a primary requirement of vesting. The Compensation Committee shall formulate the other criteria of vesting, which may inter alia include performance related issues. The vesting period shall commence on the expiry of one (1) year from the date of grant of the option and will extend as may be thought fit by the Compensation Committee.



- d) Maximum period within which the options shall be vested:

The Maximum period within which the options shall be vested is upon the completion of ten years from the date of grant of options.

- e) Exercise price or pricing formula:

Options under the 'Employees Stock Option Plan 2012' would be issued at a price being lower of:

- (i) Market price of Equity Shares on the date of grant as discounted by such rate as decided by the Board in consultation with Compensation Committee (Or)
- (ii) Average of the daily high and low of the closing prices of the related Shares, quoted on the stock exchanges, during the month preceding the month on which the options are granted.

- f) Exercise Period and Procedure for Exercise:

The exercise period shall commence from the date of vesting and expire not later than twelve months from the date of such vesting and can be further extended to a period of twelve months from the vesting date upon a specific request from the associate/employee concerned. However such an extension may be granted by the Compensation Committee only under special circumstances. The mode or process of exercise of the options will be framed by the Compensation Committee

- g) The appraisal process for determining the eligibility of employees to the ESOP:

The eligibility criteria for the employees under ESOP will be determined by the Compensation Committee based on qualification, past and present performance, experience, technical knowledge, professionalism, designation, responsibility, other qualities or such other basis as the Committee may deem fit.

- h) Maximum number of options to be issued per employee and in aggregate:

The maximum number of options granted to any one employee will not exceed 1% of the issued Equity Share Capital of the Company at the time of granting of option.

- i) Power to amend, vary or modify the Scheme:

The Board shall have powers to amend, vary, or modify any of the terms and conditions of the ESOP pertaining to the grant of options, pricing of options, issue or allotment of equity shares or warrants pursuant to the options, without being required to seek any further consent or approval of the Members. The powers granted by the Members pursuant to this resolution will include powers to withdraw, recall, accept, surrender or cancel options issued/to be issued pursuant to this resolution or any other earlier approval accorded by the Members in this behalf, and to issue fresh options in lieu thereof at such price, in such manner, during such period, in one or more tranches and on such other terms and conditions as the Board may decide.



j) Accounting policies:

The Company shall comply with the disclosure and accounting policies prescribed by SEBI and any other appropriate authority in this regard.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of the securities/ shares allotted under the Employee Stock Option Plan – 2012 on the Stock Exchanges where the Shares of the Company are listed as per the provisions of the Listing Agreement with the concerned Stock Exchanges and other applicable guidelines, rules and regulations.”

8. To consider and if thought fit, to pass with or without modification(s), the following as an *Ordinary Resolution*:

“RESOLVED that pursuant to the provisions of Sections 149, 160 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) Ms. Reeta Gangwani be and is hereby appointed as an Independent Director of the Company, in respect of whom the Company has received a notice in writing, from a member proposing her candidature for the office of Director, to hold office for five consecutive years for a term up to 23rd September, 2019.”

**By Order of the Board
For Camson Bio Technologies Limited**

**Date: 13th August 2014
Place: Bangalore**

**Sd/-
B.S.K.Sirish
Company Secretary**



NOTES

1. A Member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of himself / herself and such proxy need not be a member of the Company. Proxies in order to be effective, must be received at the Registered Office of the Company at least 48 hours before the meeting.
2. Explanatory Statement as per Section 102 of the Companies Act, 2013 is attached hereto.
3. The Register of Members and the Share Transfer books of the Company will remain closed from 17th September 2014 to 24th September 2014 (both days inclusive).
4. Dividend of Re. 1 (10%) per Equity Share as recommended by the Board, if approved at the Meeting, will be paid to those members whose names appear on the Register of Members of the Company/ beneficial owners as per the records of depositories as on 16th September, 2014.
5. All correspondences relating to Change of Address, Transfer and Demat of Shares may be addressed to our Registrar and Share Transfer Agent, Integrated Enterprises (India) Limited, No.30, Ramana Residency, 4th Cross, Sampige Road, Malleswaram, Bangalore - 560 003, Phone : 080-23460815 to 818, Fax: 080-23460819, E-mail: irg@integratedindia.in
6. Members are requested to quote the Folio Numbers or Demat Account Numbers and Depository Participant ID (DPID) in all correspondence to the Registrar and Share Transfer Agents of the Company.
7. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or Integrated Enterprises (India) Limited for assistance in this regard.
8. Members holding shares in physical form in identical orders of names in more than one folio are requested to send to the company, or Integrated Enterprises (India) Limited, the details of such folio together with the shares certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.
9. In case of joint holders attending the meeting, the Member whose name appears first in the order of names as per the Register of Members of the Company will be entitled to vote.
10. Members seeking any information with regard to the Annual Accounts, are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
11. Pursuant to SEBI notification no. MED/ DOP/ Circular/05/2009 dated May 20, 2009, it has become



mandatory for the transferee(s) to furnish copy of PAN Card to the Company/ RTA to enable/effect transfer of Shares in physical form.

12. The Equity Shares of the Company are available for trading in dematerialized form (electronic form) through depository participants. The Company has entered in to agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). ISIN Code No. INE399CO1030. All Shareholders holding Shares in physical form are requested to make use of this facility. Members are requested to open Demat account with any of the depository participants to enable transacting with the Stock Exchanges.
13. In terms of Section 205A read with Section 205C of the Companies Act, 1956, the Dividend declared for the year ended 31st March, 2007 and for all the preceding financial years which remain unclaimed for a period of seven years will be transferred to the Investor Education and Protection Fund established by the Central Government. Members are requested to note that no claims shall lie against the Company or the said Fund in respect of any amounts which are unclaimed and unpaid for a period of seven years from the dates that they first became due for payment and no payment shall be made in respect of any such claims.
14. As regards to the re-appointment of Mr. Veerendra Kumar Singh referred to in item No.3 of the notice, the following necessary disclosures are made for the information of the Shareholders:

i.	Name of the Director	Mr. Veerendra Kumar Singh	
ii.	Date of Birth	October 25, 1960	
iii.	Qualification	ME, MBA	
iv.	Experience	Worked for Four years in Automotive Industry. Followed by over a decade in the manufacture of Water Pollution Control Equipments and Solar Heating Systems. Since the last eight years he has been running successfully his own Infrastructure Venture.	
v.	Shareholding in Camson Bio Technologies Limited as on March 31, 2014	1,10,000 shares	
vi.	Interest in Companies and nature of Interest:		
	SI No.	Name of the Company / Firms	Nature of Interest
	1.	Camson Bio Technologies Limited	Director
	2.	Sando Machine Private Limited	Director

15. The notice of the Annual General Meeting along with the Annual Report 2013-14 is being forwarded in electronic mode to those Members whose e-mail address are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail address, physical copies are being sent by the permitted mode.
16. To support the 'Green Initiative', the Members who have not registered their e-mail address are requested to register the same with Integrated Enterprises (India) Limited / Depositories.
17. Voting through electronic means :

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the 20th Annual General Meeting to be held on September 24, 2014 at 3.00 pm at Srinidhi Nandhini Palace No. 4034, 100 ft Road, HAL 2nd Stage, Indranagar, Bangalore -560 038. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The instructions for members for voting electronically are as under:-

In case of members receiving e-mail:

- i. Log on to the e-voting website www.evotingindia.com
- ii. Click on "Shareholders" tab.
- iii. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- iv. Next enter the Image Verification as displayed and Click on Login.
- v. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vi. If you are a first time user follow the steps given below:



	For Members holding shares in Demat Form and Physical Form
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field.• In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
DOB#	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format..</p>
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none">• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.

- vii. After entering these details appropriately, click on "SUBMIT" tab.
- viii. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x. Click on the EVSN for the relevant **Camson Bio Technologies Limited** on which you choose to vote.
- xi. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option



“YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- xii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiii. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xiv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xv. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xvi. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to www.evotingindia.com and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvi) above to cast vote.
- (B) The voting period begins on **September 17th 2014 (9:00 a.m.)** and ends on **September 19th 2014 (6 p.m.)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **22nd August 2014**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.



- C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cbslindia.com.

**By Order of the Board
For Camson Bio Technologies Limited**

**Date: 13th August 2014
Place: Bangalore**

**Sd/-
B.S.K.Sirish
Company Secretary**



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

ITEM No. 6:

Amendment of Articles of Association:

The Articles of Association specify the limit for granting ESOP to be 3%, your Company is desirous of granting ESOP to Employees up to 5%. Hence there arises a need for altering the Articles.

There is a need to align the articles with new Companies Act, 2013. The new set of Articles of Association of the Company will be effective from the date of this Annual General Meeting.

Pursuant to the provisions of Section 14 of the Companies Act, 2013, amendment of Articles of Association requires approval of the shareholders by way of special resolution. Accordingly, this matter has been placed before the shareholders for approval. The Board therefore, submits the resolution for your consideration and recommends it to be passed as a special resolution. A copy of the existing as well as new Articles of Association of the Company is available for inspection at the Registered Office of the Company during working hours on any working day. None of the Directors / Key Managerial Personnel is in any way interested or concerned in the resolution.

ITEM NO. 7:

The Company has always felt that in order to enhance employee motivation and retention and to enable the employees to participate in the future growth and financial success of the Company, adequate number of shares should be available under ESOP. To facilitate this, the Board through its Compensation committee recommended to implement ESOP Plan-2012. These were approved by the Shareholders at their Annual General Meetings held on 28th September, 2012 and 27th September, 2013.

The Gist of the Plan is as follows:

a) Total number of options to be granted:

The number of options to be granted pursuant to 'Employees Stock Option Plan 2012' scheme shall not exceed 5% (five percent) of the aggregate number of issued and allotted equity shares of the Company as on the date of the Annual General Meeting approving this Resolution. The same may be decided by the Board of Directors or the Compensation Committee (Sub-Committee of the Board) subject to the aforementioned maximum limit.

b) Identification of classes of employees entitled to participate in the ESOP:

Options are offered to employees of the Company but excluding Directors and Promoter Directors of the Company.



c) Requirements of vesting and period of vesting:

The continuation of the employee in the service of the Company shall be a primary requirement of vesting. The Compensation Committee shall formulate the other criteria of vesting, which may inter alia include performance related issues. The vesting period shall commence on the expiry of one (1) year from the date of grant of the option and will extend as may be thought fit by the Compensation Committee.

d) Maximum period within which the options shall be vested:

The Maximum period within which the options shall be vested is upon the completion of ten years from the date of grant of options.

e) Exercise price or pricing formula:

Options under the 'Employees Stock Option Plan 2012' would be issued at a price being lower of:

- (i) Market price of Equity Shares on the date of grant as discounted by such rate as decided by the Board in consultation with Compensation Committee **(or)**.
- (ii) Average of the daily high and low of the closing prices of the related Shares, quoted on the stock exchanges, during the month preceding the month in which the options are granted.

f) Exercise Period and Procedure for Exercise:

The exercise period shall commence from the date of vesting and expire not later than twelve months from the date of such vesting and can be further extended to a period of twelve months from the vesting date upon a specific request from the associate concerned. However such an extension may be granted by the Compensation Committee only under special circumstances. The mode or process of exercise of the options will be framed by the Compensation Committee.

g) The appraisal process for determining the eligibility of employees to the ESOP:

The eligibility criteria for the employees under ESOP will be determined by the Compensation Committee based on qualification, past and present performance, experience, technical knowledge, professionalism, designation, responsibility, other qualities or such other basis as the Committee may deem fit.

h) Maximum number of options to be issued per employee and in aggregate:

The maximum number of options granted to any one employee will not exceed 1% of the issued Equity Share Capital of the Company at the time of granting of option.



i) Power to amend, vary or modify the Scheme:

The Board shall have powers to amend, vary, or modify any of the terms and conditions of the ESOP pertaining to the grant of options, pricing of options, issue or allotment of equity shares or warrants pursuant to the options, without being required to seek any further consent or approval of the Members. The powers granted by the Members pursuant to this resolution will include powers to withdraw, recall, accept surrender or cancel options issued/to be issued pursuant to this resolution or any other earlier approval accorded by the Members in this behalf, and to issue fresh options in lieu thereof at such price, in such manner, during such period, in one or more tranches and on such other terms and conditions as the Board may decide.

j) Accounting policies:

The Company shall comply with the disclosure and accounting policies prescribed by SEBI and any other appropriate authority in this regard. Approval of the Members is sought in terms of Section 62(1) (b) and other applicable provisions, if any, of the Companies Act, 2013, to increase the maximum number of Equity Shares of the Company which can be created, issued, offered, and allotted pursuant to the options granted under ESOP, including shares already created, issued, and allotted pursuant to the options granted under ESOP earlier, from three percent (3%) to five percent (5%) of the aggregate number of issued Equity Shares of the Company as on the date of the Annual General Meeting.

The Board recommends passing of the said Resolutions. None of the Directors / Key Managerial Personnel of the Company is directly or indirectly concerned or interested in this resolution except to the extent of any eligible Shares under the Scheme which may be allotted to them.

ITEM NO. 8:

Pursuant to the provisions of Sections 149,160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Clause 49 of the Listing Agreement, it is proposed to appoint Ms. Reeta Gangwani as an Independent Director of the Company to hold office for 5 (five) consecutive years till the conclusion of the 25th Annual general Meeting of the Company in the calendar year 2019. Further, she is not disqualified from being appointed as director under section 164 of the Companies Act and has given their consent to act as a Director.

The Company has received notice in writing from a member along with the deposit of the requisite amount under Section 160 of the Act proposing the candidature of Ms.Reeta Gangwani for the office of Director of the Company. The Company has also received declaration from Mrs Reeta Gangwani that she meets with the criteria of Independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.



CAMSON BIO TECHNOLOGIES LIMITED

None of the Directors, Key Managerial Personnel or their Relatives are concerned or interested in the proposed Ordinary Resolution as set out in item no. 8 of this notice. The Board recommends the Ordinary Resolution set out in Item No. 8 of the Notice for approval by the shareholders.

As per the requirement of Clause 49 of the listing agreement on Corporate Governance for appointment of the Director, a statement containing details of the concerned Director is given below:

i.	Name of the Director	Ms. Reeta Gangwani
ii.	Date of Birth	April 17, 1969
iii.	Qualification	B.Sc, MBA
iv.	Profile	<p>Product and Marketing Manager with extensive experience in marketing and branding strategies, operations & business planning in IT, ISP and telecom domains in India & Singapore. Planned and executed multiple branding & marketing campaigns, trade shows, customer events ATL & BTL campaigns showcasing product capabilities and generating business opportunities. Have hands on experience in managing product lifecycles with focus on revenue and customer enhancement. Have helped redesign operational systems and processes for improved cost efficiencies.</p> <p>Associated with several Corporates including Tata Telecom Ltd (AGC Networks Ltd), Pacific Internet Limited etc and provided consultancy services in Branding, Marketing, Business Planning and Strategy from the last two decades to various companies.</p> <p>Inducted in to the Board of Saggiya India Private Ltd in April 2011 and continued till April 2013</p>
v.	Shareholding in Camson Bio Technologies Limited	Nil
vi.	Interest in Companies and nature of Interest: NA	

**By Order of the Board
For Camson Bio Technologies Limited**

**Date: 13th August 2014
Place: Bangalore**

**Sd/-
B.S.K.Sirish
Company Secretary**

Director's Report

**DIRECTORS' REPORT**

Dear Shareholders,

Your Directors are pleased to present before you the Twentieth (20th) Annual Report of the Company, together with the Audited Statement of Accounts and Auditors Report for the financial year ended 31st March, 2014. As notified by MCA Circular No. 1/19/2013-CL-V dated 04.04.2014, the Company has followed the Companies Act, 1956, in respect of the report.

1. Financial Results**(Rs. In Lakhs)**

Particulars	2013-2014	2012-2013
Revenue		
Gross Income	19142.48	13634.45
Profit before Interest, Tax & Depreciation	2167.96	2969.99
Deductions		
Interest	387.59	201.09
Depreciation	511.37	335.38
Profit Before Tax	1269.00	2433.52
Provision for Tax	-47.90	55.70
Profit for the Year	1316.90	2377.81
Add: Balance brought forward from previous year	7002.55	4861.85
Surplus available for appropriations	8320.34	7212.65
Appropriations:		
Proposed Final dividend	252.26	181.30
Tax on Dividend	42.87	28.79
Transfer to General Reserves		
Balance Transferred to Balance Sheet	8025.21	7002.55

*The above mentioned figures are on consolidated basis



2. Appropriation of Profits:

Your Company's dividend policy is based on the need to balance the twin objectives of appropriately rewarding the Shareholders with dividend and conserving resources to meet the Company's investment needs. Considering the performance of your Company for the year under review, the ongoing expansion programs and other related aspects, your Directors recommend a Dividend of Re.1/- (10 per cent of the Face value) per Equity Share for the financial year ended 31st March, 2014, involving an outgo of Rs. 2,52,25,513/ and Corporate Dividend Tax payable thereon amounting to Rs. 42,87,076/-.

3. Review Of Operations:

During the year under review, the Company has improved the top line to Rs. 1,90,89,16,147/- from Rs. 1,36,04,13,525/- of the previous financial year on a consolidated basis. This was achieved despite of poor monsoons in the interior areas in many parts of the country. The net profit (including minority interest) for the year under review is Rs. 13,17,78,278/- as against Rs. 23,50,79,594/- during the previous financial year on a consolidated basis. Your Directors are on a continuous look-out for opportunities for future growth of the Company.

4. Directors:

Mr.Veerendra Kumar Singh, Director, retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board of Directors recommends his re-appointment.

5. Audit Committee:

The Audit Committee of the Board of Directors constituted as per Section 292A of the Companies Act, 1956(Section 177 of Companies Act, 2013), read with Clause 49 of the Listing Agreement continued to discharge its functions during the year under report.

6. Directors' Responsibility Statement:

Pursuant to the requirements of Section 217(2AA) of the Companies Act, 1956 (section 134(5) of the Companies Act, 2013), in relation to the financial statements for the year 2013-14, the Board of Directors of the Company confirms that:

- a) In the preparation of the Annual Accounts, the applicable Accounting Standards have been followed and there has been no material departure.
- b) The selected Accounting Policies were applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company, as at 31st March, 2014 and of the profits of the Company for the year ended on that date.

7. Management Discussion And Analysis Report:

Pursuant to the provisions of Clause 49 of the Listing Agreement, a report on Management Discussion and Analysis is furnished.



8. Auditors:

Messrs. B.K Khare & Co., Chartered Accountants, retire at the conclusion of the ensuing Annual General Meeting and have confirmed their eligibility, as per Section 139 of the Companies Act, 2013, and their willingness to accept the office, if they are reappointed.

9. Audit Report:

The observations of the auditors in their report are self-explanatory and therefore, in the opinion of the Directors, do not call for further comments.

10. Cash Flow Analysis:

The Cash Flow Statement for the year under reference in terms of Clause 32 of the Listing Agreement Proper and sufficient care has been taken for the maintenance of adequate accounting records, in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

The Annual Accounts have been prepared on a “going concern” basis.

11. Business and Outlook For Future:

Your Company with its wide range of bio-agri products is meeting the strong demand for bio-agri product. Camson would soon become the first Company to offer 100% organic alternative to chemicals by launching a new range of 100% bioavailable and water soluble fertilizer replacing chemical fertilizer. This revolutionary water soluble product would be fully absorbed by plants and is therefore eco-friendly. In addition to this, your Company is actively looking at associating with NGOs working with farmer communities for the same.

12. Awards and Recognition:

Your Company has been felicitated with several awards in FY 2013-14. In 2014, Camson has been awarded the prestigious “ET NOW – India Mart Leaders of Tomorrow Award for 2013 in the 'Food & Agri Products' category. The award, given in recognition of revolutionary entrepreneurs, is testament to Camson's dedication to India's agricultural growth and sustainability. Among a competition of 1 lakh, Your Company has been chosen for our path-breaking technology and unique products.

In 2013, your Company was awarded among the top 100 innovative mid-sized Indian Company by First Inc., India. We were also awarded the Indira Gandhi Excellence Award by Indian Solidarity Council. Camson ranked 158 among the top 500 India's fastest growing mid-sized Companies.

13. Internal Control Systems:

Your Company has initiated certain development in its internal systems and processes and continues to upgrade the same. The same are being audited periodically by Messrs Murugendrappa & Co., an Independent firm of Chartered Accountants. The Auditors are presented with access to internal systems and records to independently evaluate the adequacy of internal systems and controls.



14. Environmental Regulation:

Though the Company's products and operations are eco-friendly, it has been complying with the Governmental and Statutory Regulations in force relating to Environment, Safety and Health. The Pollution Control Board parameters, as defined by the State Pollution Control Board, are being adhered to.

15. Statement of Employees:

The Information as per Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975, form part of the Annual Report. However, in terms of Section 219 (1) (B) (iv) of the Companies Act, 1956, the Report and Accounts are being sent to the shareholders excluding the aforesaid annexure and any shareholder interested in obtaining the said annexure may write to the Company Secretary at the Corporate Office of the Company and the required information will be sent to the concerned shareholder.

16. Conservation of energy, technology absorption & foreign exchange earnings and outgo:

The particulars as required under the provisions of Section 217(1) (e) of the Companies Act, 1956 (Section 134 (3) (m), of Companies Act, 2013) in respect of conservation of energy and technology absorption have been furnished under the annexure 2 to the report. Further during the year under review, the Company has neither earned nor used any foreign exchange.

17. Industrial Relations:

As in the past, since inception, your Company continued to have very amiable relationship with all the employees throughout the year.

There was no complaint lodged by any woman employee under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, with the Company during the period under report.

18. Fixed Deposits:

During the year under review, your Company has not accepted any Fixed Deposits from the public and, as such, no amount of principal or interest was outstanding as on the Balance Sheet date.

19. Insurance:

All the assets of the company are adequately insured and safeguarded.

20. Corporate Governance:

Your Company perceives Corporate Governance as an endeavor for transparency and a whole-hearted approach towards establishing Professional Management, aimed at continuous enhancement of shareholders' value. Your Company has been complying with the conditions of Corporate Governance, as stipulated in Clause 49 of the Listing Agreement. Separate reports on Corporate Governance, along



with Practicing Company Secretary's Certificate on compliance with the Corporate Governance norms (Annexure 1), as stipulated in Clause 49 of the Listing Agreement and a note on Management Discussion and Analysis, forming part of this report, are provided, elsewhere, in this Annual Report.

21. Listing:

Your Company's shares are listed with Bangalore Stock Exchange (BgSE), whereas pursuant to SEBI circular, CIR/MRD/DSA/14/2012 dated **May 30, 2012**, BgSE has surrendered their recognition voluntarily. Your Company has applied for Direct Listing with Bombay Stock Exchange (BSE).

22. Acknowledgement:

Your Directors wish to express their grateful appreciation for the valuable support and co-operation received from customers, investors, lenders, business associates, banks, financial institutions, auditors and society at large.

Your Board of Directors wishes to thank the Company's bankers-HDFC Bank, Axis Bank, Corporation Bank, State Bank of India, Bank of Baroda, and IDBI Bank.

Your Company would like to thank the Government of India and the other State Governments who have extended their valuable support.

Your Directors also appreciate the commitment and dedication of all the employees across all levels in contributing to the Company's growth and success.

CAUTIONARY STATEMENT

The statement made in this section describes the Company's objectives, projections, expectations and estimations which may be 'forward looking statements' within the meaning of applicable securities laws and regulations.

The annual results can differ materially from those expressed or implied, depending on the economic and climatic conditions, government policies and other factors which are beyond the control of the Company.

Place: Bangalore
Date: 13th August 2014

Sd/-
A .N. Singh
Director
(DIN - 00296396)

Sd/-
Dhirendra Kumar
Managing Director
(DIN - 00301372)



Annexure 1

Certificate on Compliance with the Conditions of Corporate Governance under Clause 49 of the Listing Agreement:

To
The Members
Camson Bio Technologies Limited
Bangalore.

1. I have examined the compliance of conditions of Corporate Governance by Camson Bio Technologies Limited for the year ended 31st March 2014, as stipulated in Clause 49 of Listing Agreement of the said Company with the Stock Exchanges.
2. The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement subject to compliance with the composition of the Audit Committee.
4. I 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.
5. I state in respect of investor's grievances received during the year ended 31.03.2014, no investor grievances are pending against the Company as on 31st March 2014, as per the records maintained by the Company and as stated by the Registrars and Share Transfer Agents.

Place: Bangalore
Date: 13.08.2014

Sd/-
Vijayakrishna KT
Practicing Company Secretary
FCS – 1788: CP - 980



Annexure 2

Particulars pursuant to the provisions of Section 217(1) (e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988.

(A) Conservation of Energy:

Though the Company does not have energy intensive operations, it continues to adopt energy conservation measures.

Energy conservation programs adopted by the Company are :

- (i) Continuous monitoring of energy consumption.
- (ii) Spreading awareness among the employees on the need to conserve energy.
- (iii) Optimizing plant and machinery system performance to reduce cost.
- (iv) Rain Water Harvesting.

Further, the Company is implementing the provisions of ISO 9001: 2008.

(B) Research and Development and Technology Absorption:

The Company has continuously strived to develop unique products and has laid emphasis on ramping up its research and development activities.

The fresh initiatives, during the year, have been:

- (i) Company is constantly involved in large scale tree planting activities within its premises towards maintaining the ecological balance and prevention of soil erosion.
- (ii) The company has also initiated activities towards harnessing of solar energy for its critical operations and is also exploring ways to garner wind energy in the future.

(C) Foreign Exchange Earnings and Outgo:

The Company has not incurred any expenditure nor earned any income in foreign exchange during the year, under review.

For Camson Bio Technologies Limited

**Place: Bangalore
Date: 13th August 2014**

**Sd/-
Dhirendra Kumar
Managing Director
(DIN - 00301372)**



CAMSON BIO TECHNOLOGIES LIMITED

Annexure 3 Statement pursuant to Section 212 of the Companies Act, 1956

Particulars	Name Of The Subsidiary	Name Of The Subsidiary
Name	Camson Agri Ventures Pvt Ltd	Camson Agro Products Pvt Ltd
The financial year ended on	March 31, 2014	March 31, 2014
Number of shares held by Holding Company in the subsidiary company at the end of the financial year of the Subsidiary Company.	6500 shares @ Rs. 10 each	6500 shares @ Rs. 10 each*
Extent of interest of holding company at the end of the financial year of the Subsidiary company	6500 shares @ Rs. 10 each	6500 shares @ Rs. 10 each*
The net aggregate of Profit or Losses for the current period of the Subsidiary so far as it concerns the members of the Holding Company		
a. Not dealt within the holding Company's Accounts:		
(i) For the financial year ended on 31.03.2014	Rs.32,603/-	Rs.(49,264)/-
(ii) For the previous financial year ended on 31.03.2013	Rs.77,20,103/-	Not Applicable
b. Dealt within the holding Company's Accounts:		
(i) for the financial year ended on 31.03.2014	Not Applicable	Not Applicable
(ii) for the previous financial year ended on 31.03.2013	Not Applicable	Not Applicable
The net aggregate of Profit or Losses for the previous financial year of the Subsidiary so far as it concerns the members of the Holding Company		
a. Not dealt within the holding Company's Accounts:		
(i) For the financial year ended on 31.03.2014	Rs.32,603/-	Rs.(49,264)/-
(ii) For the previous financial year ended on 31.03.2013	Rs.77,20,103/-	Not Applicable
b. Dealt within the holding Company's Accounts:		
(i) for the financial year ended on 31.03.2014	Not Applicable	Not Applicable
(ii) for the previous financial year ended on 31.03.2013	Not Applicable	Not Applicable
Statement Pursuant to Exemption Received Under Section 212 (8) of the Companies Act, 1956 Relating to Subsidiary Companies		
Name of the Company	Camson Agri Ventures Pvt Ltd	Camson Agro Products Pvt Ltd
Financial Year	March 31, 2014	March 31, 2014
Reporting Currency	INR	INR
Exchange Rate	NA	NA
Capital	Rs.1,00,000/-	Rs.1,00,000/-
Reserves Total	Rs.77,52,706/-	Rs. (49,264)/-
Total Assets	Rs.12,61,43,495/-	Rs.1,11,305/-
Total Liabilities	Rs.12,61,43,495/-	Rs.1,11,305/-
Investment other than investment in Subsidiary		
Turnover	Rs.456,891,394/-	Nil
Profit before taxation	Rs.551,241/-	Rs. (49,264)/-
Provision for Taxation	Rs.518,638	Nil
Profit/(loss) after taxation	Rs.32,603/-	Rs. (49,264)/-
Proposed dividend	Nil	Nil
Country	India	India

*Effective Holding % of the Company as Camson Agro Products Private Limited is a Subsidiary of Camson Agri Ventures Private Limited (CAV). Camson Bio Technologies Limited is the Holding Company for CAV.

Sd/-
Dhirendra Kumar
Managing Director
(DIN - 00301372)

Sd/-
A. N. Singh
Director
(DIN - 00296396)

Corporate Governance Report



REPORT ON CORPORATE GOVERNANCE

Company's Philosophy:

At Camson, we consider the society at large as our stakeholder and engage in a constantly evolving dialogue with our stakeholder to ensure environmental awareness and gather feedback for improvement.

The dedicated and determined effort to be a responsible corporate citizen is deeply ingrained in our vision and ethos. Camson derives the corporate responsibility principles from the values it believes in: exacting quality standards, customer satisfaction, environmental sustainability and corporate accountability. These values define Camson's policies, management approach and relationship with clients, partners, investors, employees and the society.

For our shareholders, we create value through ever-improving functional competencies and corporate accountability built on transparent operations and self-regulation. We adhere to the ethical tenets of research and development. Our products meet international standards of quality. Our work culture values integrity and innovation and provides equal opportunity based on merit.

Board of Directors:

The Managing Director, Mr. Dhirendra Kumar manages the day-to-day affairs of the Company. The Company has optimum combination of Executive and Non-executive Directors with six members of the Board being Non-executive Directors. All pecuniary relationship or transactions of the Non-Executive Directors vis-à-vis the Company are disclosed in the Annual Report.

Composition of the Board:

The Company has a balanced Board, comprising of Executive and Non-Executive Directors which includes independent professionals. The total strength of Independent Directors is in line with the regulations, as reckoned for on the basis of the total strength of the Board.

Directors	No. of Directors	% of Combination
Executive	1	14.29
Non-Executive	6	85.71
Total	7	100

The Board of Directors met 7 times during the year under review, on April 26, 2013, May 1, 2013, May 30, 2013, June 13, 2013, August 12, 2013, November 14, 2013 and February 13, 2014.

The maximum gap between two Board Meetings was 94 days.

Attendance Record of Directors Attending the Board Meetings and Annual General Meeting during the Year 2013-2014:

The Company's Board of Directors plays a primary role in ensuring good governance and functioning of the Company. The Board's roles, functions, responsibility and accountability are clearly defined. All relevant information (as mandated by the regulations) is placed before the Board. The details of the Board Meeting held during the financial year 2013-14 are furnished below:



Sr. No.	Names	Designation	No. of Board Meetings		Attended Last AGM
			Held	Attended	
1.	Mr. Dharendra Kumar	Executive & Managing Director	7	7	Yes
2.	Mr. A.N Singh	Non-Executive & Non-Independent	7	6	Yes
3.	Mr. Krishnaswamy Ramaswamy	Non-Executive & Independent	7	6	Yes
4.	Mr. B.C Madappa	Non-Executive & Independent	7	4	Yes
5.	Mr. Veerendra Kumar Singh	Non-Executive & Non-Independent	7	6	Yes
6.	Dr. Anurudh Kumar Singh	Non-Executive & Independent	7	1	Yes
7.	Mr. Gulshan Kumar Khanna	Non-Executive & Independent	7	5	Yes

Non-Executive Directors' Compensation and Disclosure:

All fees/compensation paid to Non-Executive Directors, including Independent Directors are fixed and approved by the Board of Directors and Shareholders and the same is disclosed in this report.

Committees of the Board:**A. AUDIT COMMITTEE:**

The Company has an Audit Committee comprising of qualified and competent members being Non-Executive Directors. Chairman of the Committee is an Independent Director.

The Committee met 4 times during the year under review on, May 30, 2013, August 12, 2013, November 14, 2013 and February 13, 2014.

Members of the Audit Committee and Number of Meetings Attended By Each Member during the Year 2013-2014:

The Audit Committee was reconstituted on February 13, 2014. The Members who have been a part of the Audit Committee during the year are as follows:

Name	Designation	No. Of Meetings Attended
Mr. Veerendra Kumar Singh	Non-Executive Director	4
Mr. Gulshan Kumar Khanna*	Non-Executive & Independent	4
Mr. B.C Madappa	Non-Executive & Independent	1
Dr. Anurudh Kumar Singh	Non-Executive & Independent	1

*Not a part of the re-constituted Audit Committee



Powers of the Audit Committee:

1. To Investigate any activity within its terms of reference
2. To secure attendance of and seek information from any employee
3. To obtain outside legal or professional advice, if felt necessary
4. To secure attendance of outsiders with relevant expertise, if considered necessary
5. Compliances with the Accounting Standards

ROLE/FUNCTIONS OF THE AUDIT COMMITTEE:

1. Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommending to the Board the appointment, re-appointment and if required, the replacement or removal of the Statutory Auditors and the fixation of their fees.
3. Approval of payment to Statutory Auditors for any other services rendered.
4. Reviewing with the Management, the Annual Financial Statements before submission to the Board for approval, with particular reference to:
 - a. Matters required to be included in the Directors' Responsibility Statement and the Board's Report in terms of Clause (2AA) of Section 217 of the Companies Act, 1956.
 - b. Changes, if any, in accounting policies and practices and reasons for the same.
 - c. Major accounting entries involving estimates based on the exercise of judgment by the Management.
 - d. Significant adjustments made in the financial statements arising out of audit findings.
 - e. Compliance with listing and other legal requirements relating to financial statements.
 - f. Disclosure of any related party transactions.
 - g. Qualifications in the draft audit report.
5. Reviewing with the Management, the quarterly financial statements before submission to the Board for approval.
6. Reviewing with the Management, performance of Statutory and Internal Auditors and the adequacy of the internal control systems in vogue.
7. Reviewing the adequacy of internal audit function, if any, including the structure of the audit and its conduct.



8. Discussion with Internal Auditors on any significant findings and follow up thereon.
9. Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matters to the Board.
10. Discussion with the Statutory Auditors before the commencement of audit, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
11. To review the functioning of the Whistle Blower Mechanism.
12. Carrying out any other function as may be referred to by the Board or the Chairman of the Board, from time to time.

Review of Information:

In addition to the above, the Audit Committee also complies with the roles and responsibilities as mandated under Section 292A of Companies Act, 1956 mentioned below:

- a. Management Discussion and Analysis of financial condition and results of operations.
- b. Statement of significant related party transactions, as defined by the Committee, submitted by the Management.
- c. Internal audit reports relating to internal control weaknesses.

B. REMUNERATION COMMITTEE:

The Remuneration Committee consisting of Non-executive Directors, evaluates and finalizes, *inter alia*, compensation and benefits of Executive Director and the procedures and modalities for giving effect to the Employee Stock Option Schemes which, among other things, includes determination of eligibility criteria, maximum number of options/shares offered during the period concerned under the Scheme, identification of classes of employees entitled to participate in the Scheme, framing of a detailed pricing formula, mode or process of exercise of the option, etc.

(The Members of Remuneration Committee and Compensation committee for ESOP Scheme 2012 are same.)

The Remuneration Committee met once during the year under review, on May 1, 2013.



Members of the Remuneration Committee and the Number of Meetings Attended by each Member during the Year 2013-2014:

Name	Designation	No. of Meetings	
		Held	Attended
Dr. Anurudh Kumar Singh	Member	1	1
Mr. A.N Singh	Member	1	1
Mr. Krishnaswamy Ramaswamy	Member	1	1

Details of Remuneration paid to Directors:

a) Executive Director:

All elements of remuneration package i.e. salary, benefits, bonuses, etc. paid to Executive Director are (In Rs.)

Name of Director	Basic Salary	HRA	Others	Total
Mr. Dharendra Kumar	3765048	1221371	3081343	8067762

b) Non-Executive Directors:

Non-Executive Directors including Independent Directors were paid sitting fees including conveyance for the Financial Year 2013-2014 of Rs. 82,402/- (Inclusive of Service Tax & TDS).

C. SHARE TRANSFER/INVESTOR GRIEVANCE COMMITTEE/STAKEHOLDERS RELATIONSHIP COMMITTEE:

The focus of the Share Transfer/Investors' Grievance Committee/Stakeholders Relationship Committee revolves around Shareholders' grievances and strengthening of investor relations. Its role, therefore, include redressal of Shareholders' complaints ranging from transfer of shares, non-receipt of Balance Sheet, non-receipt of declared dividend, etc. In the process, it upholds the basic rights of the Shareholders as Members of the Company. The Committee has been authorized by the Board, to act on its behalf, in the matters connected with allotment of shares, issuance of duplicate share certificates, split and consolidation of shares into marketable lots, etc.

The Committee has met once, during the year under review on July 24, 2013.

Members of the Share Transfer/Investors' Grievance Committee/Stakeholder Relationship Committee and the Number of Meetings Attended By Each Member during the Year 2013-14:

Name	Designation	No. Of Meetings	
		Held	Attended
Mr. Dharendra Kumar	Member	1	1
Mr. Veerendra Kumar Singh	Member	1	1
Mr. Gulshan Kumar Khanna	Member	1	1

All complaints/queries received from Shareholders during the year, have been attended to and conveyed accordingly to the concerned Members. All Share Transfer requests had also been put through.



Disclosures:

Related Party transactions are defined as transactions of the Company of material nature with Promoters, Directors or the Management or their relatives, etc. that may have potential conflict with the interest of the Company at large. The Related party transactions are a part of the Financials and may be referred for further details.

Litigation:

The Company has filed many cases under the Negotiable Instruments Act, 1881 for default in payments by its dealers.

Statutory Compliance, Penalties & Strictures:

Details of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchanges or any other Statutory Authority on any matter related to capital markets, during the last 3 years:

No penalties and/or strictures were imposed on the Company, during the said years, by the SEBI, Stock Exchanges or any other Statutory Authority on any matter related to the Capital Market.

Compliance with Mandatory Requirements and Adoption of Non-Mandatory Requirements of Clause 49 of the Listing Agreement:

Clause 49 of the Listing Agreement mandates obtaining a certificate either from the Auditors or Practicing Company Secretaries regarding compliance of conditions of Corporate Governance, as stipulated in the said Clause and annex the relevant certificate with the Directors' Report, which is sent, annually, to all the Shareholders.

The Company has complied with the mandatory requirements of Clause 49 of the Listing Agreement, including CEO Certification. As required under Clause 49, a certificate signed by the CEO of the Company has been placed before the Board of Directors and the same has been provided, elsewhere, in this report. Further, as per the requirements of Clause 49, a certificate obtained from a Practicing Company Secretary certifying the compliance with conditions of Corporate Governance, under the said Clause, has also been provided, elsewhere, in this report.

Clause 49 also requires disclosures of adoption by the Company of non-mandatory requirements specified in the said Clause, the implementation of which is discretionary on the part of the Company. Accordingly, the adoption of non-mandatory requirements is given below.

A. Whistle Blower Policy:

The Company has established a mechanism for employees to report concerns about unethical behaviors, actual or suspected fraud, violation of Code of Conduct of the Company, etc. The mechanism also provides



for adequate safeguards against victimization of employees, who avail of the mechanism and also provides for direct access, by the Whistle Blower, to the Audit Committee. It is hereby affirmed that, during the year under review, no employee has been denied access to the Audit Committee.

B. Management Committee:

The Company has constituted a Management Committee to look after the operations of each Division/Department of the Company. The Committee will *inter alia* look into the implementation of the overall business strategy, identify areas of further value creation, provide new and far reaching initiatives for enhancing the business competitiveness and also oversee the business plans, as approved by the Board of Directors. With a view to bring about an objective analysis, the Management also invites eminent personalities (from its list of well-wishers/benefactors) like Chartered Accountants, prominent industrialists, academicians, etc. to guide and advise the Company in moving forward, at a rapid pace, without losing sight of the goals and objectives set forth. These advisors analyze the issues raised, in a non-involved dispassionate manner and suggest course correction measures. This initiative of the Company has brought about a new vigor in the style of functioning of the Company which is expected to bring in good working results for the Company, in the long run.

C. Research and Development Committee (A Voluntary Initiative of the Company):

Every organization has an engine of growth. Camson saw its potential in being knowledge based Company. Arising out of this and to fulfill its Mission, the Research and Development Committee was constituted. The prime task of the Committee is to provide guidance and monitor the progress achieved in its R&D mission. The process involves intense interaction and periodic reviews of each Project, with the Project Head and the other members of the Project. Periodically, Notes and Presentations are made, by each Project Head, to the Committee detailing the progress and developments made, with regard to their Project. All the Projects undertaken are time-bound in nature and any spill-over, if required, is allowed by the Committee with riders and stipulating a fresh deadline. From time to time, the Committee, on a total review of the Project, makes recommendations to the Management for enhancement of skills and competencies required, backed by the structure and processes to be adopted, in order that the Research and Development Committee's initiative lead to delivery of products being efficient and cost-competitive.

As a fallout of the formation of this Committee and the deliberations and discussions, the Company has observed that the scientists at the R&D Centre have developed an unparalleled understanding of "technology connect to business" and a personal commitment of a high order.

The Committee held four Meetings during the year under review. The Committee comprises, as members, the CEO, all the Heads of Research wings and the Project Leader of each Project. The other staff associated with each Project are invited as invitees.

**MEANS OF COMMUNICATION:****QUARTERLY/HALFYEARLY/ANNUAL FINANCIAL RESULTS:**

Quarterly/Half yearly/Annual financial results, of the Company, are published in one widely circulated English newspaper (Business Standard) and a Vernacular (Kannada) newspaper “Hosa Diganta”. The results are also promptly forwarded to Stock Exchanges in which the shares of the Company is listed and traded and simultaneously uploaded on the Company's website – www.camsonbiotechnologies.com. The website also displays all official news releases issued by the Company, from time to time.

INVESTOR EDUCATION:

The Company's official website www.camsonbiotechnologies.com has in it a separate page for investor relations in which the quarterly, half – yearly and annual results of the Company are displayed. All press releases issued by the Company, from time to time, are informed to the concerned Stock Exchanges in which the shares of the Company are listed and traded and the same are also hosted in the Company's website for the knowledge of investors. A separate column in the website called “Frequently Asked Questions” is given, which answers substantially the expected queries of investors about the Company.

THE MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis notes, giving an overview of the Industry, Company's business, its Financials and other allied issues, is provided separately as a part of this report.

GENERAL SHAREHOLDER INFORMATION:**1. Details of the Last Three Annual General Meetings:**

Date	Venue	Time
27.09.2013	Woody's Gayathri Hall, Woodlands Hotel, No. 5, Rajaram Mohan Roy Road, Near Richmond Circle, Bangalore- 560025	03.00 p.m.
28.09.2012	Hotel Bhagini Palace, #210, 1st Main, A Cross, ESI Hospital Road, Domlur, 2nd Stage, Indiranagar, Bangalore – 560071	10.00 a.m.
29.09.2011	Indiranagar Club, 4th Cross, 9th Main, HAL 2nd Stage, Bangalore-560008	10.30 a.m.

ENSUING ANNUAL GENERAL MEETING:

20th Annual General Meeting: September 24, 2014

Venue:	Sree Nandhini Palace No. 4034, 100 feet road, HAL 2nd Stage, Indiranagar, Bangalore-560038	3.00 p.m.
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CAMSON BIO TECHNOLOGIES LIMITED

The Equity Shares of the Company are listed on the Bangalore Stock Exchange Limited. The Equity Shares of the Company are also traded on the Bombay Stock Exchange Limited through the BSE INDONEXT trading platform. The Company has also applied for Direct Listing with BSE

The Annual Listing fee for the year has been paid to the concerned Stock Exchanges.

The Company has also paid the Annual Custodial fee for the year 2013-14 to both the Depositories viz National Securities Depository Limited (NSDL) and Central Depositories Services (India) Limited(CDSL). The ISIN numbers allotted to the Company are as under:

DEPOSITORY	ISIN NO.
N S D L	INE 845 E01012
C D S L	INE 845 E 01012

2. Registrar and Transfer Agents : Integrated Enterprises (India) Ltd
3. Date of Book Closure : September 17th 2014 to September 24th 2014
4. Dividend payment date : On or before 24th October 2014
5. Stock Price Data: Scrip Code : 590076
Period : April 1st 2013 to March 31st 2014

The monthly high / low closing prices of shares of the Company from 1st April, 2013 to 31st March, 2014 are given below:

Month	Open Price	High Price	Low Price	Close Price	No. of	No. of	Total Turnover(Rs.)	Spread (Rs.)	
					Shares	Trades		H - L	C - O
Apr-13	45.5	63.95	44.15	63.2	1088736	5435	57503200	19.8	17.7
May-13	67.85	75.8	60.2	63.15	1982755	14651	138418482	15.6	-4.7
Jun-13	62.65	65.5	49.5	52.15	568641	10116	32905417	16	-10.5
Jul-13	53.45	60	44.95	46.4	663063	12428	35279238	15.05	-7.05
Aug-13	47.7	47.7	38	43.5	830793	8113	35721113	9.7	-4.2
Sep-13	43.5	50.65	42	43.45	498419	7786	22774064	8.65	-0.05
Oct-13	43.5	65.95	43.25	60.25	739941	12242	41300983	22.7	16.75
Nov-13	60.8	64.5	56	57.75	286445	5970	17062420	8.5	-3.05
Dec-13	58.2	79.4	56.05	70.3	1165357	20035	80498786	23.35	12.1
Jan-14	70.5	77.75	58.75	58.9	915691	15471	65156625	19	-11.6
Feb-14	57.6	66.95	57.6	60.75	414460	9002	25754031	9.35	3.15
Mar-14	61.6	63.85	51.5	55.95	755644	10555	43196535	12.35	-5.65



DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2014 (PHYSICAL):

Category		No. of Shareholders	% (Percentage)	No. of Shares held	% (Percentage)
Up to 500		1711	92.24	284915	3.60
501	1000	70	3.77	51000	0.65
1001	2000	23	1.24	34800	0.44
2001	3000	33	1.78	82700	1.05
3001	4000	1	0.05	3200	0.04
4001	5000	5	0.27	24743	0.31
5001	10000	6	0.32	42700	0.54
10001 and Above		6	0.32	7379666	93.37
TOTAL		1855	100.00	7903724	100.00

DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2014 (ELECTRONIC):

Category		No. of Shareholders	% (Percentage)	No. of Shares held	% (Percentage)
Up to 500		5320	77.05	869461	5.02
501	1000	681	9.86	566115	3.27
1001	2000	351	5.08	540637	3.12
2001	3000	146	2.11	382257	2.21
3001	4000	74	1.07	269108	1.55
4001	5000	74	1.07	349666	2.02
5001	10000	118	1.71	878062	5.07
10001 and Above		141	2.04	13466483	77.74
TOTAL		6905	100.00	17321789	100.00

DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2014 (ELECTRONIC AND PHYSICAL):

Category		No. of Shareholders	% (Percentage)	No. of Shares held	% (Percentage)
Up to 500		7031	80.26	1154376	4.58
501	1000	751	8.57	617115	2.45
1001	2000	374	4.27	575437	2.28
2001	3000	179	2.04	464957	1.84
3001	4000	75	0.86	272308	1.08
4001	5000	79	0.90	374409	1.48
5001	10000	124	1.42	920762	3.65
10001 and Above		147	1.68	20846149	82.64
TOTAL		8760	100.00	25225513	100.00

**SHARE HOLDING PATTERN AS ON 31.03.2014**

Category	Total No. of Shares	% of Shareholding
Promoters/Persons acting in concert	6638600	26.32
Banks, FIs, Insurance Cos, etc.	-	-
Private Corporate Bodies	3930798	15.58
Mutual Funds	750000	2.97
NRI/OCBs/FIIs	5950825	23.59
Indian Public	7838062	31.07
Others(Clearing Members/Trust)	117228	0.46
Total	25225513	100.00

The Company's Equity Shares are compulsorily traded in the electronic form. As on 31st March, 2014, 1,73,21,789 Equity Shares representing 68.67% of the Total Paid-up Capital was held in electronic form and remaining 31.33% is in physical form i.e. 79,03,724 shares. The Shareholders can hold the shares in demat form either through NSDL or CDSL.

IMPLEMENTATION OF CODE OF CONDUCT:

The Company has adopted a policy of "Code of Conduct" for its Senior Management and Directors. The Code serves as a guide to the employees of the Company to make good, informed decisions and act on them. As required under Clause 49 of the Listing Agreement, the affirmation as regards compliances with the Code, from Directors and Senior Management, has been obtained for financial year ended 31st March, 2014.

COMPLIANCE WITH SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 1992:

A policy on Insider Trading has been implemented and continues to be in force, since quite some time. This policy deals with the rules, regulations and process for transactions in shares of the Company and shall apply to all transactions and for employees, as specified in Companies Insider Trading Policy, including Directors.

SHARE TRANSFER SYSTEM:

The Company receives the application for the transfer, transmission and transposition at its Registered office at Bangalore or at the office of the Company's Registrars & Transfer Agent (RTA), Integrated Enterprises (India) Limited, Bangalore. As the Company's shares are currently traded in dematerialized form, the transfers are processed and approved in the electronic form by NSDL/CDSL through its Depository Participants. The RTA, whenever required, process the physical transfers and the duly transferred certificates are sent to the respective transferees.

Regular Audits are carried out at the office of the RTA, by an Independent Practicing Company Secretary. The requisite certificate/reports, pursuant thereto, are filed with the Stock Exchanges.

Shareholders should address their communications to the RTA at their office or at the office of the Company.



CEO & GM Certification under clause 49(V) of the Listing Agreement

To
The Board of Directors
Camson Bio Technologies Limited

We, Dhirendra Kumar, Managing Director, Santosh Nair, Chief Executive Officer, Narendran, Chief Financial officer of Camson Bio Technologies Limited, (Company) hereby certify that:

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

Sd/-
Dhirendra Kumar,
Managing Director
(DIN - 00301372)

Sd/-
Santosh Nair
Chief Executive Officer

Sd/-
Narendran
Chief Financial Officer

Place: Bangalore
Date: 13.08.2014

Declaration by CEO under Clause 49(1)(D)(ii) of the Listing Agreement

I, Santosh Nair, Chief Executive Officer of Camson Bio Technologies Limited, to the best of my knowledge and belief, declare that all the members of the Board of Directors and Senior Management Personnel have affirmed compliance with code of Conduct of the Company, for the year ended March 31, 2014.

Place: Bangalore
Date: 13.08.2014

Sd/-
Santosh Nair
Chief Executive Officer

Management Discussion & Analysis



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and developments:

Agriculture is an important part of the Indian economic scenario given that nearly 58% of the population is supported by agriculture. Agriculture and its allied activities contribute approximately 19% to the Indian GDP.

In the past year, India's agro-exports touched US\$ 45 billion. Given a good monsoon, the agriculture sector in India is likely to grow in the range of 5.2–5.7% in the 2014-2015– agriculture year (July-June).

India's current challenge is to keep up with the momentum of growth and close the ever-widening gap between supply and demand of food. It is vitally important to support agriculture with a careful evaluation of inputs, like seeds, fertilisers, irrigation sources etc. Indian bio-agri industry helps achieve this growth effectively by bringing down input cost and increasing output.

Biotechnology sector is instrumental in increasing food production for achieving food security. Biotechnology is seen as a viable option to address the issues of environmental degradation and enhance crops productivity.

Biotechnology Industry in India

The Indian Biotechnology sector that involves five major segments – pharma, services, agri, industrial, and informatics stood at US\$4.3 billion at the end of FY 13 and is expected to grow at approx. 22% CAGR, to reach US\$12 billion by FY17. Exports of biotechnology products from India have grown at a CAGR of approx. 22%, and stands at US\$2.2 billion in FY13. Positive support from the Government of India in the form of innovative schemes, set up of research institutes and setting up Biotechnology Regulatory Authority of India (BRAI) is further likely to boost the growth of biotechnology industry, standing to touch at US\$100 billion by year 2025.

Bio-Agri sector, segmented into hybrid seeds, transgenic crops, bio pesticides, and bio fertilisers, has contributed US\$420 million to the total revenues in FY13. More than 18 million farmers in 27 countries planted biotech crops in the year 2013. In India, production of bio fertilisers has increased from 25065 metric tonnes in 2008-09 to 46836 metric tonnes in 2012-13.

Bio pesticides with its non-toxic content improve the quality of crop by preventing pest damage and enhancing crop productivity. Effectiveness of bio pesticides has increased due to extensive and systematic research as well as production of bio pesticides on a mass scale and easy availability of storage, transport and application.



The Indian seed industry is growing rapidly, showing a strong and vibrant growth. India's US\$ 1.66 billion seed industry grows at 12-13% annually. This growth is propelled by the fact that farmers have to buy seeds every year. The need for hybrid seeds stems from the fact of a rising population, changing food habits, higher demand of food and lower availability of agricultural land. Currently at number 5, by 2015, hybrids seeds industry is expected to be 3rd in the world in terms of size. Also, the industry can be split into two distinct segments cotton and non-cotton. The pace of growth of non-cotton segment mostly comprising of vegetables, fruits etc is much faster compared to growth in hybrid cotton segment. This is a result of a shift in farmer preference from using open pollinated seeds to hybrid seeds.

The food processing industry is the fifth largest industry in India, in terms of production, consumption, exports and expected growth rate. The Indian food industry is likely to grow at a 10% CAGR and expected to touch US\$200 Billion by 2015. The food processing industry is likely to play a central role in providing food products in an organised manner to the billion plus population of India.

Opportunities and Threats and Risk and concerns:

The historical overview shows that India is among the pioneer civilizations witnessing ancient agriculture. Indian agriculture evolved principally as an ecologically sustainable approach using natural inputs for enhancing crop yield. Modern innovations and technology diffusion to agriculture coupled with massive demand of food grains by burgeoning human population transformed the agriculture from a circular causation mode to a linear flow model with complete dependence on external inputs of synthetic fertilizers and pesticides. Massive use of these materials although increased agricultural yield by many folds, significantly contributed to environmental degradation including green house forcing. The modern concept of organic farming (OF) emerged in response to the questions raised on health, environment and sustainability issues. Your Company along with its subsidiary Company CAV leverages our revolutionary Zero Residue Technology, and making available 100% organic food to its consumers.

Public concern for environmental safety is one of the key growth drivers for usage of bio pesticides and fertilisers. This has been fuelled by an increased awareness of the health hazards of chemical pesticides, including neurological disorders, birth defects, neuro developmental disorders, foetal death and the potential risk of cancer (leukemia, lymphoma, brain, kidney, breast, prostate, pancreas, liver, lung, and skin). Driven by these factors, India's bio pesticides industry is expected to grow at approx. 14.7% CAGR up to FY18, reaching revenue worth US\$350 million.

Company faces risk from bad weather. The type of crop that can be grown is affected by changes in temperatures and the length of the growing season. Climate change also modifies the availability of water for production.



Company's Performance:

New Brands and Products Launched

Your Company also added the following **three new products** to the existing 22 bio pesticides and 7 bio fertilisers product portfolio in the year 2013-14.

1. **Caldrip:** Plant growth regulator and promoter recommended for drip irrigation
2. **Calzinc:** Zinc solubiliser
3. **Caldum:** Against DBM (Diamond Back Moth)

Your Company has launched new hybrids in the food sector. Developed through meticulous research and regulation, your seeds have a longer shelf life, utilise natural conditions, and are tolerant to pests, drought, and stress, thereby performing well, yielding higher and providing better margins to the farmers. We have launched following hybrid seeds in FY14:

1. **New Netravati:** This yields sweet watermelons in the range of 3-3.5 kg, with a deep green outer skin and deep red flesh within.
2. **Chambal:** A round-oval muskmelon with fine netting, weighing at about 1.3-1.5 kg.
3. **Banganga and Nalganga:** New Tomato Hybrids that are tolerant to tomato leaf curl virus (TLCV), especially Banganga being the most tolerant hybrid. It gives high yields with a square round shape.
4. **Satluj & Nandi:** These new hybrids for Okra improve tolerance of the crop to Yellow Vein Mosaic Virus (YVMV) disease.
5. **Manjira and Sweata:** New Hybrids for Brinjal. While, **Manjira** yields Gulabi brinjal, **Sweata** yields white and medium long crop.

Pan India Presence

Your Company is exploring new markets, across the length and breadth of the country. Our products now have a reach in almost every state. In addition, your Company has intensified its presence in the states of Gujarat, Andhra Pradesh and Kerala in 2013-14 to ensure a nation wide presence.

This has been achieved through a unique distribution model. We have a simple distribution model with only one intermediary distributor between your CNF agent and the farmer. This simplified distribution model ensures quick and easy access of your products to the farmers. To further benefit maximum number of farmers, the number dealers and distributors were increased in Financial year 2013 - 14. Your Company has over 7000 Touch Points.

In the recent years, Camson has raised its standards and set new benchmarks in every performance parameter across divisions, sales being one of them. This has consequently resulted in an increased churn of our dealers to maintain the high benchmarks.



Participation across Agri Value Chain

Through its subsidiary Camson Agri Ventures (CAV), your Company acquired two state-of-the-art food-processing units, Deccan and Srushti Agro Exports in Maharashtra, making us the only company providing complete agro solutions in the market – from farm to fork.

Your Company along with CAV leverages our pioneering Zero Residue Technology, cutting-edge infrastructure, and distribution capabilities to make residue-free food available to its consumers. This also makes buyback for farmers possible with better price realisation, thereby encouraging farmers to employ sustainable agriculture techniques and use Camson farm inputs.

We currently cater to MNCs in India and abroad that require processed food. Going forward the company has plans to launch its own brand in the market.

Quality certification (Control Union (CU))

Control Union Certifications is an international organisation, offering certification for sectors across agriculture, food, feed, forest products, textiles and bio-energy. Authorities in nearly every country accept their certifications. CU has certified Camson's products for organic cultivation.

Control Union certification is a matter of honour and pride for your Company, as there are few players in the market who have been certified as fully organic. This certification will strengthen your Company's presence in the organic market in India as well as globally.

CSR

Camson had to face several challenges until we achieved success. Very few people were willing to support us in our earlier days. We therefore understand the need to support and encourage talent. That is why we developed an association with The Vintage Football Club (Mumbai), to support a noble cause of identifying underprivileged children and offering them football coaching at a suburb located in Mumbai.

The Company has promoted SARTHI (Sustainable Agricultural Rural Thrust Initiative) for the promotion of Zero Residue Cultivation.

Besides, Camson's path-breaking products have changed the lives of millions of marginal farmers. Many have emerged from the trap of debt, and now endeavour providing quality education to their children, experimenting and adapting new technology in agriculture. Camson is gradually bringing about a meaningful change in the rural landscape.



Outlook:

Domestic Market

The agricultural industry is highly dependent on favourable monsoon conditions to enjoy maximum yield benefit. Though the National Weather Forecasting Centre at the Indian Meteorological Department forecast a below-average rainfall for the season, monsoon has picked up in the second planting month of July 2014. The revived monsoon phase is expected to continue, and an improvement in the rainfall has been forecast.

However, June 2014 received 43% below average rainfall, the worst first month in five years. Amidst the poor rainfall, farmers' bodies have claimed about 30-40% crop failures in the states of Andhra Pradesh, Telangana, Maharashtra, Gujarat, Karnataka, Haryana, Punjab and Rajasthan. If the monsoon is further delayed, the risk of pest attacks will increase, adding to the woes of farmers, who are gearing up for a second round of sowing, are looking to shift towards robust crops that do not require copious rain.

Camson Bio Technology with its wide range of bio-agri products is likely to play a crucial role in meeting the strong demand for bio-agri products. Your Company's hybrid seeds offer high tolerance to drought, pest infection and stress, and bio fertilisers and bio pesticides augment soil fertility, promote plant growth, improve disease resistance and reduce cultivation cost. Low rainfall and climatic changes are unlikely to impact your Company and the market for biocides and hybrid seeds.

Natural Fertilisers

Camson Bio Technology is planning to launch a new range of 100% bioavailable and water-soluble foliar application fertilisers to replace chemical fertilisers. Unlike chemical fertilisers, Camson's revolutionary water-soluble product would be fully absorbed by plants and is therefore eco-friendly. Moreover, on launching, your Company would be the first company offering a 100% organic alternative to chemicals. The market is expected to grow at a CAGR of 5.6% from 2013-2019, touching revenues at US\$ 3.5 billion in 2019.

Institutional Business

Your Company has set up an institutional desk to cater to corporate organisations that do not have bio products in their portfolio. Biotechnology is the way forward in the agri industry, and Camson with its decade long experience in developing zero residue products is poised to provide a range of bio-solutions. We have already forayed in this space and the market looks very promising. We are making further inroads by entering large plantation companies and farm related exports.



In addition, your Company is actively looking at associating with NGOs working with farmer communities for the same.

International Prospects

Your Company's association with CLSA has taken us into international markets. Through this partnership, we have been represented at the global level. At all regions we were represented, your Company has met with encouraging responses.

We have initiated further relationships in these new markets by sending our products for field-testing. Your Company is well poised to consolidate its position in the international markets.

Internal control systems and their adequacy:

The same are discussed in Directors Report.

Discussion on financial performance with respect to operational performance:

The Company has always believed that the potential in biocides business higher than other segments. In line with the Company's beliefs, on a consolidated basis the biocides business nearly doubled to Rs 43 Crore during the year ended 2013-14. The seeds business grew by 32% to Rs 147 Crore . Going forward, the seeds business is being consolidated across markets. Your Company intends to concentrate on the brands and geographies, where we have an edge.

Overall, sales grew by a robust 22% to Rs 145 Crore On a consolidated basis, sales grew by 40% to Rs 190 Crore. Camson Agri-Ventures' business has begun to take shape which helped fuel sales on a consolidated basis.

The Company has raised performance and operating benchmarks across divisions. We have established stricter provisioning norms for collections and outstanding credit period. As a result, some of our profits have been apportioned for bad debts. The change in growth strategy of the seeds business required the revaluation of seeds inventory. While these measures dent profits in the near term, they are essential to keep us grounded, and provide a more realistic and fair value of the Company to investors.

The seeds business that we operate in has a longer working cycle from sale of seeds to harvest. As part of the Company's strategy to consolidate the seeds business we intend to focus on shorter duration crops. This will significantly help to bring down the working capital requirements.

This year, we capitalised the investment to develop our soon to be launched range of natural fertilisers in water soluble and granular form. A natural replacement for chemical fertilisers, these have met with



encouraging response in early trials conducted at domestic and international locations.

Developments in Human Resources:

Your Company has laid down HR policies and several best practices like an incentive policy, and stock options to encourage employees.

Your Company has recruited various other industry-specific professionals to meet the current and future needs of the organisation. Subsequently, based on the several projections and demands, your Company has recruited manpower which culminates to a total count of over 250 as of March 2014.

There has been a constant endeavour to facilitate self- development and growth, with the intention to increase the employee motivation and productivity and reduce attrition.

What's in store?

Aggressive moves have resulted in a strong upswing in biocides business. Quality of business has also improved in this segment with bigger and better channel partners. Going forward, the seeds business will be consolidated. Quality parameters have been raised across the segment and brands/markets/geographies will be revaluated.

Camson is entering exciting times as the benefits of all the measures to boost performance and improve quality of business will be available. While the domestic market holds huge potential for Camson, other initiatives like institutional business will provide additional revenues. Your company will also market bulk quantities to intermediaries under white labels.

International Perspective:

Internationally Camson's path breaking products have met with very encouraging response as a concept and in early trials. We are hopeful of sending out commercial quantities by next year. The new products especially the range of natural fertilisers holds immense potential to revolutionise the way agriculture is done.

Standalone Auditor's Report



INDEPENDENT AUDITOR'S REPORT

To the Members of **Camson Bio Technologies Limited**

Report on the Financial Statements

1. We have audited the accompanying financial statements of Camson Bio Technologies Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the Statements of Profit and Loss and Cash Flow for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. 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 flows 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 September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

3. 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.
4. 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, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



Opinion

6. 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:
- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
 - (b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
 - (c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

7. As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order, 2004, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act (the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
8. As required by section 227(3) of the Act, we report that:
- a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the Balance Sheet, the Statements of Profit and Loss and Cash Flow dealt with by this report, comply with the Accounting Standards notified under the Companies Act, 1956 read with the General Circular 15/2013 dated 13 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.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration Number 105102W

Sd/-
Padmini Khare Kaicker
Partner
Membership Number 044784,
Bangalore, 28 May 2014



ANNEXURE REFERRED TO IN PARAGRAPH 7 OF OUR REPORT OF EVEN DATE

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
- (b) The fixed assets of the Company were physically verified by the management during the year and no material discrepancies were noticed on such verification.
- (c) There was no disposal of a substantial part of the fixed assets during the year.
- (ii) (a) The inventories were physically verified during the year by the Management at reasonable intervals.
- (b) In our opinion, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) In our opinion, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
- (iii) Based on the records examined by us and according to the information and explanations given to us, the Company has:
 - (a) Not granted any loans to parties covered in the Register maintained under Section 301 of the Companies Act, 1956. Accordingly clauses iii (b) to (d) of the order are not applicable to the Company.
 - (b) The Company has taken an unsecured, interest free loan/advance from one party covered in the register maintained under Section 301 of the Act. The maximum amount outstanding during the year is Rs. 13,465,249/- and the year-end balance amounts to Rs. 9,265,249/-.
 - (c) In our opinion and according to the information and explanations given to us, the terms and conditions on which such loans taken are prima facie not prejudicial to the interest of the Company.
 - (d) As informed to us, as per the terms and conditions of such loan taken there is no principal repayment due during the year or interest payable on the loan.
- (iv) In our opinion and according to the information and explanations given to us, the internal control system with regard to purchase of fixed assets and inventory and for the sale of goods needs to be strengthened to be commensurate with the size of the Company and the nature of its business. On the basis of our examination of the books and records of the Company and according to the information



and explanations given to us we have not come across continuing failure to correct major weakness in such internal controls.

- (v) According to the information and explanations given to us, there are no contracts or arrangements that need to be entered in the register maintained under Section 301 of the Companies Act, 1956. Accordingly, the provisions of clause 4(v)(b) of the Order are not applicable to the Company and hence not commented upon.
- (vi) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from public within the meaning of Section 58A and 58AA of the Companies Act, 1956, and the rules framed there under.
- (vii) In our opinion, and according to the information and explanations provided to us, the internal audit system needs to be strengthened to be commensurate with the size of the Company and the nature of its business.
- (viii) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under Section 209(1) (d) of the Companies Act, 1956 in respect of fertiliser products and are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the records with a view to determining whether they are accurate or complete. To the best of our knowledge and according to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records for any other product of the Company.
- (ix)(a) According to the records of the Company, the Company has generally been regular in depositing undisputed dues, including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
- (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-tax, Wealth Tax, Custom Duty, Excise Duty, Cess and other material statutory dues in arrears as at March 31, 2014 for a period of more than six months from the date they became payable.
- (c) Based on our verification and according to the information and explanations given to us, there are no dues of Income-tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and Cess which have not been deposited as on March 31, 2014 on account of any dispute.
- (x) In our opinion, the Company has no accumulated losses at the end of the financial year. The Company has not incurred cash losses in the current and the immediately preceding financial year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks and financial institutions. The Company has not issued any debentures during the year.



- (xii) According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion and according to the information and explanations given to us, the nature of activities of the Company does not attract the provisions of any special statute applicable to chit fund and nidhi/mutual benefit/societies.
- (xiv) According to the information and explanations given to us, the Company is not dealing or trading in shares, securities, debentures and other investments. Therefore the provisions of clause 4 (xiv) of the Order are not applicable to the Company.
- (xv) According to the information and explanations given to us, the Company has not given guarantees for loans taken by others from banks or financial institutions.
- (xvi) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purposes for which they were obtained.
- (xvi i) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that the Company has not utilised funds raised on short-term basis for long- term purposes. The Company has not made any preferential allotment of shares during the year to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
- (xix) The Company has not issued any debentures during the year.
- (xx) The Company has not raised any money through a public issue during the year.
- (xxi) Based on audit procedures performed and as per the information and explanations given to us by the Management, we report that no fraud on or by the Company has been noticed or reported during the year.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration Number 105102W

Sd/-
Padmini Khare Kaicker
Partner
Membership Number 044784

Standalone Financial Statements



CAMSON BIO TECHNOLOGIES LIMITED

CAMSON BIO TECHNOLOGIES LIMITED

Balance Sheet as at 31st March 2014

(All amounts expressed in Indian Rupees)

Sl. No	Particulars	Note No.	As at	
			31 - Mar -14	31 - Mar -13
I	EQUITY AND LIABILITIES			
	Shareholders' funds			
	Share capital	3	252,255,130	181,300,000
	Reserves and surplus	4	1,786,337,707	1,283,671,460
	Money received against share warrants (refer note 26.4)		231,104,000	148,000,000
			2,269,696,837	1,612,971,460
	Non - current liabilities			
	Long term borrowings	5	119,454,701	159,116,882
	Other long term liabilities	6	19,173,571	14,466,325
	Deferred tax liabilities (Net) (refer note 26.13)		-	8,195,169
	Long term provisions	7	5,303,119	4,004,137
			143,931,391	185,782,513
	Current liabilities			
	Short term borrowings	8	251,238,206	225,132,095
	Trade payables	9	35,184,913	27,626,802
	Other current liabilities	10	88,376,487	87,059,438
	Short term provisions	11	35,133,109	27,231,280
			409,932,715	367,049,615
	TOTAL		2,823,560,943	2,165,803,588
II	ASSETS			
	Non - current assets			
	Fixed assets			
	Tangible assets	12	775,467,802	783,854,622
	Intangible assets	12A	320,568,528	332,402
	Work in Progress		98,658	-
	Non - current investments	13	83,000	83,000
	Deferred tax assets (Net) (Refer note 26.13)		966,811	-
	Long term loans & advances	14	388,178,300	238,077,383
			1,485,363,099	1,022,347,407
	Current assets			
	Inventories	15	399,768,117	395,585,755
	Trade receivables	16	840,143,761	640,643,225
	Cash & cash equivalents	17	19,183,193	16,755,903
	Short term loans & advances	18	79,102,773	90,471,298
			1,338,197,844	1,143,456,181
	TOTAL		2,823,560,943	2,165,803,588
	Summary of significant accounting policies	1 & 2		

The accompanying notes are an integral part of these financial statements

As per our report of even date

for B K Khare & Co.

Chartered Accountants

Firm Registration No.: 105102W

Sd/-

Padmini Khare Kaicker

Partner

Membership No. 044784

Place : Bangalore

Date : 28.05.2014

For and on behalf of the Board of Directors of Camson Bio Technologies Limited

Sd/-

Dhirendra Kumar

Managing Director

(DIN - 00301372)

Place : Bangalore

Date : 28.05.2014

Sd/-

A N Singh

Director

(DIN - 00296396)

Sd/-

Santosh Nair

Chief Executive Officer



CAMSON BIO TECHNOLOGIES LIMITED

CAMSON BIO TECHNOLOGIES LIMITED

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

(All amounts expressed in Indian Rupees)

Sl. No	Particulars	Note No	As at	
			31 - Mar -14	31 - Mar -13
1	INCOME			
	Revenue from Operations	19	1,456,277,853	1,196,080,118
	Other Income	20	5,328,208	3,031,114
	Total Revenue		1,461,606,061	1,199,111,232
2	EXPENSES			
	Cost of Cultivation/ Materials Consumed	21	213,151,774	282,838,015
	Purchase of Stock - in-Trade		486,682,955	98,627,121
	(Increase) / Decrease in Inventories of Finished Goods, Work - in-Progress and Stock - in-Trade	22	(29,173,340)	2,625,603
	Employee Benefit Expenses	23	85,675,674	70,730,519
	Financial Costs	24	38,686,158	20,109,308
	Depreciation and Amortization Expense	12	51,130,351	33,537,807
	Other Expenses	25	453,120,025	459,565,251
	Total Expenses		1,299,273,597	968,033,624
	Profit Before Exceptional item and tax		162,332,464	231,077,608
	Exceptional item - write down of inventory	26.17	35,630,025	-
	Profit Before Tax		126,702,439	231,077,608
	Tax Expense:			
	Current tax		3,367,417	5,710,000
	Current tax relating to prior year(net)		(214,965)	(705,048)
	MAT Credit (entitlement)		-	(4,965,772)
	Deferred tax charge/(credit)		(9,161,980)	976,902
	Net Profit after tax for the year		132,711,967	230,061,526
	Earning per Equity Share:			
	Basic		5.65	12.69
	Diluted		4.72	9.53
	Summary of Significant accounting policies	1 & 2		
The accompanying notes are an integral part of these financial statements				
As per our report of even date for B K Khare & Co. Chartered Accountants Firm Registration No.: 105102W			For and on behalf of the Board of Directors of Camson Bio Technologies Limited	
Sd/- Padmini Khare Kaicker Partner Membership No. 044784 Place : Bangalore Date : 28.05.2014	Sd/- Dhirendra Kumar Managing Director (DIN - 00301372) Place : Bangalore Date : 28.05.2014	Sd/- Santosh Nair Chief Executive Officer	Sd/- A N Singh Director (DIN - 00296396)	



CAMSON BIO TECHNOLOGIES LIMITED

CAMSON BIO TECHNOLOGIES LIMITED
Cash Flow for The Year Ended 31st March 2014

(All amounts expressed in Indian Rupees)

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
	Rs.	Rs.	Rs.	Rs.
A. Cash Flow from Operating Activities				
Profit /(Loss) before taxation		126,702,439		231,077,609
Adjustments for:				
Depreciation and amortisation	51,130,351		33,537,807	
Interest income on deposits	(3,503)		-	
Loss on sales of Fixed Assets	72,935		-	
Interest Expenses on borrowings	33,925,653		17,954,182	
Bad debts written off	28,164,492		-	
Provision for doubtful debts	58,881,026		35,586,789	
		172,170,954		87,078,778
Operating profit before working capital changes		298,873,393		318,156,387
Changes in Working Capital:				
Increase / (Decrease) in trade payables and liabilities	(13,864,247)		(12,979,290)	
Increase / (Decrease) in provisions	(8,034,058)		4,880,143	
(Increase) / Decrease in trade receivables	(286,546,054)		(206,883,430)	
(Increase) / Decrease in inventories	(4,182,362)		4,477,003	
(Increase) / Decrease in loans and advances	(138,732,392)		(241,762,134)	
(Increase) / Decrease in current assets	-	(451,359,113)	(671,729)	(452,939,437)
Taxes paid		5,781,022		-
Net cash used in operating activities	A	(146,704,698)		(134,783,050)
B. Cash flow from Investing Activities:				
Purchase of tangible/intangible assets including Capital work in progress	(363,321,252)		(250,253,581)	
Sale Proceeds of tangible assets	170,000		7,696	
Interest received on deposits	3,503		-	
Net cash used in investing activities	B	(363,147,749)		(250,245,885)
C. Cash flow from Financing Activities				
Proceeds on issue of Share warrant	112,104,000		148,000,000	
Proceeds on issue of Equity shares	441,421,999		-	
Payment of Dividend including dividend distribution tax	(21,211,194)		(21,009,146)	
Interest paid	(33,118,827)		(17,954,182)	
Proceeds from Borrowings	150,253,611		284,622,869	
Repayment of borrowings	(137,169,852)		(466,124)	
Net cash used in Financing Activities	C	512,279,737		393,193,417
Net increase in cash and cash equivalents	(A+B+C)	2,427,290		8,164,482
Cash and Cash equivalents at the beginning of the year		16,755,903		8,591,421
Cash and Cash equivalents at the end of the year (Refer note.: 17)		19,183,193		16,755,903

The accompanying notes are an integral part of these financial statements

As per our report of even date

for B K Khare & Co.

Chartered Accountants

Firm Registration No.: 105102W

For and on behalf of the Board of Directors of Camson Bio Technologies Limited

Sd/-

Padmini Khare Kaicker

Partner

Membership No. 044784

Place : Bangalore

Date : 28.05.2014

Sd/-

Dhirendra Kumar

Managing Director

(DIN - 00301372)

Place : Bangalore

Date : 28.05.2014

Sd/-

A N Singh

Director

(DIN - 00296396)

Sd/-

Santosh Nair

Chief Executive Officer



3 SHARE CAPITAL

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
	Number	Amounts in INR	Number	Amounts in INR
Authorised Equity Shares (see 'a' below)	35,000,000	350,000,000	30,000,000	300,000,000
Issued Equity Shares (see 'a' below)	25,225,513	252,255,130	18,130,000	181,300,000
Subscribed and fully paid Equity Shares (see 'a' below)	25,225,513	252,255,130	18,130,000	181,300,000
Total	25,225,513	252,255,130	18,130,000	181,300,000

a. Par value per equity Share is Rs. 10 /-

b. Reconciliation of the number of shares outstanding at the beginning and at the end of the year

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
	Number	Amounts in INR	Number	Amounts in INR
Equity Shares				
At the Beginning of the year	18,130,000	181,300,000	18,130,000	181,300,000
Add: Issued during the year	7,095,513	70,955,130	-	-
At the End of the year	25,225,513	252,255,130	18,130,000	181,300,000

c. Terms / rights attached to equity shares

The Company has one class of Equity Shares having par value per equity share is Rs. 10/- . Each holder of an equity share is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the board of directors is subject to the approval of share holders in the annual general meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of shares held by the equity share holders.

d. Shares held by each shareholder holding more than 5 percent shares specifying the number of shares held

Name of the Shareholder	As at 31 - Mar - 14		As at 31 - Mar - 13	
	No. of shares held	% of holding	No. of shares held	% of holding
Dhirendra Kumar	1,944,680	7.71	1,944,680	10.73
Shastika Health Resort & SPA Private Ltd	2,790,000	11.06	990,000	5.46
Bio Harvest Pte. Ltd.	4,195,513	16.63	-	-

e. Shares reserved for issue under option and contract/commitments.

i) During the year the company has issued share warrants to an investor (refer Note.: 26.4). In terms of the shareholder / share subscription agreement entered into with the investor the Company shall at all times reserve and keep available out of its authorized but un - issued equity shares free from any pre - emptive rights or outstanding option rights whatsoever, and solely for the purpose of effecting the conversion, such number of equity shares as shall from time to time be sufficient to effect the conversion of all outstanding Investor Warrants.

ii) The Share holders at the Annual General Meeting on 27th September 2013 approved the 'Employees Stock Option Plan 2012' scheme wherein the number of options shall not exceed 5% (five percent) of the aggregate number of issued and allotted equity shares of the Company as on that date. The Company has not granted options under the said plan as at 31st March ,2014.



4 RESERVES & SURPLUS

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
Capital Reserve				
Balance as per last financial statement	21,121,135		21,121,135	
Add: Additions during the Year	-	21,121,135		21,121,135
Securities Premium Account				
Balance as per last financial statement	354,950,000		354,950,000	
Add: Arising/received on issue of shares during the year	399,466,869	754,416,869	-	354,950,000
General Reserve				
Balance as per last financial statement	212,362,915		212,362,915	
Add: Additions during the Year	-	212,362,915	-	212,362,915
Surplus in Statement of Profit & Loss				
Balance as per last financial statement	695,237,410		486,185,030	
Profit for the Year	132,711,967		230,061,526	
	827,949,377		716,246,556	
Appropriations				
Proposed Dividend on Equity Shares	25,225,513		18,130,000	
Corporate Dividend Tax	4,287,076		2,879,146	
Net surplus in Statement of Profit & Loss		798,436,788		695,237,410
Total		1,786,337,707		1,283,671,460

5 LONG TERM BORROWINGS

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
Term Loans				
a) From Bank: - Secured				
Term Loan from Banks		768,499		1,064,989
(Secured against hypothecation of Vehicles, with interest rate of 12 % repayable over 48 monthly installments commencing from 05.07.2012)				
Term Loan - refer note below		106,780,005		130,000,000
b) From Other Parties:				
Long Term Borrowings from TATA Motors Finance Ltd (Secured against hypothecation of Vehicles, with interest rate of 11.50%)		169,229		473,768
Long Term Borrowings from Related Parties (Unsecured ,Interest free - repayable after 31st March 2015)		9,265,249		18,109,468
Long Term Borrowings from others (Unsecured ,Interest free - repayable after 31st March 2015)		29,111,548		33,289,681
Total Long term borrowings		146,094,530		182,937,906
Less: Current maturities of long term debt (refer note 10)		26,639,829		23,821,024
Total		119,454,701		159,116,882

The Term Loan facilities are Secured by exclusive Hypothecation charge over building and plant and machinery purchased from such loan and Second/ Pari passu charge over properties mortgaged for Cash Credit facility. The term loan is repayable in 60 monthly installments, the last installment is falling due on September 2017. Term loan carries rate of interest of base rate + 2.2% .

**6 OTHER LONG TERM LIABILITIES**

Particulars	As at		As at	
	31-Mar-14		31-Mar-13	
Trade Deposits received		19,173,571		14,466,325
Total		19,173,571		14,466,325

7 LONG TERM PROVISIONS

Particulars	As at		As at	
	31-Mar-14		31-Mar-13	
Provision for Gratuity (Refer note 26.5)		3,260,864		4,004,137
Provision for Leave Encashment (Refer note 26.5)		2,042,255		-
Total		5,303,119		4,004,137

8 SHORT TERM BORROWINGS

Particulars	As at		As at	
	31-Mar-14		31-Mar-13	
a) Loans repayable on demand				
i) From Banks (Secured):				
Cash Credit facilities (Refer Note below)		194,073,683		170,765,465
Other Loan (Refer Note below)		49,160,523		46,362,630
ii) From other parties, unsecured (Refer note 26.16)		8,004,000		8,004,000
Total		251,238,206		225,132,095

The Cash credit and other loan facilities are Secured by hypothecation of Stocks and Book Debts (Present & Future) of the Company and further Secured by equitable mortgage on the Land and Building situated at Plot No 6 A and B, Phase - 4, Industrial Area, Gwalhai, Dist.: Bilaspur, Himachal Pradesh and land and building at Doddabalapur, Bangalore and carries interest rate of base rate + 2.2%



9 TRADE PAYABLES

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
	Due to Micro, Small and Medium Enterprises (Refer Note 26.7)		-	
Due to Others		35,184,913		27,623,057
Total		35,184,913		27,626,802

10 OTHER CURRENT LIABILITIES

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
	Current maturities of long term debts (refer note 5)		26,639,829	
Interest accrued but not due on borrowings		2,042,505		1,137,730
Interest accrued but not due on security deposit		796,887		894,836
Statutory payables		2,756,785		3,190,882
Advances From customers		-		1,900,526
Unclaimed dividend		1,618,172		981,404
Liabilities for Capital Assets		7,022,740		15,712,019
Payable to Employees		44,822,962		34,959,775
Other Liabilities		2,676,607		4,461,242
Total		88,376,487		87,059,438

11 SHORT TERM PROVISIONS

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
	Provision for Gratuity (Refer Note 26.5)		1,666,333	
Provision for Leave Encashment (Refer Note 26.5)		586,770		-
Proposed dividend		25,225,513		18,130,000
Corporate dividend tax		4,287,076		2,879,146
Provision for taxation (Net of advance tax)		3,367,417		5,995,987
Total		35,133,109		27,231,280



12. TANGIBLE ASSETS

Particulars	Gross Block			Depreciation/Amortization			Net Block		
	As at 1st April, 2013	Additions	Deductions during the Period	As at 31st March, 2014	As at 1st April, 2013	Charged for the Year	Written Back	As at 31st March, 2014	As at 31st March, 2013
Land - Freehold	22,280,945	-	-	22,280,945	-	-	-	22,280,945	22,280,945
Land - Leasehold	97,451,467	-	-	97,451,467	9,046,178	9,046,178	-	79,359,111	88,405,289
Land Development Cost	22,242,169	-	-	22,242,169	1,864,686	2,224,217	-	18,153,266	20,377,483
Building	257,934,802	7,379,533	-	265,314,335	27,234,247	8,769,274	-	229,310,814	230,700,555
Green House	8,951,987	-	-	8,951,987	8,951,987	-	-	8,951,987	-
Plant And Machinery	399,725,925	31,198,759	-	430,924,684	32,883,858	24,856,546	-	373,184,280	366,843,067
Office Equipment	13,485,981	2,444,794	-	15,930,775	2,680,462	716,204	-	12,534,109	10,805,519
Computer	4,023,738	482,485	-	4,506,223	1,095,519	689,057	-	2,721,647	2,928,219
Furniture & Fixtures	37,899,122	322,827	-	38,221,949	4,983,927	2,409,875	-	30,828,147	32,915,195
Vehicles	16,189,756	281,734	624,291	15,847,199	7,590,407	1,542,665	381,356	7,095,483	8,599,349
TOTAL - A	880,185,892	42,110,132	624,291	921,671,733	96,331,271	50,254,016	381,356	775,467,802	783,854,621
Previous Year Total - A	408,792,676	471,993,216	-	880,185,892	62,856,892	37,155,915	3,681,536	96,331,271	345,935,784

12A. INTANGIBLE ASSETS

Particulars	Gross Block			Depreciation/Amortization			Net Block		
	As at 1st April, 2013	Additions	Deductions during the Period	As at 31st March, 2014	As at 1st April, 2013	Charged for the Year	Written Back	As at 31st March, 2014	As at 31st March, 2013
Software	413,481	495,395	-	908,876	81,079	123,418	-	704,379	332,402
Product Development Cost	-	320,617,067	-	320,617,067	-	752,917	-	319,864,150	-
TOTAL - B	413,481	321,112,462	-	321,525,943	81,079	876,335	-	987,414	332,402
Previous Year Total - B	367,527	45,954	-	413,481	17,651	63,428	-	332,402	-
GRAND TOTAL (A+B)	880,599,373	363,222,594	624,291	1,243,197,676	96,412,350	51,130,351	381,356	1,477,161,945	784,187,023
PREVIOUS YEAR GRAND TOTAL (A+B)	409,160,203	471,439,170	-	880,599,373	62,874,543	37,219,343	3,681,536	96,412,350	345,935,784



13 NON CURRENT INVESTMENTS

Particulars	As at		As at	
	31 - Mar - 14		31 - Mar - 13	
Trade Investment (unquoted)				
Investment in Equity shares:				
Investment in 6500 shares of face value of Rs.10 each in Subsidiary Company M/s Camson Agri - Venture Private Limited		65,000		65,000
Other Investments (unquoted)				
Investment in Government/Trust Securities		18,000		18,000
Total		83,000		83,000

14 LONG TERM LOANS AND ADVANCES

Particulars	As at		As at	
	31 - Mar - 14		31 - Mar - 13	
Unsecured, considered Good:				
Capital advances		1,959,315		72,200,001
Capital advances to related party (Refer Note 26.3)		374,725,677		154,375,676
Deposits		4,960,687		4,969,085
MAT credit entitlement		6,532,621		6,532,621
Total		388,178,300		238,077,383

15 INVENTORIES

Particulars	As at		As at	
	31 - Mar - 14		31 - Mar - 13	
Raw materials		7,859,905		2,297,859
Foundation seeds		97,527,442		162,513,638
Finished goods		133,570,198		224,955,854
Packing materials		10,895,405		5,818,404
Stock in Trade		149,915,167		-
Total		399,768,117		395,585,755

16 TRADE RECEIVABLES

Particulars	As at		As at	
	31 - Mar - 14		31 - Mar - 13	
Unsecured,				
Trade Receivables outstanding for a Period Exceeding Six months from the date they are due for payment				-
Considered Good		346,607,202		-
Considered Doubtful		58,881,026		1,771,278
Sub Total		405,488,228		1,771,278
Less: Provision for Doubtful Debts		58,881,026		1,771,278
		346,607,202		-
Others - Considered Good		493,536,559		640,643,225
Total		840,143,761		640,643,225



CAMSON BIO TECHNOLOGIES LIMITED

17 CASH AND BANK BALANCES

Particulars	As at	
	31 - Mar - 14	31 - Mar - 13
Cash and Cash Equivalents:		
Cash on Hand	105,969	41,269
Balance with Banks in Current accounts	17,275,066	15,549,244
Other Bank Balances		
In Margin Deposit	184,386	184,386
Unclaimed Dividend Balance	1,617,772	981,004
Total	19,183,193	16,755,903

18 SHORT TERM LOANS AND ADVANCES

Particulars	As at	
	31 - Mar - 14	31 - Mar - 13
Other loans & advances		
Unsecured, Considered Good		
Advance to suppliers and parties for cultivation	42,461,730	82,979,535
Advances to related parties (refer note (i) below)	32,355,002	1,574,989
Trade /Security deposits	200,000	-
Tender Deposits - With Government Authorities	1,152,676	-
Employee advances	2,161,711	5,166,972
Prepaid expenses	771,654	749,802
Total	79,102,773	90,471,298

Note:(i) Advance to related parties

Particulars	As at	
	31 - Mar - 14	31 - Mar - 13
Camson Agri - Ventures Private Ltd.	32,293,590	1,509,695
Camson Agro Products Pvt Ltd.	8,309	-
Camson Farm Management Venture Firm	50,294	50,294
Camson Farm Produce Pvt Ltd.	-	15,000
CAV Chepyala Farms	2,809	-
Total	32,355,002	1,574,989

19 REVENUE FROM OPERATIONS

Particulars	For the Year Ended	
	31 - Mar - 14	31 - Mar - 13
Sale of Products	1,456,277,853	1,196,080,118
Details of Products Sold:		
Seeds	666,018,318	838,121,150
Agricultural Biotech Products	430,265,702	244,537,590
Trading of Seeds	359,993,833	113,421,378
Total	1,456,277,853	1,196,080,118

20 OTHER INCOME

Particulars	For the Year Ended	
	31 - Mar - 14	31 - Mar - 13
Excess provision written back	3,142,994	328,926
Insurance claim received	-	27,328
Miscellaneous receipts	2,185,214	745,628
Prior period income	-	1,929,232
Total	5,328,208	3,031,114



21 COST OF CULTIVATION/ MATERIALS CONSUMED

Particulars	For the Year Ended 31 - Mar - 14		For the Year Ended 31 - Mar - 13	
Cultivation expenses		163,393,522		249,368,601
Raw materials consumed		28,910,820		23,004,921
Packing materials consumed		19,667,299		8,763,975
Carriage inward		1,180,133		1,700,518
		213,151,774		282,838,015

22 (INCREASE) / DECREASE IN INVENTORIES OF FINISHED GOODS, WORK - IN - PROGRESS AND STOCK - IN - TRADE

Particulars	For the Year Ended 31 - Mar - 14		For the Year Ended 31 - Mar - 13	
Inventories at the end of the Year				
Foundation Seeds		133,157,467		162,513,638
Finished Goods		133,570,198		224,955,854
Stock in Trade		149,915,167		-
		416,642,832		387,469,492
Inventories at the beginning of the year				
Foundation Seeds		162,513,638		207,767,800
Finished Goods		224,955,854		182,327,295
Stock in Trade		-		-
		387,469,492		390,095,095
(Increase) / Decrease in Inventories of Finished Goods, Work in Progress and Stock - in - Trade		(29,173,340)		2,625,603

23 EMPLOYEE BENEFIT EXPENSES

Particulars	For the Year Ended 31 - Mar - 14		For the Year Ended 31 - Mar - 13	
Salaries, wages and allowances		82,399,656		67,145,812
Contribution to provident & other funds		2,133,084		2,809,960
Staff welfare expenses		1,142,934		774,747
Total		85,675,674		70,730,519



24 FINANCIAL COSTS

Particulars	For the Year Ended 31 - Mar -14		For the Year Ended 31 - Mar -13	
Interest on Cash credit/working capital		17,373,281		16,613,439
Interest Paid on term loan		14,155,394		1,340,743
Interest on Income tax		-		285,987
Interest on others		4,439,483		335,261
Bank charges		2,718,000		1,533,878
Total		38,686,158		20,109,308

25 OTHER EXPENSES

Particulars	For the Year Ended 31 - Mar -14		For the Year Ended 31 - Mar -13	
Geo - climatictrial expense		41,059,402		178,565,386
Labour charges		3,918,973		3,812,007
Power, fuel & water		5,527,658		4,077,687
Repairs & maintenance:				
Building		1,186,392		409,490
Plant & machinery		450,451		551,516
Others		2,898,426		2,681,473
Rent & hire charges		4,985,115		5,998,602
Rates & taxes		5,255,900		3,516,920
Insurance		1,406,167		685,459
Travelling & conveyance		50,873,627		31,317,150
Communication expenses		2,586,674		1,283,183
Postage & courier charges		664,734		493,642
Printing & stationery		2,979,257		1,179,701
Legal & professional fees		13,428,797		7,718,158
Auditors' remuneration		674,160		393,260
Director's sitting fee		18,402		27,865
Freight		26,251,617		13,471,481
Rebate & discounts		52,941,571		21,856,009
Business promotion		140,174,035		139,346,136
Provision for doubtful debts		58,881,026		271,633
Bad and doubtful debts written off		28,164,492		35,315,155
Miscellaneous		8,793,149		6,593,338
Total		453,120,025		459,565,251

Remuneration to Auditor				
As Auditor				
Audit Fees		400,000		300,000
Limited review		200,000		50,000
Out of pocket expense and Service Tax		74,160		43,260
		674,160		393,260



CAMSON BIO TECHNOLOGIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2014

(All amounts expressed in Indian Rupees)

1. CORPORATE INFORMATION

Camson Bio Technologies Limited ('the Company') is in the field of bio technology focused on cultivation of hybrid seeds and manufacture of effective, safe and environmentally friendly natural pest management products for the agricultural markets.

2. SIGNIFICANT ACCOUNTING POLICIES :

2.1 Basis of Accounting:

The financial statements are prepared under the historic cost convention, on accrual basis of accounting and as per applicable Notified Accounting Standards laid down in Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956.

The accounting policies adopted by the company are consistent with those of the previous year.

2.2 Use of estimates:

The preparation of financial statements in conformity with the generally accepted accounting principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the results of operations during the period under review. Although these estimates are based upon the Managements best knowledge of current events and actions, actual results could differ from these estimates.

2.3 Fixed Assets:

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price, expenses incidental to the installation of the assets, cost of bringing the asset to its working condition for its intended use and attributable borrowing costs. Capital Work-in Progress comprises cost of fixed assets that are not yet ready for their intended use as at the balance sheet date. Intangible assets are recorded at the consideration paid for their acquisition. The Product development cost incurred on development of new products are recognized as fixed asset (Intangible work in progress) when feasibility has been established, the company has committed technical, financial & other resources to complete the development and it is probable that the asset will generate probable future benefits. On completion of development such costs are disclosed as intangible assets.

2.4 Depreciation / Amortization:

The Company provides depreciation on fixed assets on Straight Line Method at the rates and in the manner prescribed in Schedule XIV of the Companies Act, 1956. Poly house has been depreciated



over a period of ten years. Intangible assets are depreciated over the license period or estimated useful life in the range of 3 to 6 years, whichever is lower. Depreciation on additions/deletions during the year has been provided for on pro-rata basis. Assets purchased/installed during the year costing less than Rs.5,000/- each are fully depreciated.

Amortization on Leasehold improvements has been done in proportion to the period of lease. Land development cost is being amortized over 10 years.

Product development costs are amortized over a period of 84 months.

2.5 Investments:

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost, except for other than temporary diminution in value, if any, are provided for.

2.6 Inventories:

- a. Inventories comprises of Raw Material, Stores, Spares and Consumables, Packing Materials, Finished Goods and Foundation Seeds.
- b. Cost of inventories comprises of cost of purchase, cost of conversion and other cost incurred in bringing the inventories to their present location and condition.
- c. The method of valuation of various categories of inventories is as follows:
 - (i) Stock in trade, raw materials, stores, spares, consumables, and packing materials are valued at lower of cost and net realizable value on FIFO basis. Materials and other items held for use in the production of inventories are written down below cost if the resulting finished products are not expected to be sold at or above cost.
 - (ii) Finished Goods and Work-in-Progress are valued at lower of cost and net realizable value. Cost includes direct materials and labour expenses and apportion of manufacturing overheads based on normal operating capacity determined using the retail method. Cost also includes a portion of the research expenses which in the opinion of the management attribute to the development of these seeds.
 - (iii) Foundation seeds which are meant for production are valued at cost. (Refer Note No. 26.1)

2.7 Employee Benefits:

a. Post-employment benefit plans

Contribution to defined contributory retirement benefit schemes are recognized as an expense when employees have rendered services entitling them to contributions. For defined benefit schemes, the cost of providing benefits is determined using the Project Unit Credit Method, with actuarial



valuation being carried out at each Balance Sheet Date. Actuarial gains and losses are recognized in full in the Statement of Profit and Loss for the period in which they occur.

- b. **Short Term Employee Benefits:** The amount payable on account of short term employee benefits comprising largely of salaries and wages, annual bonus/ incentives etc. is valued on an undiscounted basis and charged to the Statement of profit & loss for the year.
- c. **Other long term Employee Benefits:** The employees are entitled to accumulate leave subject to certain limits for future availment. The liabilities for such compensated absence are provided based on the number of days of unutilized leave at each balance sheet date on the basis of an independent actuarial valuation.

2.8 **Revenue Recognition:**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

a. **Sale of Goods:**

Revenue from sale of goods is recognized when significant risk and rewards of the ownership of the goods have passed to the buyer which generally coincides with dispatch of goods to the customer and when there is no significant uncertainty regarding the consideration that will be derived from the sale of goods.

b. **Interest Income:**

Interest Income is recognized on a time proportionate basis taking into account the amount outstanding and the rate applicable.

2.9 **Research And Development:**

Revenue expenditure is charged to Statement of Profit and Loss in the year in which it is incurred.

2.10 **Borrowing Costs:**

Borrowing costs that are directly attributable to the acquisition and construction of qualifying assets are capitalized as part of the cost of asset up to the date such asset is ready for its intended use. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. Other borrowing costs are charged to the Statement of Profit and Loss in the year in which they are incurred.

2.11 **Taxation:**

a. **Current Tax:**

Provision for current taxation has been made in accordance with the Income Tax laws applicable to the assessment year.



b. Minimum Alternative Tax (MAT):

In case the company is liable to pay income tax u/s 115JB of income tax Act, 1961 (MAT), the amount of tax paid in excess of normal income tax is recognized as an asset (MAT Credit Entitlement) only if there is convincing evidence for realization of such asset during the specified period. MAT credit entitlement is reviewed at each balance sheet date.

c. Deferred Tax:

The deferred tax asset and deferred tax liability is calculated by applying tax rate that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws are recognized only if there is a virtual certainty of its realization supported by convincing evidence. Deferred tax asset on account of other timing differences are recognized only to the extent there is a reasonable certainty of its realization. At each balance sheet date the carrying amount of deferred tax assets are reviewed.

2.12 Impairment of Assets:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment of the carrying amount of the Company's assets. If any indication exists, the recoverable amount of such assets is estimated. An impairment loss is recognized wherever the carrying amount of the assets exceeds its recoverable amount. The recoverable amount is greater of the net selling price or value in use. Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash generating unit to which the asset belongs.

2.13 Foreign Currency Transactions:

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currency are restated at the exchange rate prevalent on the Balance Sheet date and gain/ loss on such restatement is charged to the Statement of Profit and Loss.

2.14 Operating Leases:

Assets acquired on lease where a significant portion of the risks and rewards of the ownership are retained by the lessor are classified as operating lease. Lease rentals are charged off to the Statement of Profit and Loss on straight line basis on the lease term as incurred.



2.15 Earnings per Share:

Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period adjusted for the effects of all dilutive potential equity shares is considered.

2.16 Accounting for Provisions, Contingent Liabilities and Contingent Assets:

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to present value and are determined as best estimates required settling the obligation at the Balance Sheet date.

Contingent Liabilities are disclosed by way of notes to accounts in case of:

- a. A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle that obligation;
- b. A present obligation when no reliable estimate is possible; and
- c. A possible obligation arising from past events where the probability of outflow of resources is remote.

Contingent Assets are not recognized in the financial statements.

26. ADDITIONAL DISCLOSURES:

- 26.1 Foundation Seeds are the most important input towards production of hybrid seeds. Certain important aspect of a foundation seeds production is the isolation that has to be maintained. These isolations are to be regulated very carefully so as to avoid the cross pollination of the seeds, It is valued very high due to significant nature of the stringent steps taken for production of seeds. The Government of India has mentioned certain isolation distances for each crop & all the companies adhere to same formula. Generally foundation seeds have an expected life of 5-10 years. (Refer Note No. 2.6)
- 26.2 The Company has taken certain assets and office premises under cancelable operating leases. The total rental expense under cancelable operating leases during the year was Rs.1,10,84,154/- (Rs.1,24,75,910/-).
- 26.3 The Company has entered into an agreement to acquire 34 acres of land from Mr. A N Singh, Director and paid an advance of Rs 374,725,677/- (Rs. 154,375,676/-), for which the registration /



transfer is under process as it has already been applied with the concerned Government Authority.

- 26.4 During the year, the shareholders at the Extra Ordinary General Meeting held on May 29, 2013 approved the issue of 1,674,327 warrants (Investor warrants) to Bio Harvest Pte. Limited (investor) at a consideration of INR 173.34 per warrant. The holder of the investor warrant is entitled for allotment of one equity share of face value of INR 10 for each warrant held. The investor warrants are convertible within a period not exceeding six months or nine months (as mutually agreed between the Company and the holder of the warrants) from the date of allotment of the warrants. 25% of the consideration is to be received prior to issue of warrants and balance 75% at the time of conversion. Such warrants were allotted on November 14, 2013.

During the year, 2,900,000 lakh warrants issued in earlier years have been converted into equity shares as per terms of issue of such warrants. The 3,100,000 share warrants issued in earlier years and pending for conversion as at March 31, 2014 are convertible at any time within a period of 18 months from the date of allotment of warrants. Each warrant is convertible into one equity share of nominal value of Rs. 10/- each. 25% of the consideration is to be received prior to issue of warrants and balance 75% at the time of conversion.

26.5 Retirement Benefit Plans:

a) Defined contribution plans:

The Company makes Provident Fund contribution to defined contribution plans for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized Rs. 2,083,725/- (Rs. 1,736,734/-) for provident fund contributions in the Statement of profit and loss. The contributions payable to these plans by the Company are at rates specified in the rules of the respective scheme.

b) Defined benefit plans:

The Company makes provision for Employees' Gratuity Scheme for eligible employees. The scheme provides for lump sum payment to eligible employees at retirement, death while in employment or on termination of employment, an amount equivalent to 15 days salary payable for each completed year of service or part thereof in excess of six months. Eligibility occurs upon completion of five years of service.

The present value of the defined benefit obligation and current service cost were measured using the Projected Unit Credit Method, with actuarial valuations being carried out at the balance sheet date.



CAMSON BIO TECHNOLOGIES LIMITED

The following table sets out the details of the gratuity plan and experience adjustments amounts recognized in the Company's financial statements as at March 31, 2014:

Particulars	Year Ended	
	31.03.2014	31.03.2013
Present Value of Funded Obligation	-	-
Fair Value of Plan Assets	-	-
Present Value of Unfunded Obligation	4,927,197	4,230,284
Unrecognized Past Service Cost	-	-
Amount not Recognized as on Assets (limit as Para 59(b))	-	-
Net Liability	4,927,197	4,230,284
<u>Amount in Balance Sheet</u>		
Liabilities	4,927,197	4,230,284
Assets	-	-
Net Liability is bifurcated as follows:		
Current	1,666,333	226,147
Non-Current	3,260,864	4,004,137
Net Liability	4,927,197	4,230,284

<u>Expenses to be Recognized in Statement of Profit and Loss</u>		
Current Service Cost	1,124,357	703,056
Interest on Defined Benefit Obligation	421,946	352,087
Expected Return of Plan Assets	NA	NA
Net Actuarial Losses/ (Gain) Recognized in Year	-849,390	-247,312
Past Service Cost	-	-
Total, included in " Employee Benefit Expenses "	696,913	807,831
Actual Return on Plan Assets	-	-
<u>Assumption at the Valuation Date:</u>		
Discount Rate (p. a.)	9.15%	8.05%
Expected Rate of Return of Assets (p.a.)	NA	NA
Salary Escalation Rate (p.a.)	10% for the first year & 7 % thereafter	10% for the first 2 years & 7 % thereafter



Experience Adjustments:

Particulars	Year Ended March 31				
	2014	2013	2012	2011	2010
Defined Benefit Obligation	4,927,197	4,230,284	3,660,973	2,572,188	1,510,549
Plan Assets	NA	NA	NA	NA	NA
Surplus/ (Deficit)	(4,927,197)	(4,230,284)	(3,660,973)	(2,572,188)	(1,510,549)
Experience Adjustment on Plan Liabilities [gain/ (loss)]	(751,083)	(412,264)	395,659	434,430	-
Experience Adjustment on Plan Assets [gain/ (loss)]	-	-	-	-	-

26.6 Leave encashment provided in the books as at March 31, 2014 aggregated to Rs 2,629,025/- (PY Rs. Nil) and expense debited to the Statement of Profit and Loss for the year is Rs 2,629,025/-(PY Rs Nil).

26.7 The information required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties had been identified on the basis of information available with the Company in this regard.

Particulars	2013-2014		2012-13	
	Principal	Interest	Principal	Interest
Principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;	Nil	Nil	3,745/-	Nil
The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	Nil	Nil	Nil	Nil
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	Nil	Nil	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of each accounting year;	Nil	Nil	Nil	Nil
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil	Nil	Nil

This information has been compiled based on the details available with the Company.

26.8 Expenditure in foreign currency towards travelling expenses 1,029,628/- (Nil).



26.9 **Related Party Disclosure:**

1. Related parties:

(a) Subsidiaries:

Camson Agri Ventures Private Limited

(b) Entities where Key Management Personnel (KMP)/relatives of Key Management Personnel (RKMP) have significant influence:

Camson Agro Products Private Limited (CAP)

Camson Seeds Limited

Camson Farm Management Venture LLP

(c) Key Management Personnel:

Dhirendra Kumar – Managing Director

Veerendra Kumar Singh – Director

(d) Relatives of Key Management Personnel:

A.N. Singh - Director

Veerendra Kumar Singh - Director

Geeta Singh

Karan Singh

Reeya Singh

2. Transactions with related parties

Sl. No.	Particulars	31st March 2014	31st March 2013
I	Transactions with KMP & their relatives		
	Remuneration to Dhirendra Kumar	8,067,762	6,000,000
	Remuneration to Karan Singh	638,315	NA
	Loan taken/repaid from/to Dhirendra Kumar	23,490,271 (23,652,211)	7,877,189 (-)
	Capital Advance to A N Singh, Director	220,350,000	154,375,676
	Share Warrant money received from Reeya Singh	36,750,000	12,250,000
	Repayment of loan taken from Geeta Singh	1,500,000	Nil
	Commission Paid to Veerendra Kumar Singh	1,456,929	Nil
	Dividend to Dhirendra Kumar	1,944,680	1,916,580
	Dividend to Karan Singh	850,000	710,000
	Dividend to Geeta Singh	792,710	792,710
	Dividend to Akbal Narayan Singh	118,500	118,500
	Dividend to Veerendra Kumar Singh	110,000	110,000
	Dividend to Alka Singh	32,710	32,710
II	Transactions with subsidiaries/ associates		
	Bio Cides Sales to Camson Agri Ventures Private Limited	2,985,155	1,03,160
	Seeds Sales to Camson Agri Ventures Private Limited	1,221,790	76,752
	Equity Investment in Camson Agri Ventures Pvt. Ltd.	Nil	65,000
	Reimbursement of Expenses/ Advances/ (recovery) from Camson Agri Ventures Private Limited	65,628,311 (3,484,416)	24,431,652 (265,932)
	Reimbursement of Expense - CAP	8,309	Nil



Sl. No.	Particulars	31st March 2014	31st March 2013
	Balances with Related Parties :		
	Payable to Dharendra Kumar	9,265,249	9,427,189
	Payable to Geeta Singh	Nil	1,500,000
	Receivable from Camson Agro Products Private Limited	8,309	Nil
	Receivable from Camson Farm Management Venture LLP	50,294	50,294
	Commission Payable to Veerendra Kumar Singh	1,463,267	Nil
	Due from Camson Agri Venture Private Limited	36,500,535	1,509,695
	Capital Advance recoverable from A N Singh	374,725,676	154,375,676

26.10 Disclosure as per Clause 32 of the Listing Agreement: -

Particulars	Rate of Interest	March 31, 2014	March 31, 2013	Maximum balance outstanding during the F.Y. 2013-14
Camson Agri Ventures Private Limited	Interest free	32,293,590	4,206,945	49,743,558

26.11 Earnings per Share (EPS): - Standalone

Earnings per share is calculated in accordance with Accounting Standard 20 – “Earnings per share”, notified by the Companies (Accounting Standards) Rules, 2006.

Earnings per Share

Particulars	2013-14	2012-13
	Amounts in Rs.	Amounts in Rs.
Profit available for equity share holders	132,711,967	230,061,527
Weighted average no. of equity shares - Basic	23,480,657	18,130,000
Weighted average no. of equity shares – Diluted	28,127,389	24,130,000
Earnings per share – Basic	5.65	12.69
Earnings per share – Diluted*	4.72	9.53

* Diluted EPS has been computed considering that all share warrants will be converted to equity as per terms of issue of the warrants.

26.12 **Segment Information:**

In accordance with AS-17 “Segment Revenue”, notified by the Companies (Accounting Standards) Rules, 2006, segment revenue, segment results and other information are as under:

A. Primary Segment

(a) Business Segment:

Segment identified by the company comprises as under:

- i. Seeds & Vegetables
- ii. Agri Biotech Products



(b) Segment Revenue & Expenses:

Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprises as a whole and are not allocable to a segment on a reasonable basis have been disclosed as “Unallocable”.

(c) Segment Assets & Liabilities:

Segment assets and segment liabilities represent assets and liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as “Unallocable”.

B. Secondary Segment

The entire turnover of the Company is from domestic business and there is no geographical/secondary segment to be reported.

Segment results, assets and liabilities are as given below

Particulars	Seeds & Vegetables		Agri Biotech Products		Consolidated Total	
	2013-14	2012-13	2013-14	2012-13	2013-14	2012-13
Segment Revenue	1,026,012,151	951,542,528	430,265,702	244,537,590	1,456,277,853	1,196,080,118
Segment Result	146,074,753	233,624,668	19,267,005	16,221,506	165,341,758	249,846,174
Operating profit before interest & taxes					165,341,758	249,846,174
Interest Expense					38,686,158	18,768,565
Interest Income					46,839	-
Profit Before Tax					126,702,439	231,077,609
Taxation						
Tax expenses					(6,009,528)	1,016,082
Profit After Tax for the year					132,711,967	230,061,527
Profit after tax					132,711,967	230,061,527
OTHER INFORMATION						
Segment Assets						
Fixed Assets	160,996,207	420,361,080	686,171,469	360,897,725	847,167,676	781,258,805
Current Assets	1,048,858,946	824,372,824	233,514,662	211,856,157	1,282,373,608	1,036,228,980
Unallocated Corporate Assets						
Fixed Assets					248,967,314	2,928,219
Investments					83,000	83,000
Current Assets					55,824,235	107,227,201
Long term loans & advances					389,145,111	238,077,383
Total Assets					2,823,560,943	2,165,803,588
Segment Liabilities	21,931,472	21,978,525	39,983,234	5,648,277	61,914,706	27,626,802
Unallocated Corporate Liabilities					491,949,400	525,205,326
Total Liabilities					553,864,106	552,832,128
Capital Employed					2,269,696,837	1,612,971,460
Total Equity and liabilities					2,823,560,943	2,165,803,588

**26.13 Deferred tax assets / (liabilities) comprise of:**

Particulars	As on 01.04.2013	Change during the period	As on 31.03.2014
On WDV of Fixed Assets	(8,462,416)	(472,878)	(8,935,294)
Employee benefit liabilities	267,247	422,605	689,852
Provision for Doubtful Debts	-	9,212,253	9,212,253
Total	(8,195,169)	9,161,980	966,811

26.14 Intangible Assets

During the year, the company has developed a new product "Calpushti", a natural fertiliser. The techno-commercial feasibility of the product has been established and cost of development incurred of Rs. 320,617,067/- towards material and employee costs has been capitalized on completion of the development activity in March 2014.

26.15 Claims against comp any not acknowledged as debts Rs.6, 92,688/-(P.Y. 6,92,688/-).

26.16 The Honorable Court of Civil Judge (SR.DN), Doddaballapur vide their order dated 8th December 2009 closed the case filed by the National Horticulture Board (NHB) to recover the Loan of Rs. 69.00 lakhs and interest thereon from the Company since the NHB has not taken any steps to resolve the matter despite the directives from the said court. However as a matter of prudence, the loan and interest there on aggregating to Rs 80.04 lakhs due to the NHB is not written back.

26.17 During the year, Management have reviewed the carrying value of inventory of foundation seeds and recorded a provision of Rs. 35,630,025/- to write down such inventory to net realizable value. Given the significance of the amount, such write down has been disclosed as exceptional item in the Statement of Profit and Loss.



26.18 The Company has reclassified previous year figures to conform to this year's classification.

26.19 The figures in brackets represent previous year's figures.

**As per our report of even date
For B K Khare & Co.
Chartered Accountants
Firm Registration No. 105102W**

**For and on behalf of the Board of Directors of Camson Bio
Technologies Limited**

**Dhirendra Kumar
Managing Director
(DIN – 00301372)**

**A N Singh
Director
(DIN – 00296396)**

**Padmini Khare Kaicker
Partner
Membership No. 044784**

**Santosh Nair
Chief Executive Officer**

**Place: Bangalore
Date: 28.05.2014**

**Place: Bangalore
Date: 28.05.2014**

Consolidated Auditor's Report



INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of **Camson Bio Technologies Limited**

We have audited the accompanying consolidated financial statements of Camson Bio Technologies Limited ("the Company") and its subsidiaries (collectively referred to as "the Group"), which comprise the consolidated Balance Sheet as at March 31, 2014, and the consolidated Statement of Profit and Loss and the consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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 consolidated cash flows of the Company in accordance with 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 consolidated 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 judgement, 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 Company'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, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the 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

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of other auditors on the financial statements of the subsidiary as noted below, the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) In the case of the consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2014;
- (b) In the case of the consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date; and
- (c) In the case of the consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

Other Matter

We did not audit the financial statements of one subsidiary whose financial statements reflect total assets (net) of Rs. 125,954,511/- as at March 31, 2014, total revenues of Rs.456,746,846/-and net cash flows amounting to Rs. 254,208/- for the year then ended, as considered in the consolidated financial statements. The financial statement referred to have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion insofar as it relates to these financial statements, is based solely on the reports of the other auditors. Our opinion is not qualified in respect of this matter.

For B. K. Khare & Co.
Chartered Accountants
Firm's Registration Number 105102W

Sd/-
Padmini Khare Kaicker
Partner
Membership Number 044784

Bangalore, 28 May 2014

Consolidated Financial Statements



CAMSON BIO TECHNOLOGIES LIMITED

CAMSON BIO TECHNOLOGIES LIMITED

Consolidated Balance Sheet as at 31st March 2014
(All amounts expressed in Indian Rupees)

Sl. No	Particulars	Note No.	As at 31-Mar-14		As at 31-Mar-13				
I	EQUITY AND LIABILITIES								
	Shareholders' funds								
	Share capital	3	252,255,130		181,300,000				
	Reserves and surplus	4	1,790,422,086		1,288,689,528				
	Money received against share warrants (refer note 26.4)		231,104,000	2,273,781,216	148,000,000	1,617,989,528			
	Minority Interest			2,649,097		2,737,036			
	Non-current liabilities								
	Long term borrowings	5	119,454,701		159,116,882				
	Other long term liabilities	6	19,173,571		14,466,325				
	Deferred tax liabilities (Net) (Refer note no.: 26.13)		-		8,195,168				
	Long term provisions	7	5,415,491	144,043,763	4,004,137	185,782,512			
	Current liabilities								
	Short term borrowings	8	251,238,206		225,132,095				
	Trade payables	9	110,223,611		179,340,337				
	Other current liabilities	10	89,843,857		87,094,438				
	Short term provisions	11	41,092,079	492,397,753	31,785,685	523,352,555			
	TOTAL			2,912,871,829		2,329,861,631			
II	ASSETS								
	Non-current assets								
	Fixed assets								
	Tangible assets	12	775,576,657		783,854,623				
	Intangible assets	12A	320,568,528		332,402				
	Work in Progress		98,658		-				
	Good will on consolidation		25,449		-				
	Non-current investments								
	Deferred tax assets (Net) (Refer note no.: 26.13)	13	18,000		18,000				
	Long term loans & advances	14	408,135,300	1,505,521,100	238,077,383	1,022,282,408			
	Current assets								
	Inventories	15	404,148,905		395,877,359				
	Trade receivables	16	935,457,499		805,820,111				
	Cash & cash equivalents	17	19,562,401		16,880,903				
	Short term loans & advances	18	48,181,924	1,407,350,729	89,000,850	1,307,579,223			
	TOTAL			2,912,871,829		2,329,861,631			
	Summary of Significant accounting policies	1 & 2							
<p>The accompanying notes are an integral part of these financial statements As per our report of even date for B K Khare & Co., Chartered Accountants, Firm Registration No.: 105102W</p> <p style="text-align: right;">For and on behalf of the Board of Directors of Camson Bio Technologies Limited</p> <table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <p>Sd/- Padmini Khare Kaicker Partner Membership No. 044784 Place : Bangalore Date : 28.05.2014</p> </td> <td style="width: 33%; vertical-align: top;"> <p>Sd/- Dhirendra Kumar Managing Director DIN : 00301372 Place : Bangalore Date : 28.05.2014</p> </td> <td style="width: 33%; vertical-align: top;"> <p>Sd/- A N Singh Director DIN : 00296396</p> <p style="text-align: center;">Sd/- Santosh Nair Chief Executive Officer</p> </td> </tr> </table>							<p>Sd/- Padmini Khare Kaicker Partner Membership No. 044784 Place : Bangalore Date : 28.05.2014</p>	<p>Sd/- Dhirendra Kumar Managing Director DIN : 00301372 Place : Bangalore Date : 28.05.2014</p>	<p>Sd/- A N Singh Director DIN : 00296396</p> <p style="text-align: center;">Sd/- Santosh Nair Chief Executive Officer</p>
<p>Sd/- Padmini Khare Kaicker Partner Membership No. 044784 Place : Bangalore Date : 28.05.2014</p>	<p>Sd/- Dhirendra Kumar Managing Director DIN : 00301372 Place : Bangalore Date : 28.05.2014</p>	<p>Sd/- A N Singh Director DIN : 00296396</p> <p style="text-align: center;">Sd/- Santosh Nair Chief Executive Officer</p>							



CAMSON BIO TECHNOLOGIES LIMITED

CAMSON BIO TECHNOLOGIES LIMITED

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

(All amounts expressed in Indian Rupees)

Sl. No	Particulars	Note No	For the Year Ended 31 - Mar - 14		For the Year Ended 31 - Mar - 13	
1	INCOME					
	Revenue from Operations	19		1,908,916,147		1,360,413,525
	Other Income	20		5,331,843		3,031,114
	Total Revenue			1,914,247,990		1,363,444,639
2	EXPENSES					
	Cost of Cultivation/ Materials Consumed	21		210,456,321		282,838,015
	Purchase of Stock - in-Trade (Increase) / Decrease in Inventories of Finished Goods, Work-in-Progress and Stock - in-Trade	22		932,097,892		250,164,476
	Employee Benefit Expenses	23		(33,276,237)		2,625,603
	Financial Costs	24		93,515,920		70,730,519
	Depreciation and Amortization Expense	12		38,759,360		20,109,308
	Other Expenses	25		51,136,783		33,537,807
	Total Expenses			459,027,908		460,086,795
	Profit Before Exceptional item and tax			1,751,717,947		1,120,092,523
	Exceptional item - write down of inventory	26.18		162,530,043		243,352,116
	Profit Before tax			35,630,025		-
	Tax Expense:			126,900,018		243,352,116
	Current tax		4,372,736		10,264,405	
	Current tax relating to prior years (net)		130,630		(705,048)	
	MAT Credit (entitlement)		-		(4,965,772)	
	Deferred Tax charge/(credit)		(9,293,677)	(4,790,311)	976,902	5,570,487
	Profit after tax			131,690,329		237,781,630
	Minority Interest			(87,949)		2,702,036
	Net Profit after tax and minority interest			131,778,278		235,079,594
	Earning per Equity Share:					
	Basic			5.61		12.97
	Diluted			4.79		9.74
	Summary of Significant accounting policies	1 & 2				

The accompanying notes are an integral part of these financial statements

As per our report of even date
for B K Khare & Co.,
Chartered Accountants,
Firm Registration No.: 105102W

For and on behalf of the Board of Directors of Camson Bio Technologies Limited

Sd/-
Padmini Khare Kaicker
Partner
Membership No. 044784
Place : Bangalore
Date : 28.05.2014

Sd/-
Dhirendra Kumar
Managing Director
DIN : 00301372
Place : Bangalore
Date : 28.05.2014

Sd/-
A N Singh
Director
DIN : 00296396
Sd/-
Santosh Nair
Chief Executive Officer



CAMSON BIO TECHNOLOGIES LIMITED

CAMSON BIO TECHNOLOGIES LIMITED

Consolidated statement of Cash Flow for the year ended 31st March 2014

(All amounts expressed in Indian Rupees)

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
	Rs.	Rs.	Rs.	Rs.
A. Cash flow from Operating Activities				
Profit /(Loss) before taxation		126,900,018		243,352,117
Adjustments for:				
Depreciation and amortisation	51,136,783		33,537,807	
Interest income on deposits	(7,138)		-	
Loss on sales of Fixed Assets	72,935		-	
Interest Expenses on borrowings	33,925,653		17,954,182	
Bad debts written off	28,164,492		-	
Provision for doubtful debts	58,881,026		35,586,788	
		172,173,751		87,078,777
Operating profit before working capital changes		299,073,769		330,430,894
Changes in Working Capital:				
Increase / (Decrease) in trade payables and liabilities	(103,152,196)		138,734,245	
Increase / (Decrease) in provisions	(7,868,035)		4,915,143	
(Increase) / Decrease in trade receivables	(216,682,902)		(372,060,314)	
(Increase) / Decrease in inventories	(8,271,546)		4,185,397	
(Increase) / Decrease in loans and advances	(132,583,070)		(240,252,439)	
(Increase) / Decrease in current Assets	-	(468,557,749)	(675,976)	(465,153,944)
Taxes paid		5,781,022		-
Net cash used in operating activities	A	(163,702,958)		(134,723,050)
B. Cash flow from Investing Activities:				
Purchase of tangible/intangible assets including Capital work in progress	(346,072,429)		(250,253,581)	
Sale Proceeds of tangible assets	170,000		72,696	
Interest received on deposits	7,138		-	
Net cash used in investing activities	B	(345,895,291)		(250,180,885)
C. Cash flow from Financing Activities				
Proceeds on issue of Share warrant	112,104,000		148,000,000	
Proceeds on issue of Equity shares	441,422,009		-	
Payment of Dividend including dividend distribution tax	(21,211,194)		(21,009,146)	
Interest paid	(33,118,827)		(17,954,182)	
Proceeds from Borrowings	150,253,611		284,622,869	
Repayment of borrowings	(137,169,852)		(466,124)	
Net cash used in Financing Activities	C	512,279,747		393,193,417
Net increase in cash and cash equivalents	(A+B+C)	2,681,498		8,289,482
Cash and Cash equivalents at the beginning of the year		16,880,903		8,591,421
Cash and Cash equivalents at the end of the year (Refer Note 17)		19,562,401		16,880,903

The accompanying notes are an integral part of these financial statements

As per our report of even date

for B K Khare & Co.,

Chartered Accountants,

Firm Registration No.: 105102W

For and on behalf of the Board of Directors of Camson Bio Technologies Limited

Sd/-
Padmini Khare Kaicker
Partner
Membership No. 044784
Place : Bangalore
Date : 28.05.2014

Sd/-
Dhirendra Kumar
Managing Director
DIN : 00301372

Sd/-
A N Singh
Director
DIN : 00296396

Sd/-
Santosh Nair
Chief Executive Officer

Place : Bangalore
Date : 28.05.2014



3 SHARE CAPITAL

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
	Number	Amounts in INR	Number	Amounts in INR
Authorised Equity Shares (see 'a' below)	35,000,000	350,000,000	30,000,000	300,000,000
Issued Equity Shares (see 'a' below)	25,225,513	252,255,130	18,130,000	181,300,000
Subscribed and fully paid Equity Shares (see 'a' below)	25,225,513	252,255,130	18,130,000	181,300,000
Total	25,225,513	252,255,130	18,130,000	181,300,000

a. Par value per equity Share is Rs. 10 /-

b. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
	Number	Amounts in INR	Number	Amounts in INR
Equity Shares				
At the Beginning of the year	18,130,000	181,300,000	18,130,000	181,300,000
Add: Issued during the year	7,095,513	70,955,130	-	-
At the End of the year	25,225,513	252,255,130	18,130,000	181,300,000

c. Terms / rights attached to equity shares

The Company has only one class of Equity Shares having par value of Rs.10/- per Share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the board of directors is subject to the approval of share holders in the annual general meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of shares held by the equity share holders.

d. Shares held by each shareholder holding more than 5 percent shares specifying the number of shares held.

Name of the Shareholder	As at 31 - Mar - 14		As at 31 - Mar - 13	
	No. of shares held	% of holding	No. of shares held	% of holding
Dhirendra Kumar	1,944,680	7.71	1,944,680	10.7
Shastika Health Resort & SPA Private Ltd	2,790,000	11.06	990,000	5.5
Bio Harvest Pte. Ltd.	4,195,513	16.63	-	-

e. Shares reserved for issue under option and contract/commitments.

i) During the year the company has issued share warrants to an investor (refer Note.: 26.4). In terms of the shareholder / share subscription agreement entered into with the investor the Company shall at all times reserve and keep available out of its authorized but un - issued equity shares free from any pre - emptive rights or outstanding option rights whatsoever, and solely for the purpose of effecting the conversion, such number of equity shares as shall from time to time be sufficient to effect the conversion of all outstanding Investor Warrants.

ii) The Share holders at the Annual General Meeting on 27th September 2013 approved the 'Employees Stock Option Plan 2012' scheme wherein the number of options shall not exceed 5% (five percent) of the aggregate number of issued and allotted equity shares of the Company as on that date. The Company has not granted options under the said plan as at 31st March, 2014.



4 RESERVES & SURPLUS

Particulars	As at 31 - Mar -14		As at 31 - Mar -13	
Capital Reserve				
Balance as per last financial statement	21,121,135		21,121,135	
Add: Additions during the Year	-	21,121,135	-	21,121,135
Securities Premium Account				
Balance as per last financial statement	354,950,000		354,950,000	
Add: Arising/received on issue of shares during the year	399,466,869	754,416,869	-	354,950,000
General Reserve				
Balance as per last financial statement	212,362,915		212,362,915	
Add: Additions during the Year	-	212,362,915	-	212,362,915
Surplus in Statement of Profit & Loss				
Balance as per last financial statement	700,255,478		486,185,030	
Profit for the Year	131,778,278		235,079,594	
	832,033,756		721,264,624	
Appropriations				
Proposed Dividend on Equity Shares	25,225,513		18,130,000	
Corporate Dividend Tax	4,287,076		2,879,146	
Net surplus in Statement of Profit & Loss		802,521,167		700,255,478
Total		1,790,422,086		1,288,689,528

5 LONG TERM BORROWINGS

Particulars	As at 31 - Mar -14		As at 31 - Mar -13	
Term Loans				
a) From Bank: - Secured				
Term Loan from Banks		768,499		1,064,989
(Secured against hypothecation of Vehicles, with interest rate of 12 % repayable over 48 monthly installments commencing from 05.07.2012)				
Term Loan - refenote below		106,780,005		130,000,000
b) From Other Parties:				
Long Term Borrowings from TATA Motors Finance Ltd (Secured against hypothecation of Vehicles, with interest rate of 11.50%)		169,229		473,768
Long Term Borrowings from Related Parties (Unsecured ,Interest free - Repayable after 31st March 2015)		9,265,249		18,109,468
Long Term Borrowings from others (Unsecured ,Interest free - Repayable after 31st March 2015)		29,111,548		33,289,681
Total Long term borrowings		146,094,530		182,937,906
Less: Current maturities of long term debt (refer note 10)		26,639,829		23,821,024
Total		119,454,701		159,116,882

The Term Loan facilities are Secured by exclusive Hypothecation charge over building and plant and machinery purchased from such loan and Second/ Pari passu charge over properties mortgaged for Cash Credit facility. The term loan is repayable in 60 monthly installments, the last installment is falling due on September 2017. Term loan carries rate of interest of base rate + 2.2%.



6 OTHER LONG TERM LIABILITIES

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
Trade Deposits received		19,173,571		14,466,325
Total		19,173,571		14,466,325

7 LONG TERM PROVISIONS

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
Provision for Gratuity (Refer Note No.: 26.5)		3,373,236		4,004,137
Provision for Leave Encashment (Refer Note No.: 26.5)		2,042,255		-
Total		5,415,491		4,004,137

8 SHORT TERM BORROWINGS

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
a) Loans repayable on demand				
i) From Banks (Secured):				
Cash Credit facilities (Refer Note below)		194,073,683		170,765,465
Other Loan (Refer Note below)		49,160,523		46,362,630
ii) From other parties, unsecured (Refer note.: 26.17)		8,004,000		8,004,000
Total		251,238,206		225,132,095

The Cash credit and other loan facilities are Secured by hypothecation of Stocks and Book Debts (Present & Future) of the Company and further Secured by equitable mortgage on the Land and Building situated at Plot No 6 A and B, Phase - 4, Industrial Area, Gwalthai, Dist.: Bilasapur, Himachal Pradesh and land and building at Doddabalapur, Bangalore and carries interest rate of base rate + 2.2%

9 TRADE PAYABLES

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
Due to Micro, Small and Medium Enterprises (Refer Note: - 26.7)		-		3,745
Due to Others		110,223,611		179,336,592
Total		110,223,611		179,340,337



10 OTHER CURRENT LIABILITIES

Particulars	As at 31-Mar-14		As at 31-Mar-13	
Other Payables:				
Current maturities of long term debts (refer note 5)		26,639,829		23,821,024
Interest Accrued but not due on Borrowings		2,042,505		1,137,730
Interest accrued but not due on security deposit		796,887		894,836
Statutory payables		2,921,371		3,190,882
Advances From customers		236,600		1,900,526
Unclaimed dividend		1,618,172		981,404
Liabilities for Capital Assets		7,022,740		15,712,019
Payable to Employees		44,822,962		34,959,775
Other Liabilities		3,742,791		4,496,242
Total		89,843,857		87,094,438

11 SHORT TERM PROVISIONS

Particulars	As at 31-Mar-14		As at 31-Mar-13	
Provision for Gratuity (Refer Note 26.5)		1,666,333		226,147
Provision for Leave Encashment (Refer Note 26.5)		586,770		-
Proposed dividend		25,225,513		18,130,000
Corporate dividend tax		4,287,076		2,879,146
Provision for taxation (Net of advance tax)		9,326,387		10,550,392
Total		41,092,079		31,785,685



12. TANGIBLE ASSETS

Particulars	Gross Block		Depreciation/Amortization				Net Block		
	As at 1st April, 2013	Additions	Deductions during the Period	As at 31st March, 2014	As at 1st April, 2013	Charged for the Year	Written Back	As at 31st March, 2014	As at 31st March, 2013
Land - Freehold	22,280,945	-	-	22,280,945	-	-	-	22,280,945	22,280,945
Land - Leasehold	97,451,467	-	-	97,451,467	9,046,178	9,046,178	-	79,359,111	88,405,289
Land Development Cost	22,242,169	-	-	22,242,169	1,864,686	2,224,217	-	18,153,266	20,377,483
Building	257,934,802	7,379,533	-	265,314,335	27,234,247	8,769,274	-	229,310,814	230,700,555
Green House	8,951,987	-	-	8,951,987	8,951,987	-	-	-	-
Plant And Machinery	399,725,925	31,198,759	-	430,924,684	32,883,858	24,856,546	-	373,184,280	366,842,067
Office Equipment	13,485,981	2,444,794	-	15,930,775	2,680,462	716,204	-	12,534,109	10,805,519
Computer	4,023,738	482,485	-	4,506,223	1,095,519	689,057	-	1,784,576	2,928,219
Furniture & Fixtures	37,899,122	322,827	-	38,221,949	4,983,927	2,409,875	-	30,828,147	32,915,195
Vehicles	16,189,756	281,734	624,291	15,847,199	7,590,407	1,542,665	381,356	7,095,483	8,599,349
TOTAL - A	880,185,892	42,110,132	624,291	921,671,733	96,331,271	50,254,016	381,356	775,467,802	783,854,621
Previous Year Total - A	408,792,676	471,393,216	-	880,185,892	62,856,892	37,155,915	3,681,536	96,331,271	345,935,784

12A. INTANGIBLE ASSETS

Particulars	Gross Block		Depreciation/Amortization				Net Block		
	As at 1st April, 2013	Additions	Deductions during the Period	As at 31st March, 2014	As at 1st April, 2013	Charged for the Year	Written Back	As at 31st March, 2014	As at 31st March, 2013
Software	413,481	495,395	-	908,876	81,079	123,418	-	704,379	332,402
Product Development Cost	-	320,617,067	-	320,617,067	-	752,917	-	319,864,150	-
TOTAL - B	413,481	321,112,462	-	321,525,943	81,079	876,335	-	957,414	332,402
Previous Year Total - B	367,527	45,954	-	413,481	17,651	63,428	-	332,402	349,876
GRAND TOTAL (A+B)	880,599,373	363,222,594	624,291	1,243,197,676	96,412,350	51,130,351	381,356	1,096,036,331	784,187,023
PREVIOUS YEAR GRAND TOTAL (A+B)	409,160,203	471,439,170	-	880,599,373	62,874,543	37,219,343	3,681,536	784,187,023	346,285,660



CAMSON BIO TECHNOLOGIES LIMITED

13 NON CURRENT INVESTMENTS

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
Other Investments (unquoted)				
Investment in Government or Trust Securities		18,000		18,000
Total		18,000		18,000

14 LONG TERM LOANS AND ADVANCES

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
Unsecured, considered Good:				
Capital advances		1,959,315		72,200,001
Capital advances to related party		374,725,677		154,375,676
Advance against Investment in Shares (Refer Note 26.16)		19,957,000		-
Deposits		4,960,687		4,969,085
MAT credit entitlement		6,532,621		6,532,621
Total		408,135,300		238,077,383

15 INVENTORIES

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
Raw materials		8,137,796		2,589,463
Foundation seeds		97,527,442		162,513,638
Work in progress		4,102,897		-
Finished goods		133,570,198		224,955,854
Packing materials		10,895,405		5,818,404
Stock in Trade		149,915,167		-
Total		404,148,905		395,877,359

16 TRADE RECEIVABLES

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
Unsecured,				
Aggregate amount of Trade Receivables outstanding for a Period Exceeding Six months from the date they are due for payment				
Considered Good		346,607,202		807,591,389
Considered Doubtful		58,881,026		1,771,278
Sub Total		405,488,228		1,771,278
Less: Provision for Doubtful Debts		58,881,026		1,771,278
		346,607,202		-
Others - Considered Good		588,850,297		805,820,111
		-		-
Total		935,457,499		805,820,111

17 CASH AND BANK BALANCES

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
Cash and Cash Equivalents:				
Cash on Hand		122,672		166,269
Balance with Banks in Current accounts		17,637,571		15,549,244
Other Bank Balances				
In Margin Deposit		184,386		184,386
Unclaimed Dividend Balance		1,617,772		981,004
Total		19,562,401		16,880,903



18 SHORT TERM LOANS AND ADVANCES

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
Other loans & advances				
Unsecured, Considered Good				
Advance to suppliers and parties for cultivation		42,687,180		82,979,535
Advances to related parties (refer note (i) below)		53,103		65,294
Trade /Security deposits		210,000		-
Tender Deposits - With Government Authorities		1,945,876		-
Employee advances		2,161,711		5,166,972
Interest Accrued on Deposits		3,635		-
Prepaid expenses		1,120,419		789,049
Total		48,181,924		89,000,850

Note:(i) Advance to related parties

Particulars	As at 31 - Mar - 14		As at 31 - Mar - 13	
Camson Farm Management Venture Firm		50,294		50,294
Camson Farm Produce Pvt Ltd.		-		15,000
CAV Chepyala Farms		2,809		-
Total		53,103		65,294

19 REVENUE FROM OPERATIONS

Particulars	For the Year Ended 31 - Mar - 14		For the Year Ended 31 - Mar - 13	
Sale of Products		1,908,916,147		1,360,413,525
Details of Products Sold:				
Seeds		667,874,026		838,121,150
Agricultural Biotech Products		430,265,702		244,537,590
Trading of Seeds		807,614,057		277,754,785
Trading of Biocides		3,162,362		-
Total		1,908,916,147		1,360,413,525

20 OTHER INCOME

Particulars	For the Year Ended 31 - Mar - 14		For the Year Ended 31 - Mar - 13	
Prior Period Income		-		1,929,232
Excess provision Written back		3,142,994		328,926
Insurance claim received		-		27,328
Miscellaneous receipts		2,181,711		745,628
Interest Income		7,138		-
Total		5,331,843		3,031,114



21 COST OF CULTIVATION/ MATERIALS CONSUMED

Particulars	For the Year Ended 31 - Mar -14		For the Year Ended 31 - Mar -13	
Cultivation Expenses		163,393,522		249,368,601
Raw Materials consumed		26,215,367		23,004,921
Packing Materials consumed		19,667,299		8,763,975
Carriage Inward		1,180,133		1,700,518
		210,456,321		282,838,015

22 (INCREASE) / DECREASE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE

Particulars	For the Year Ended 31 - Mar -14		For the Year Ended 31 - Mar -13	
Inventories at the end of the Year				
Foundation Seeds		133,157,467		162,513,638
Work in Progress		4,102,897		-
Finished Goods		133,570,198		224,955,854
Stock in Trade		149,915,167		-
		420,745,729		387,469,492
Inventories at the beginning of the year				
Foundation Seeds		162,513,638		207,767,800
Finished Goods		224,955,854		182,327,295
Stock in Trade		-		-
		387,469,492		390,095,095
(Increase) / Decrease in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade		(33,276,237)		2,625,603

23 EMPLOYEE BENEFIT EXPENSES

Particulars	For the Year Ended 31 - Mar -14		For the Year Ended 31 - Mar -13	
Salaries, wages and allowances		90,076,390		67,145,812
Contribution to provident & other funds		2,245,624		2,809,960
Staff welfare expenses		1,193,906		774,747
Total		93,515,920		70,730,519

24 FINANCIAL COSTS

Particulars	For the Year Ended 31 - Mar -14		For the Year Ended 31 - Mar -13	
Interest on Cash credit/working capital		17,373,281		16,613,439
Interest on term loan		14,155,394		1,340,743
Interest on Income tax		-		285,987
Interest on others		4,439,483		335,261
Bank charges		2,791,202		1,533,878
Total		38,759,360		20,109,308



25 OTHER EXPENSES

Particulars	For the Year Ended 31 - Mar - 14		For the Year Ended 31 - Mar - 13	
Geo-climatidrial expense		41,059,402		178,565,386
Labour charges		4,239,343		3,957,607
Power, fuel & water		5,564,022		4,077,687
Repairs & maintenance:				
Building		1,186,392		409,490
Plant & machinery		450,451		551,516
Others		2,913,220		2,689,488
Rent & hire Charges		5,544,305		6,238,602
Rates & taxes		5,375,403		3,524,340
Insurance		1,413,589		685,459
Travelling & conveyance		53,620,264		31,330,385
Communication expenses		2,705,858		1,283,183
Postage & courier charges		664,734		493,642
Printing & stationery		3,335,946		1,183,326
Legal & professional fees		14,732,764		7,802,428
Auditors' remuneration		674,160		393,260
Director's sitting fee		18,402		27,865
Freight		26,251,617		13,471,481
Rebate & discounts		52,958,505		21,856,009
Business promotion		140,366,451		139,346,136
Provision for doubtful debts		58,881,026		271,633
Bad and doubtful debts written off		28,164,492		35,315,155
Miscellaneous		8,907,562		6,612,717
Total		459,027,908		460,086,795
Remuneration to Auditor				
As Auditor				
Audit Fees		400,000		300,000
Limited Review		200,000		50,000
Out of pocket expense and Service Tax		74,160		43,260
		674,160		393,260



CAMSON BIO TECHNOLOGIES LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2014

(All amounts expressed in Indian Rupees)

1. CORPORATE INFORMATION

Camson Bio Technologies Limited ('the Company') is in the field of bio technology focused on cultivation of hybrid seeds and manufacture of effective, safe and environmentally friendly natural pest management products for the agricultural markets.

2. SIGNIFICANT ACCOUNTING POLICIES :

2.1 a) Basis of Accounting

The financial statements are prepared under the historic cost convention, on accrual basis of accounting and as per applicable Notified Accounting Standards laid down in Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956.

The accounting policies adopted by the company are consistent with those of the previous year.

b) Principles of Consolidation

The consolidated financial statements have been prepared on the following basis:

- i) The financial statements of the Company and its subsidiary has been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra group balances and intra group transactions resulting in un realized profit or losses as per Accounting Standard-21 on 'Consolidated Financial Statements' issued by the Institute of Chartered Accountants of India.
- ii) The Consolidated Financial Statements include the interest of the company in Joint Ventures, which have been accounted for using the proportionate consolidation method of accounting and reporting whereby the company's share of each of the assets, liabilities, income and expenses of jointly controlled entity is consolidated.
- iii) The excess of cost to the Company of its investments in the subsidiary companies / joint ventures over its share of equity of the subsidiary companies / joint ventures, at the dates on which the investments in the subsidiary companies / joint ventures are made, is recognized as 'Goodwill' being an asset in the consolidated financial statements. Alternatively, where the share of equity in the subsidiary companies / joint ventures as on the date of investment is in excess of cost of investment of the Company, it is shown under the head 'Reserves and Surplus', in the consolidated financial statements.
- iv) Minority interest in the Net Asset of consolidated subsidiaries consists of the amount of equity attributable to the minority shareholders as on the dates on which investments are made by the Company in the subsidiary companies and further movements in their share in the equity subsequent to the dates of investments as stated above.

The financial statements of the subsidiary, in the consolidation are drawn up to the same reporting date as the Company i.e. 31st March 2014.

Name of Subsidiary	Nature of Interest	Proportion of Ownership Interest for Current Year	Proportion of Ownership Interest for Previous Year
Camson Agri-Ventures Pvt. Ltd.	Subsidiary	65%	65%
Camson Agro Products Pvt. Ltd.*	Subsidiary	65%	NA
CAV Chepyala Farms *	Joint Venture	32.57%	NA

*Effective holding % of the company as these are subsidiary/Joint Venture of Camson Agri-Ventures Private Limited.



2.2 Use of estimates:

The preparation of financial statements in conformity with the generally accepted accounting principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the results of operations during the period under review. Although these estimates are based upon the Managements best knowledge of current events and actions, actual results could differ from these estimates.

2.3 Fixed Assets:

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price, expenses incidental to the installation of the assets, cost of bringing the asset to its working condition for its intended use and attributable borrowing costs. Capital Work-in Progress comprises cost of fixed assets that are not yet ready for their intended use as at the balance sheet date. Intangible assets are recorded at the consideration paid for their acquisition.

The Product development cost incurred on new products are recognized as fixed asset (Intangible work in progress) when feasibility has been established, the company has committed technical, financial & other resources to complete the development and it is probable that the asset will generate probable future benefits. On completion of development such costs are disclosed as intangible assets.

2.4 Depreciation / Amortization:

The Company provides depreciation on fixed assets on Straight Line Method at the rates and in the manner prescribed in Schedule XIV of the Companies Act, 1956. Poly House has been depreciated over a period of ten years. Intangible assets are depreciated over the license period or estimated useful life in the range of 3 to 6 years, whichever is lower. Depreciation on additions/deletions during the year has been provided for on pro-rata basis. Assets purchased/installed during the year costing less than Rs.5,000/- each are fully depreciated.

Amortization on Leasehold improvements has been done in proportion to the period of lease. Land development cost is being amortized over 10 years.

Product development costs are amortized over a period of 84 months.

2.5 Investments:

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost, except for other than temporary diminution in value, if any, are provided for.

2.6 Inventories:

- a. Inventories comprises of Raw Material, Stores, Spares and Consumables, Packing Materials, Work-in Process including foundation seeds and Finished Goods.
- b. Cost of inventories comprises of cost of purchase, cost of conversion and other cost incurred in bringing the inventories to their present location and condition.
- c. The method of valuation of various categories of inventories is as follows:
 - (i) Stock in trade, raw materials, stores, spares, consumables, and packing materials are valued at lower of cost and net realizable value on FIFO basis. Materials and other items held for use in the production of inventories are written down below cost if the resulting finished products are not expected to be sold at or above cost.
 - (ii) Finished Goods and Work-in-Progress are valued at lower of cost and net realizable value. Cost includes direct materials and labour expenses and apportion of manufacturing overheads based on normal operating capacity determined using the retail method. Cost also includes a portion of the research expenses which in the opinion of the management attribute to the development of these seeds.
 - (iii) Foundation seeds which are meant for production are valued at cost. (Refer Note No. 26.1)



2.7 **Employee Benefits:**

a. **Post-employment benefit plans**

Contribution to defined contributory retirement benefit schemes are recognized as an expense when employees have rendered services entitling them to contributions. For defined benefit schemes, the cost of providing benefits is determined using the Project Unit Credit Method, with actuarial valuation being carried out at each Balance Sheet Date. Actuarial gains and losses are recognized in full in the Statement of Profit and Loss for the period in which they occur.

b. **Short Term Employee Benefits:** The amount payable on account of short term employee benefits comprising largely of salaries and wages, annual bonus/ incentives etc. is valued on an undiscounted basis and charged to the Statement of profit & loss for the year.

c. **Other long term Employee Benefits:** The employees are entitled to accumulate leave subject to certain limits for future availment. The liabilities for such compensated absence are provided based on the number of days of unutilized leave at each balance sheet date on the basis of an independent actuarial valuation.

2.8 **Revenue Recognition:**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

a. **Sale of Goods:**

Revenue from sale of goods is recognized when significant risk and rewards of the ownership of the goods have passed to the buyer which generally coincides with dispatch of goods to the customer and when there is no significant uncertainty regarding the consideration that will be derived from the sale of goods.

b. **Interest Income:**

Interest Income is recognized on a time proportionate basis taking into account the amount outstanding and the rate applicable.

2.9 **Research And Development:**

Revenue expenditure is charged to Statement of Profit and Loss in the year in which it is incurred.

2.10 **Borrowing Costs:**

Borrowing costs that are directly attributable to the acquisition and construction of qualifying assets are capitalized as part of the cost of asset up to the date such asset is ready for its intended use. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. Other borrowing costs are charged to the Statement of Profit and Loss in the year in which they are incurred.

2.11 **Taxation:**

a. **Current Tax:**

Provision for current taxation has been made in accordance with the Income Tax laws applicable to the assessment year.

b. **Minimum Alternative Tax (MAT):**

In case the company is liable to pay income tax u/s 115JB of income tax Act, 1961 (MAT), the amount of tax paid in excess of normal income tax is recognized as an asset (MAT Credit Entitlement) only if there is convincing evidence for realization of such asset during the specified period. MAT credit entitlement is reviewed at each balance sheet date.

c. **Deferred Tax:**

The deferred tax asset and deferred tax liability is calculated by applying tax rate that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws are recognized only if there is a virtual certainty of its realization supported by convincing



evidence. Deferred tax asset on account of other timing differences are recognized only to the extent there is a reasonable certainty of its realization. At each balance sheet date the carrying amount of deferred tax assets are reviewed.

2.12 Impairment of Assets:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment of the carrying amount of the Company's assets. If any indication exists, the recoverable amount of such assets is estimated. An impairment loss is recognized wherever the carrying amount of the assets exceeds its recoverable amount. The recoverable amount is greater of the net selling price or value in use. Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash generating unit to which the asset belongs.

2.13 Foreign Currency Transactions:

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currency are restated at the exchange rate prevalent on the Balance Sheet date and gain/ loss on such restatement is charged to the Statement of Profit and Loss.

2.14 Operating Leases:

Assets acquired on lease where a significant portion of the risks and rewards of the ownership are retained by the lessor are classified as operating lease. Lease rentals are charged off to the Statement of Profit and Loss on straight line basis on the lease term as incurred.

2.15 Earnings per Share:

Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period adjusted for the effects of all dilutive potential equity shares is considered.

2.16 Accounting for Provisions, Contingent Liabilities and Contingent Assets:

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to present value and are determined as best estimates required settling the obligation at the Balance Sheet date.

Contingent Liabilities are disclosed by way of notes to accounts in case of:

- a. A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle that obligation;
- b. A present obligation when no reliable estimate is possible; and
- c. A possible obligation arising from past events where the probability of outflow of resources is remote.

Contingent Assets are not recognized in the financial statements.



26. ADDITIONAL DISCLOSURES:

- 26.1 Foundation Seeds are the most important input towards production of hybrid seeds. Certain important aspect of a foundation seeds production is the isolation that has to be maintained. These isolations are to be regulated very carefully so as to avoid the cross pollination of the seeds, It is valued very high due to significant nature of the stringent steps taken for production of seeds. The Government of India has mentioned certain isolation distances for each crop & all the companies adhere to same formula. Generally foundation seeds have an expected life of 5-10 years. (Refer Note No. 2.6)
- 26.2 The Company has taken certain assets and premises under cancelable operating leases. The total rental expense under cancelable operating leases during the year was Rs. 1,10,84,154/- (Rs. 1,24,75,910/-).
- 26.3 The Company has entered into an agreement to acquire 34 acres of land from Mr. A N Singh who is a director and paid an advance of Rs 374,725,677/- (Rs. 154,375,676/-), which is under process as it has already been applied with the concerned Government Authority.
- 26.4 During the year, the shareholders at the Extra Ordinary General Meeting held on May 29, 2013 approved the issue of 1,674,327 warrants (Investor warrants) to Bio Harvest Pte. Limited (investor) at a consideration of INR 173.34 per warrant. The holder of the investor warrant is entitled for allotment of one equity share of face value of INR 10 for each warrant held. The investor warrants are convertible within a period not exceeding six months or nine months (as mutually agreed between the Company and the holder of the warrants) from the date of allotment of the warrants. 25% of the consideration is to be received prior to issue of warrants and balance 75% at the time of conversion. Such warrants were allotted on November 14, 2013.

During the year, 2,900,000 lakh warrants issued in earlier years have been converted into equity shares as per terms of issue of such warrants. The 3,100,000 share warrants issued in earlier years and pending for conversion as at March 31, 2014 are convertible at any time within a period of 18 months from the date of allotment of warrants. Each warrant is convertible into one equity share of nominal value of Rs. 10/- each. 25% of the consideration is to be received prior to issue of warrants and balance 75% at the time of conversion.

26.5 Retirement Benefit Plans:

a) Defined contribution plans:

The Company makes Provident Fund contribution to defined contribution plans for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized Rs. 2,083,725/- (Rs. 1,736,734/-) for provident fund contributions in the Statement of profit and loss. The contributions payable to these plans by the Company are at rates specified in the rules of the respective scheme.

b) Defined benefit plans:

The Company makes provision for Employees' Gratuity Scheme for eligible employees. The scheme provides for lump sum payment to eligible employees at retirement, death while in employment or on termination of employment, an amount equivalent to 15 days salary payable for each completed year of service or part thereof in excess of six months. Eligibility occurs upon completion of five years of service.

The present value of the defined benefit obligation and current service cost were measured using the Projected Unit Credit Method, with actuarial valuations being carried out at the balance sheet date.



CAMSON BIO TECHNOLOGIES LIMITED

The following table sets out the details of the gratuity plan and experience adjustments amounts recognized in the Company's financial statements as at March 31, 2014:

Particulars	Year Ended	
	31.03.2014	31.03.2013
Present Value of Funded Obligation	-	-
Fair Value of Plan Assets	-	-
Present Value of Unfunded Obligation	5,039,569	4,230,284
Unrecognized Past Service Cost	-	-
Amount not Recognized as on Assets (limit as Para 59(b))	-	-
Net Liability	5,039,569	4,230,284
<u>Amount in Balance Sheet</u>		
Liabilities	5,039,569	4,230,284
Assets	-	-
Net Liability is bifurcated as follows:		
Current	1,666,333	226,147
Non-Current	3,373,236	4,004,137
Net Liability	5,039,569	4,230,284
<u>Expenses to be Recognized in Statement of Profit and Loss</u>		
Current Service Cost	1,236,729	703,056
Interest on Defined Benefit Obligation	421,946	352,087
Expected Return of Plan Assets	NA	NA
Net Actuarial Losses/ (Gain) Recognized in Year	-849,390	-247,312
Past Service Cost	-	-
Total, included in " Employee Benefit Expenses "	809,285	807,831
Actual Return on Plan Assets	-	-
<u>Assumption at the Valuation Date:</u>		
Discount Rate (p. a.)	9.15% 9.05%(CAV)	8.05%
Expected Rate of Return of Assets (p.a.)	NA	NA
Salary Escalation Rate (p.a.)	10% for the first years & 7 % thereafter/ 7% for the first year(CAV)	10% for the first 2 years & 7 % thereafter



Experience Adjustments:

Particulars	Year Ended March 31				
	2014	2013	2012	2011	2010
Defined Benefit Obligation	5,039,569	4,230,284	3,660,973	2,572,188	1,510,549
Plan Assets	NA	NA	NA	NA	NA
Surplus/ (Deficit)	(5,039,569)	(4,230,284)	(3,660,973)	(2,572,188)	(1,510,549)
Experience Adjustment on Plan Liabilities [gain/ (loss)]	(751,083)	(412,264)	395,659	434,430	-
Experience Adjustment on Plan Assets [gain/ (loss)]	-	-	-	-	-

26.6 Leave encashment provided in the books as at March 31, 2014 aggregated to Rs 2,629,025/- (PY Rs. Nil) and expense debited to the Statement of Profit and Loss for the year is Rs 2,629,025/-(PY Rs Nil).

26.7 The information required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties had been identified on the basis of information available with the Company in this regard.

Particulars	2013-2014		2012-13	
	Principal	Interest	Principal	Interest
Principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;	Nil	Nil	3,745/-	Nil
The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	Nil	Nil	Nil	Nil
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	Nil	Nil	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of each accounting year;	Nil	Nil	Nil	Nil
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil	Nil	Nil

This information has been compiled based on the details available with the Company.

26.8 Expenditure in foreign currency towards travelling expenses 1,029,628/- (Nil).



26.9 Related Party Disclosure:

1. Related parties:

(a) Subsidiaries:

Camson Agri Ventures Private Limited
Camson Agro Products Private Limited

(b) Entities where Key Management Personnel (KMP)/relatives of Key Management Personnel (RKMP) have significant influence:

Camson Agro Products Private Limited (CAP)
Camson Seeds Limited
Camson Farm Management Venture LLP

(c) Key Management Personnel:

Dhirendra Kumar – Managing Director
Veerendra Kumar Singh – Director
Rohit Satish Sareen – Director (Camson Agri Venture Private Limited)

(d) Relatives of Key Management Personnel:

A.N. Singh - Director, Veerendra Kumar Singh - Director, Geeta Singh, Karan Singh, Reeya Singh

2. Transactions with related parties

Related Party Transaction			
Sl. No.	Particulars	31st March 2014	31st March 2013
I	Transactions with KMP & their relatives		
	Remuneration to Dhirendra Kumar	8,067,762	6,000,000
	Salary to Karan Singh	638,315	NA
	Loan taken/recovered from Dhirendra Kumar	23,490,271 (23,652,211)	7,877,189 (-)
	Capital Advance to A N Singh, Director	220,350,000	154,375,676
	Share Warrant money received from Reeya Singh	36,750,000	12,250,000
	Repayment of loan taken from Geeta Singh	1,500,000	Nil
	Commission Paid to Veerendra Kumar Singh	1,456,929	Nil
	Dividend to Dhirendra Kumar	1,944,680	1,916,580
	Dividend to Karan Singh	850,000	710,000
	Dividend to Geeta Singh	792,710	792,710
	Dividend to Akbal Narayan Singh	118,500	118,500
	Dividend to Veerendra Kumar Singh	110,000	110,000
	Dividend to Alka Singh	32,710	32,710
II	Balances with Related Parties :		
	Payable to Dhirendra Kumar	9,265,249	9,427,189
	Payable to Geeta Singh	Nil	1,500,000
	Receivable from Camson Farm Management Venture LLP	50,294	50,294
	Commission Payable to Veerendra Kumar Singh	1,463,267	Nil
	Capital Advance recoverable from A N Singh	374,725,676	154,375,676



26.10 Earnings per Share (EPS): - Standalone

Earnings per share is calculated in accordance with Accounting Standard 20 – “Earnings per share”, notified by the Companies (Accounting Standards) Rules, 2006.

Earnings per Share - Standalone

Particulars	2013-14	2012-13
	Amount (Rs)	Amount (Rs)
Profit available for equity share holders	131,778,279	230,061,527
Weighted average no. of equity shares - Basic	23,480,657	18,130,000
Weighted average no. of equity shares – Diluted	27,494,356	24,130,000
Earnings per share – Basic	5.61	12.97
Earnings per share – Diluted*	4.79	9.74

* Diluted EPS has been computed considering that all share warrants will be converted to equity as per terms of issue of the warrants.

26.11 Disclosure in respect of Company’s Subsidiary Joint Ventures pursuant to Accounting Standard - 27 on “Financial Reporting of Interest in Joint Ventures” as notified under the Companies (Accounting Standards) Rules, 2006 :

Name of the Joint venture	Proportion of effective ownership interest
CAV Chepyala Farms	32.57%

Particulars	31-03-2014 Rs.	31-03-2013 Rs.
Total Liabilities	524,270	-
Total Assets	106,278	-
Total Income	-	-
Total Expenses	468,992	-

26.12 **Segment Information:**

In accordance with AS-17 “Segment Revenue”, notified by the Companies (Accounting Standards) Rules, 2006, segment revenue, segment results and other information are as under:

A. Primary Segment

(a) Business Segment:

Segment identified by the company comprises as under:

- i. Seeds & Vegetables
- ii. Agri Biotech Products

(b) Segment Revenue & Expenses:

Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprises as a whole and are not allocable to a segment on a reasonable basis have been disclosed as “Unallocable”.

(c) Segment Assets & Liabilities:

Segment assets and segment liabilities represent assets and liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as “Unallocable”.



B. Secondary Segment

The entire turnover of the Company is from domestic business and there is no geographical/secondary segment to be reported.

Segment results, assets and liabilities are as given below

Particulars	Seeds & Vegetables		Agri Biotech Products		Consolidated Total	
	2013-14	2012-13	2013-14	2012-13	2013-14	2012-13
Segment Revenue	1,475,488,083	1,116,719,416	433,428,064	244,537,590	1,908,916,147	1,361,257,006
Segment Result	142,019,734	245,899,177	23,686,482	16,221,506	165,706,216	262,120,683
Operating profit before interest & taxes					165,706,216	262,120,683
Interest Expense					38,759,360	18,768,565
Interest Income					46,839	-
Profit Before Tax					126,900,017	243,352,118
Taxation						
Tax expenses					(4,790,311)	5,570,487
Profit After Tax for the year					131,690,328	237,781,631
OTHER INFORMATION						
Segment Assets						
Fixed Assets	161,105,062	420,361,080	686,171,469	360,897,725	847,276,531	781,258,805
Current Assets	1,148,778,921	985,823,319	233,514,662	215,874,153	1,382,293,583	1,201,697,472
Unallocated Corporate Assets						
Fixed Assets					248,992,763	2,928,219
Investments					18,000	18,000
Current Assets					25,057,145	105,881,752
Deferred tax assets (Net)					1,098,508	-
Long term loans & advances					408,135,300	238,077,383
Total Assets					2,912,871,829	2,329,861,631
Segment Liabilities	98,885,379	22,663,895	38,180,397	156,676,442	137,065,776	179,340,337
Unallocated Corporate Liabilities					499,375,740	532,531,766
Total Liabilities					636,441,516	711,872,103
Capital Employed					2,273,781,216	1,617,989,528
Minority Interest					2,649,097	2,737,036
Total Equity and liabilities					2,912,871,829	2,329,861,631



CAMSON BIO TECHNOLOGIES LIMITED

26.13 Deferred tax assets / (liabilities) comprise of:

Particulars	As on 01.04.2013	Change during the period	As on 31.03.2014
On WDV of Fixed Assets	(8,462,416)	(480,062)	(8,942,478)
Employee benefit liabilities	267,247	457,328	724,575
Provision for Doubtful Debts	-	9,316,411	9,316,411
Total	(8,195,169)	9,293,677	1,098,508

26.14 Intangible Assets: -

During the year, the company has developed a new product "Calpushti", a natural fertiliser. The techno-commercial feasibility of the product has been established and cost of development incurred of Rs. 320,617,067/- towards material and employee costs has been capitalized on completion of the development activity in March 2014.

26.15 Claims against company not acknowledged as debts Rs.6,92,688/-(P.Y. 6,92,688/-)

26.16 The Subsidiary Company - Camson Agri-Ventures Private Limited has paid an advance of Rs. 1.99 Crore towards investment in shares for which an agreement has been entered with the concerned party.

26.17 The Honorable Court of Civil Judge (SR.DN), Doddaballapur vide their order dated 8th December 2009 closed the case filed by the National Horticulture Board (NHB) to recover the Loan of Rs. 69.00 lakhs and interest thereon from the Company since the NHB has not taken any steps to resolve the matter despite the directives from the said court. However as a matter of prudence, the loan and interest there on aggregating to Rs 80.04 lakhs due to the NHB is not written back.

26.18 During the year, Management have reviewed the carrying value of inventory of foundation seeds and recorded a provision of Rs. 35,630,025/- to write down such inventory to net realizable value. Given the significance of the amount, such write down has been disclosed as exceptional item in the Statement of Profit and Loss.

26.19 The Company has reclassified previous year figures to confirm to this year's classification.

26.20 The figures in brackets represent previous year's figures.

As per our report of even date
For B K Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Sd/-
Padmini Khare Kaicker
Partner
Membership No. 044784

Place: Bangalore
Date: 28.05.2014

For and on behalf of the Board of Directors of Camson Bio
Technologies Limited

Sd/-
Dhirendra Kumar
Managing Director
(DIN - 00301372)

Sd/-
A N Singh
Director
(DIN - 00296396)
Sd/-
Santosh Nair
Chief Executive Officer

Place: Bangalore
Date: 28.05.2014



ATTENDANCE SLIP

Members attending the Meeting in person or by Proxy or as Authorised Representatives are requested to complete this attendance slip and hand it over at the entrance of the Meeting venue.

Full Name of the Shareholder _____ Signature _____

Folio No _____ DPIDNO _____ Client ID No _____

Full Name of Proxy / Authorized Representative : _____

Signature of Proxy / Authorised Representative : _____

Signature of the Member

Signature of proxy holder

I hereby record my presence at the TWENTIETH ANNUAL GENERAL MEETING of
CAMSON BIO TECHNOLOGIES LIMITED being held on September 24th, 2014
at 3.00 p.m. at Sree Nandhini Palace # 4034, 100 feet Road, HAL 2nd Stage, Indiranagar,
Bangalore - 560 038.



FORM OF PROXY

I/We _____ of _____, being a Member of

CAMSON BIO TECHNOLOGIES LIMITED, hereby appoint him/her, Shri/Smt

_____ of _____

as my/our proxy to attend for me/us and vote on my/our behalf at

The TWENTIETH ANNUAL GENERAL MEETING of CAMSON BIO

TECHNOLOGIES LIMITED

being held on September 24th, 2014 at 3.00 p.m. at Sree Nandhini Palace # 4034, 100 feet Road, HAL 2nd Stage, Indiranagar, Bangalore - 560 038.

Reference : Folio No _____

No. of shares held _____

Client ID No _____

DPID No _____

Affix Re.1
Revenue
Stamp

Notes:

1. A Proxy form should be signed across the stamp as per specimen signature registered with the Company.
2. The Proxy, to be effective, must be received at the Registered Office of the Company not less than **forty-eight hours** before the time fixed for the Meeting. The proxy need not be a Member of the Company.



If undelivered, please return to

Camson Bio Technologies Limited,
C-7, 7th Floor, Corporate Block,
Golden Enclave, Old Airport Road,
Bangalore - 560 017
Tel: +91 - 80 - 40768900

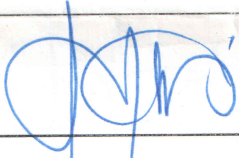
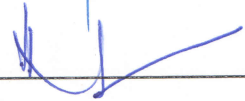



CAMSON

CAMSON BIO TECHNOLOGIES LIMITED

FORM A

covering letter of the annual audit report to be filed with the stock exchanges

1.	Name of the Company:	Camson Bio Technologies Limited
2.	Annual financial statements for the year ended	31st March, 2014
3.	Type of Audit observation	Un-qualified
4.	Frequency of observation	N.A
5.	To be signed by-	
	<input type="checkbox"/> CEO	
	<input type="checkbox"/> CFO	
	<input type="checkbox"/> Auditor of the company	
	<input type="checkbox"/> Audit Committee Chairman	