

24th

Annual Report

2013 - 2014



NATURITE AGRO PRODUCTS LIMITED
(CIN : L01119TG1990PLC011554)



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CORPORATE INFORMATION

Board of Directors

Sri Srinivasa Rao Sriramshetty	: Chairman
Dr. G Vallabh Reddy	: Managing Director
Sri K Prabhakar Reddy	: Director
Smt G Vandana Reddy	: Director
Smt G Usha Reddy	: Alternate Director
Sri M Mahipal Reddy	: Director
Sri B Manohar Gangaiah	: Director
Smt B Bhagya Srilatha	: Director (Appointed w.e.f : 17.07.2014)

Chief Financial Officer:

Smt B Bhagya Srilatha

Company Secretary and Compliance Officer:

P Manohar Reddy

Statutory Auditors:**M/S. Ramasamy Koteswara Rao & Co.**Chartered Accountants
Hyderabad**Internal Auditors:****M/s. SVP & Co.**Chartered Accountants
Hyderabad**Bankers:****State Bank of Hyderabad**Over Seas Branch
Somajiguda,
Hyderabad - 500082**Bank of Baroda**Barkatpura Branch
Hyderabad**Registered Office:**Sy. No. 711-713, Lalgadi Malakpet Village
Shamirpet Mandal, R. R. District – 500078
Tel / Fax No: 040 – 27564884
Email: naturiteinvestors@gmail.com
www.naturite.co.in
CIN: L01119TG1990PLC011554**Administration Office:**3-4-508/1 Street No. 10,
Barkathpura, Hyderabad - 500027**Factory:**Lalgadi Malakpet Village
Shamirpet Mandal, Hyderabad**Registrars & Share Transfer Agents:**M/s. Venture Capital and Corporate
Investments Private Limited.
Bharat Nagar, Hyderabad-500018**Listing At:**Ahmedabad Stock Exchange Limited
Madras Stock Exchange Limited**BOARD COMMITTEES:**

Audit Committee:	Remuneration Committee:	Shareholder's Grievances Committee:
S Srinivasa Rao - Chairman	S Srinivasa Rao - Chairman	S Srinivasa Rao - Chairman
M Mahipal Reddy - Member	M Mahipal Reddy - Member	M Mahipal Reddy - Member
B Manohar Gangaiah - Member	B Manohar Gangaiah - Member	B Manohar Gangaiah - Member



NOTICE

NOTICE is hereby given that the 24th Annual General Meeting of the members of the Company will be held on Tuesday, 30th September, 2014 At 11.00 AM at Registered Office of the Company at Sy. No. 711-713, Lalgadi Malakpet Village, Shamirpet Mandal, R. R. District, Telengana - 500078 to transact the following items of business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and Profit & Loss Account for the financial year ended on that date together, with the report of the Board of Directors and Auditors thereof.
2. To appoint a director in place of Sri K Prabhakar Reddy (DIN - 00966105), who retires by rotation and being eligible offers himself for re - appointment.
3. To appoint statutory auditors and to fix their remuneration by passing the following resolution as an **Ordinary Resolution** :

“RESOLVED THAT pursuant to the provisions of Sections 139,141,142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s. Ramasamy Koteswara Rao & Co., Chartered Accountant, (Registration No. 010396S) be and are hereby appointed as the Statutory Auditors of the Company to hold the office from the conclusion of this Meeting for a period of 4 years, subject to ratification by the members at every Annual General Meeting, on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to reimbursement of all out of pocket expenses in connection with the audit of the accounts of the Company for the financial year ending March 31, 2015.”

SPECIAL BUSINESS:

4. **APPOINTMENT OF SRI SRINIVASA RAO SRIRAMSHETTY AS DIRECTOR OF THE COMPANY**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, Mr. Srinivasa Rao Sriramshetty (DIN - 00895774), who was appointed as an Additional Director and holds the office till the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of Five (5) consecutive years from the ensuing Annual General Meeting”.



5. **APPOINTMENT OF MR. MAHIPAL REDDY MAHAREDDYGARI AS DIRECTOR OF THE COMPANY**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, Mr. Mahipal Reddy Mahareddygari (DIN-00456222), who was appointed as an Additional Director and holds the office till the ensuing Annual General Meeting in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of Five (5) consecutive years from the ensuing Annual General Meeting”.

6. **APPOINTMENT OF MR. MANOHAR GANGAIAH BACHA AS DIRECTOR OF THE COMPANY:**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, Mr. Manohar Gangaiah Bacha (DIN - 00456320), who was appointed as an Additional Director and holds the office till the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of Five (5) consecutive years from the ensuing Annual General Meeting”.

7. **APPOINTMENT OF SMT B BHAGYA SRILATHA AS DIRECTOR OF THE COMPANY:**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, Mrs. B Bhagya Srilatha (DIN - 06927511), who was appointed as an Additional Director and holds the office till the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Director of the Company”



8. **RE-APPOINTMENT OF Dr. G VALLABH REDDY AS MANAGING DIRECTOR OF THE COMPANY:**

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

“RESOLVED THAT in pursuance of the provisions of Sections 196, 197, 198 and other applicable provisions, if any, 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), read with Schedule V to the said Act and subject to such other approvals, consents as may be required, the consent of the Members of the Company be and is hereby accorded for the appointment of Dr. G Vallabha Reddy, as a Managing Director of the Company for a period of 3 (three) years with effect from 1st April, 2014 with a remuneration of Rs 50,000/- per month with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Remuneration Committee constituted by the Board) to alter and vary the terms & conditions of the said appointment and / or the remuneration, subject to the same not exceeding the limits specified in Schedule V to the Companies Act, 2013, including any statutory modification or re-enactment thereof for the time being in force or as may hereafter be made by the Central Government in that behalf from time to time, or any amendments thereto”.

“RESOLVED FURTHER THAT in pursuance of the provisions of Section 197(3) and other applicable provisions, if any, of the Companies Act, 2013, and the Rules framed there under Dr. G Vallabha Reddy Managing Director, may be paid the above mentioned remuneration as minimum remuneration in the event of absence or inadequacy of profits in any financial year during his term of office as Whole time Director, in accordance with the provisions of Schedule V to the Companies Act, 2013”.

“RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to the above stated resolutions”.

9. **APPOINTMENT OF SMT B BHAGYA SRILATHA AS WHOLE TIME DIRECTOR (CFO) OF THE COMPANY**

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

“RESOLVED THAT in pursuance of the provisions of Sections 196, 197, 198 and other applicable provisions, if any, 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), read with Schedule V to the said Act and subject to such other approvals, consents as may be required, the consent of the Members of the Company be and is hereby accorded for the appointment of Smt Bhagya Srilatha, as a Whole-time Director (CFO) of the Company for a period of 3 (three) years with effect from 17th July, 2014 with a remuneration of Rs 30,000/- per month with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Remuneration Committee constituted by the Board) to alter and vary the terms & conditions of the said appointment and / or the remuneration, subject to the same not exceeding the limits specified



in Schedule V to the Companies Act, 2013, including any statutory modification or re-enactment thereof for the time being in force or as may hereafter be made by the Central Government in that behalf from time to time, or any amendments thereto”.

“**RESOLVED FURTHER THAT** in pursuance of the provisions of Section 197(3) and other applicable provisions, if any, of the Companies Act, 2013, and the Rules framed there under Smt Bhagya Srilatha Whole time Director, may be paid the above mentioned remuneration as minimum remuneration in the event of absence or inadequacy of profits in any financial year during his term of office as Whole time Director, in accordance with the provisions of Schedule V to the Companies Act, 2013”.

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to the above stated resolutions”.

10. TO INCREASE THE BORROWING LIMITS UPTO 10 CRORES:

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

“**RESOLVED THAT** pursuant to Section 180(1) (c) 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), the consent of the Company be and is hereby accorded to the Board of Directors to borrow moneys in excess of the aggregate of the paid up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained / to be obtained from the Company’s Bankers in the ordinary course of business, up to 10 Crore.”

By order of the Board
For NATURITE AGRO PRODUCTS LTD

Sd/-
(Dr. G.Vallabh Reddy)
Managing Director

Place: Hyderabad
Date: 14th August 2014

NOTES:

- 1) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the company.**
- The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
- Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.



- 4) A Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
- 5) M/s. Venture Capital and Corporate Investments Pvt. Ltd, 12-10-167, Bharat Nagar, Hyderabad - 500 018 is the Share Transfer Agent (STA) of the Company. All communications in respect of share transfers and change in the address of the members may be communicated to them.
- 6) We would like to draw your attention to Circular No. CIR/MRD/DP/10/2013 dated 21st March, 2013 ("Circular") issued by Securities and Exchange Board of India (SEBI), to all listed companies to update bank details of their shareholders holding shares in demat mode and / or physical form, to enable usage of the electronic mode of remittance i.e. ECS, NEFT etc., for distributing dividends and other cash benefits to the shareholders. The circular further states that in cases where either the Bank details such as MICR (Magnetic Ink Character Recognition), IFSC (Indian Financial System Code) etc., that are required for making electronic payment are not available or the electronic payment instructions have failed or have been rejected by the Bank, Companies or their Registrars and Transfer Agents (RTA) may use physical payment instructions for making cash payments to the investors. Companies shall mandatorily print the Bank account details of the investors on such payment instruments.

As you are aware, payment of dividend and other cash benefits through electronic mode has many advantages like prompt credit, elimination of fraudulent encashment / delay in transit etc.

Please inform Company's RTA viz. M/s. Venture Capital and Corporate Investments Pvt. Ltd, 12-10-167, Bharat Nagar, Hyderabad - 500 018 by enclosing a photocopy of blank cancelled cheque of your bank account.

- 7) Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificates to the Share Transfer Agent/ Company.
- 8) The Register of Members and Share Transfer Books of the Company will remain closed from **FRIDAY 26TH SEPTEMBER, 2014 TO TUESDAY 30TH SEPTEMBER, 2014** (both day inclusive) for the purpose of 24th Annual General Meeting.
- 9) Members are requested to quote ledger folio/DP id/client id number in all their correspondence to avoid delay in communication.
- 10) Relevant documents referred to in the accompanying Notice are open for inspection by the members at the registered office of the Company on all working days, between 11.00 A.M. to 1.00 P.M. up to the date of the meeting.
- 11) Members/Proxies are requested to bring duly filed in attendance slips sent herewith for attending the meeting.



- 12) Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest to avail of the nomination facility.
- 13) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in physical form can submit their PAN details to the Company / RTA.
- 14) In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 24th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Service (India) Limited (CDSL):

It may be noted that this e-voting facility is optional. The e-voting facility will be available at the Company's Website during the following voting period:

Commencement of e - voting: From 10.00 A.M. on 21st September, 2014 to 06.00 P.M. on 23rd September, 2014.

- 15) E-voting shall not be allowed beyond 06.00 P.M. on 23rd September, 2014. During the e-voting period, shareholders of the Company, holding shares either in physical form, as on 21st September, 2014 may cast their vote electronically.
- 16) The login ID and password for e-voting along with process, manner and instructions for e-voting is being Attached as Annexure to Annual report.
- 17) The Company has appointed Mr. Yellareddy Vootkuri, Practising Chartered Accountant, Hyderabad as Scrutinizer for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.

By order of the Board
For NATURITE AGRO PRODUCTS LTD

Sd/-
(Dr. G.Vallabh Reddy)
Managing Director

Place: Hyderabad
Date : 14th August, 2014



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF
THE COMPANIES ACT, 2013**

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO. 4:

Mr. Srinivasa Rao Sriramshetty, (DIN - 00895774) who was appointed as an Additional Director of the company w.e.f. 1st October, 2013 pursuant to the provisions of Section 161 of the Companies Act, 2013, holds office up to the date of this Annual General Meeting of the company and is eligible for appointment. In terms of Section 160 of the Companies Act, 2013, the company has received a notice in writing along with a deposit of requisite amount from a Member signifying his intention to propose the candidature of Mr. Srinivasa Rao Sriramshetty for the office of Director.

Further, in terms of Section 149 read with Schedule IV of the Companies Act, 2013, the Board of Directors has reviewed the declaration made by Mr. Srinivasa Rao Sriramshetty and under Clause 49 of the Listing Agreement Mr. Srinivasa Rao Sriramshetty possesses appropriate skills, experience and knowledge, inter alia, in the field of finance that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013, and the Board is of opinion that he fulfills the conditions specified in the Companies Act, 2013 and the rules made there under and is independent of the management.

In terms of section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company but shall be eligible for reappointment on passing of a special resolution by the company for a further period of up to five years. In view of the above provisions, the proposal for the appointment of Mr. Srinivasa Rao Sriramshetty as Independent Director, not liable to retire by rotation, for a period of five years has been put up for the approval of shareholders.

Accordingly, your Directors recommend the Resolution for the approval of the shareholders appointing Mr. Srinivasa Rao Sriramshetty as an Independent Director of the Company, not liable to retire by rotation, for a period of five years.

Save and except Mr. Srinivasa Rao Sriramshetty and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

ITEM NO. 5:

Mr. Mahipal Reddy Mahareddygari, (DIN - 00456222) who was appointed as an Additional Director of the company w.e.f. 1st October, 2013 pursuant to the provisions of Section 161 of the Companies Act, 2013, holds office up to the date of this Annual General Meeting of the company and is eligible for appointment. In terms of Section 160 of the Companies Act, 2013, the company has received a notice in



writing along with a deposit of requisite amount from a Member signifying his intention to propose the candidature of Mr. Mahipal Reddy Mahareddygari for the office of Director.

Further, in terms of Section 149 read with Schedule IV of the Companies Act, 2013, the Board of Directors has reviewed the declaration made by Mr. Mahipal Reddy Mahareddygari and under Clause 49 of the Listing Agreement Mr. Mahipal Reddy Mahareddygari possesses appropriate skills, experience and knowledge, inter alia, in the field of finance that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013, and the Board is of opinion that he fulfills the conditions specified in the Companies Act, 2013 and the rules made there under and is independent of the management.

In terms of section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company but shall be eligible for reappointment on passing of a special resolution by the company for a further period of up to five years. In view of the above provisions, the proposal for the appointment of Mr. Mahipal Reddy Mahareddygari as Independent Director, not liable to retire by rotation, for a period of five years has been put up for the approval of shareholders.

Accordingly, your Directors recommend the Resolution for the approval of the shareholders appointing Mr. Mahipal Reddy Mahareddygari as an Independent Director of the company, not liable to retire by rotation, for a period of five years.

Save and except Mr. Mahipal Reddy Mahareddygari and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

ITEM NO. 6:

Mr. Manohar Gangaiah Bacha, (DIN - 00456320) who was appointed as an Additional Director of the company w.e.f. 1st October, 2013 pursuant to the provisions of Section 161 of the Companies Act, 2013, holds office up to the date of this Annual General Meeting of the company and is eligible for appointment. In terms of Section 160 of the Companies Act, 2013, the company has received a notice in writing along with a deposit of requisite amount from a Member signifying his intention to propose the candidature of Mr. Manohar Gangaiah Bacha for the office of Director.

Further, in terms of Section 149 read with Schedule IV of the Companies Act, 2013, the Board of Directors has reviewed the declaration made by Mr. Manohar Gangaiah Bacha and under Clause 49 of the Listing Agreement Mr. Manohar Gangaiah Bacha possesses appropriate skills, experience and knowledge, inter alia, in the field of finance that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013, and the Board is of opinion that he fulfills the conditions specified in the Companies Act, 2013 and the rules made there under and is independent of the management.



In terms of section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company but shall be eligible for reappointment on passing of a special resolution by the company for a further period of up to five years. In view of the above provisions, the proposal for the appointment of Mr. Manohar Gangaiah Bacha as Independent Director, not liable to retire by rotation, for a period of five years has been put up for the approval of shareholders.

Accordingly, your Directors recommend the Resolution for the approval of the shareholders appointing Mr. Manohar Gangaiah Bacha as an Independent Director of the company, not liable to retire by rotation, for a period of five years.

Save and except Mr. Manohar Gangaiah Bacha and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the shareholders.

ITEM NO. 7:

Mrs. B Bhagya Srilatha (DIN - 06927511) who was appointed as an Additional Director of the company w.e.f. 17th July, 2014 pursuant to the provisions of Section 161 of the Companies Act, 2013, holds office up to the date of this Annual General Meeting of the company and is eligible for appointment. In terms of Section 160 of the Companies Act, 2013, the company has received a notice in writing along with a deposit of requisite amount from a Member signifying his intention to propose the candidature of Mrs. B Bhagya Srilatha for the office of Director.

Accordingly, your Board of Directors recommend the Resolution for the approval of the shareholders appointing Mrs. B Bhagya Srilatha as a Director of the Company.

Save and except Mrs. B Bhagya Srilatha and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Ordinary Resolution set out at Item No. 7 of the Notice for approval by the shareholders.



ITEM NO 8 & 9

Statement as per Part II Section II of Schedule V

I.	General Information		
1	Nature of Industry	Manufacturers of Spice Oils Oleoresin, natural Food color and Herbal Products.	
2	Date or expected date of commencement of commercial production	01.01.1994	
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable	
4	Financial performance based on given indicators	Financial Year 2013-14	Financial Year 2012-13
	Total Income	30,763,041	63,914,193
	Profit/loss before tax	2,553,370	14,965,233
	Net Profit After Taxation	2,257,637	14,965,233
	Export performance and net foreign exchange collaborations	Nil	
	Foreign investments or collaborations, if any	Nil	
II.	Information about the appointees		
1	Background details	<p>Dr. G. Vallabh Reddy is a Medical Doctor completed his MBBS from Osmania University and he has a vast knowledge in marketing and Import & Export. He is the promoter and Managing Director of the Company having experience of more than 25 years in the field of Agro products, various experiments and marketing.</p> <p>Mrs. Bhagyasri Latha graduated (B. A) from Osmania University, joined the Company in the year 1996, having experience of more than 18 years in administration and had a distinguished career with the Company. Before her appointment as a Board member of the Company, she was holding the position of Manager in Administration of the Company. She has a wealth of experience in the area of Finance, which includes various assignments.</p>	



2	Past remuneration	Rs.35,000/- to Dr. G Vallabh Reddy Rs.20,000/- to Mrs. B Bhagya Srilatha
3	Recognition or awards	NIL
4	Job profile and his suitability	Dr. G V Reddy – Managing Director and General Management of the company with Specific manufacturing of spices oils/ Oleoresins Natural food color and Herbal Products with Special emphasis on quality. Dr. G Vallabh Reddy is the Promoter of the Company Mrs. B Bhagya Srilatha – Chief financial officer and Director - Finance and Control.
5	Remuneration proposed	Rs.50,000/- to Dr. G Vallabh Reddy Rs.30,000/- to Mrs. B Bhagya Srilatha
6	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Keeping in view the type of the industry, size of the Company, the responsibilities and profile of the appointees, one of them who is the promoter, the proposed remuneration is competitive with the remuneration paid by other companies in similar line of business to such managerial personnel.
7	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Apart from drawing managerial remuneration, there are no other Pecuniary relationships directly or indirectly with the Company or relationship with the managerial personnel.
III. Other Information		
1	Reasons of loss or inadequate profits	Uncertain economic conditions, poor economic growth, high inflation, slow-down in industrial growth severely affected the capital market. This had an adverse effect on profitability.
2	Steps taken or proposed to be taken for improvement	The Company continues its efforts to generate non-fund based business. The Company continues to make all efforts to recover dues from the clients by negotiations or by resorting to legal recourse.



Save and except Mrs. B Bhagya Srilatha , Dr. G Vallabh Reddy and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Special Resolution set out at Item No. 8 & 9 of the Notice for approval by the shareholders.

ITEM NO. 10:

Section 180(1) (c) of the Companies Act, 2013 effective From 12th September, 2013 requires that the Board of Directors shall not borrow money in excess of the Company's paid up share capital and free reserves, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, except with the consent of the Company accorded by way of a special resolution. It is, therefore, necessary for the members to pass a Special Resolution under

Section 180(1)(c) and other applicable provisions of the Companies Act, 2013, as set out at Item No. 10 of the Notice, to enable to the Board of Directors to borrow money in excess of the aggregate of the paid up share capital and free reserves of the Company. Approvals of members is being sought to borrow money up to 10 Crores (Rupees Five Crores).

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 10 except to the extent of shares held by them in the Company

By order of the Board
For NATURITE AGRO PRODUCTS LTD

Sd/-
(Dr. G.Vallabh Reddy)
Managing Director

Place: Hyderabad
Date: 14th August 2014



Information in respect of Directors seeking appointment / re-appointment as required under Clause 49 IV (G) of the Listing Agreement						
Name of the director	K Prabhakar Reddy	S Srinivasa Rao	B Manohar Gangaiah	M Mahipal Reddy	B Bhagya Sriatha	Dr. G. Vallabh Reddy
Date of first appointment	09/10/2008	01/10/2013	01/10/2013	01/10/2013	17/07/2014	07/08/1995
Date of Birth/Age	02/01/1950	04/05/1947	07/07/1940	10/04/1958	10/02/1972	06/04/1949
Expertise in Specific Functional areas	Consulting	Management	Finance	Finance	Account	Entrepreneur/Marketing
Educational Qualification	B.E.	B.Tech	B.Tech	B.Tech	B.A.	MBBS
Chairman/Members of the Committee of the Board of Directors of the company						
Audit Committee	Nil	Chairman	Member	Member	Nil	Nil
Remuneration Committee	Nil	Chairman	Member	Member	Nil	Nil
Shareholders Grievances Committee	Nil	Chairman	Member	Member	Nil	Nil
List of Directorships, Committee Chairmanship, Membership held in other companies as on	KSA Consultants Pvt Ltd Quantum Build-Tech Limited	Overseas Manpower Company Andhra Pradesh Limited Unicorp Advisors Private Limited Associated Business Counselling Services Private Limited	Corvine Chemicals and Pharmaceuticals Limited Fermi Chemicals Pvt Ltd Prabhava Organics Private Limited Dr. Curie's Labs Limited	Prabhava Organics Private Limited Corvine Chemicals and Pharmaceuticals Limited	NIL	NIL

DIRECTOR'S REPORT

To
The Members

Your Directors have pleasure in presenting herewith the 24th Annual Report of Company together with the Audited Accounts for the financial year ended 31st March, 2014

FINANCIAL RESULTS

₹ in lakhs

PARTICULARS	YEAR ENDED 31.03.2014	YEAR ENDED 31.03.2013
Sales	301.71	638.88
Other Income	5.92	0.25
TOTAL Income	307.63	639.14
Expenditure	264.31	472.83
Profit before depreciation and Income tax	43.32	166.30
Depreciation	17.78	16.65
Net profit before tax	25.54	149.65
Prior period Adjustments	0.39	-
Provision for taxation		
Current tax	-	-
Deferred tax	2.57	-
Profit after tax	22.58	149.65

OVERALL PERFORMANCE OF THE COMPANY:

During the financial year under review the overall performance of the Company was not good; the overall turnover of the Company was Rs 301.71 Lakhs as compare to Rs 638.88 Lakhs and the Net profit Rs 22.58 Lakhs as compare to Rs 149.65 Lakhs.

DIVIDEND

Your Directors do not recommend any Dividend for the Financial Year 2013-2014 as the profits are planned to be ploughed back into the business operations.

PERSONNEL:

None of the Employees of the Company are drawing remuneration exceeding limits prescribed U/s 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 2011.

FIXED DEPOSITS:

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

**DIRECTORS:**

Mr. K Prabhakar Reddy, Director of the Company retires by rotation at the ensuing annual general meeting and being eligible offer himself for re-appointment.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Srinivasa Rao Sriramshetty, Mr. Mahipal Reddy Mahareddygari and Mr. Manohar Gangaiah Bacha who was appointed as Additional Director w.e.f. 01st October, 2013 and hold office up to the date of the ensuing Annual General Meeting. The Company has received requisite notice in writing from the members along with requisite fees proposing Mr. Srinivasa Rao Sriramshetty, Mr. Mahipal Reddy Mahareddygari and Mr. Manohar Gangaiah Bacha for appointment as an Independent Director.

Mrs. B Bhagya Srilatha, who was appointed as Additional Director of the company w.e.f 17th July 2014 and hold office up to the date of the ensuing Annual General Meeting. The Company has received requisite notice in writing from the members along with requisite fees proposing Mrs. B Bhagya Srilatha for appointment as a Director. She is further appointed as Whole-time Director designated as "Director - Finance & Control".

Dr G Vallabha Reddy was appointed as Managing Director of the Company in the meeting of the Board of Directors held on 1st April 2014 for a period of 3 years subject to the approval of the members in the General meeting, the proposed resolution for his appointment is placed before the Members in the ensuing Annual General meeting.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under Clause 49 of the Listing Agreement with the Stock Exchanges.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 217 (2AA) of the Companies (Amendment) Act, 2000, the directors of your Company hereby confirm that:

- i. In preparation of annual accounts for the financial year ended 31st March, 2014 the applicable accounting standards have been followed along with proper explanation relating to material departure, if any, there from;
- ii. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March 2014 and of the profit and loss of the Company for that period;
- iii. The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;
- iv. The Directors have prepared the annual accounts on a going concern basis.

**AUDITORS:**

Pursuant to the provisions of Section 139(2) of the Companies Act, 2013, based on the recommendation of the Audit Committee, M/s. Ramasamy Koteswara Rao & Co, Chartered Accountant, Hyderabad, appointed as the Statutory Auditors of the Company to hold office from conclusion of this Annual General Meeting for a period of 4 years in accordance with the Act, subject to the ratification of shareholders at every Annual General Meeting. M/s. Ramasamy Koteswara Rao & Co, Chartered Accountants, Hyderabad, have confirmed that the appointment, if made, would be within the prescribed limits under Section 141 of the Companies Act, 2013. Accordingly, the appointment of Ramasamy Koteswara Rao & Co, Chartered Accountants, Hyderabad, as the Statutory Auditors, is being proposed as an Ordinary Resolution.

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments. There are no qualifications in the report of the statutory auditors for the year 2013-14.

INTERNAL AUDITORS:

The Board of Directors based on the recommendation of the Audit Committee has re-appointed M/s. SVP& Co,, Chartered Accountants, Hyderabad, as the Internal Auditors of your Company. The Internal Auditors will submit their reports on quarterly basis.

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

A Statement of particulars of the Conservation of energy, Technology Absorption and Foreign Exchange Earnings and Out go is given as required under Section 217(1) (e) of the Companies Act, 1956 read with Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 are given in the **Annexure- A**

MANAGEMENT DISCUSSION AND ANALYSIS:

Aspects of Management Discussion and Analysis are enclosed as **Annexure - B** to this report

CORPORATE GOVERNANCE:

Report on Corporate Governance including Auditor's Certificate on Compliance with the code of Corporate Governance under Clause 49 of the listing agreement is enclosed as **Annexure - C** to this report.



ACKNOWLEDGEMENTS:

Your Directors place on record, their appreciation for the co-operation and support from the Bankers, Financial Institutions, the stockiest and distributors, Supplier and Customers.

Your Directors would also like to place on record their sincere appreciation and gratitude to the Shareholders, Central and State Government agencies etc for their support and co-operation. Your Directors express their heartfelt gratitude to the employees for their exceptional commitment and loyalty to the Company.

By order of the Board
For NATURITE AGRO PRODUCTS LTD

Sd/-
(Dr. G.Vallabh Reddy)
Managing Director

Place : Hyderabad
Date : 14th August 2014

**ANNEXURE A**

**CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY
ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUTGO**

Particulars pursuant to Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988

A) CONSERVATION OF ENERGY

- a) Energy conservation measures taken :

Proper control points are set up at all levels to identify the wastage in power & fuel consumption and to take/initiate corrective steps.

- b) Additional investments and proposals if any, being implemented for reduction of conservation of energy : NIL
- c) Impact of the clause (1) and (2) above the reduction of energy consumption and consequent impact on the production of goods : N.A

B) TECHNOLOGY ABSORPTION**Research and Development (R&D)**

1. Specific areas in which R&D carried out by the Company	NIL
2. Benefits derived as a result of the above R&D	NIL
3. Future plans of action	
4. Expenditure on R&D	
Capital	NIL
Recurring	NIL
Total	NIL
Total R&D Expenditure as % of total turnover	NIL

Technology Absorption, Adaptation and Innovation

1. Efforts made towards technology absorption adaptation and innovation	NIL
2. Benefits derived as a result of above efforts	NIL
3. Information about imported technology	
a. Technology imported	:
b. Year of Import	NIL
c. Whether Technology fully absorbed	
d. If not fully absorbed, areas and reasons for future plans actions	

C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign exchange earnings and outgo:	2013-14
Foreign exchange earnings	NIL
Foreign exchange outgo	NIL

**MANAGEMENT DISCUSSION AND ANALYSIS****MACRO ECONOMIC & OUTLOOK OVERVIEW:**

This report contains forward looking statements, which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates', or other words of similar meaning. All statements that address expectations or projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditures and financial results, are forward looking statements. These forward looking statements, which may include statements relating to future results of operations, financial condition, business prospects, plans and objectives, are based on the current beliefs, assumptions, expectations, estimates, and projections of the Directors and Management of the Company, about the business, industry and markets in which the Company operates. These statements are not guarantees of future performance, and are subject to known and unknown risks, uncertainties, and other factors, many of which are beyond Company's control and difficult to predict, that could alter actual results, performance or achievements to differ materially from those in the forward looking statements. Such statements are not, and should not be construed, as a representation as to future performance or achievements of the Company. In particular, such statements should not be regarded as a projection of future performance of the Company. It should be noted that the actual performance or achievements of the Company may vary significantly from such statements.

INDUSTRY OVERVIEW:

Despite high interest rates and their consequent cascading impact on the broader economy, the overall trends in agro products industry consumption remained positive. Continuing robust growth of the processed agro products industry in India will require investments in two key areas - building of agro products processing capabilities and expansion of distribution reach. Together, these will ensure that we are capable of reaching out to large numbers of Indian consumers with products that are relevant, affordable and profitable.

Cost pressures driven by higher commodity prices continued through the year. However, your Company was able to successfully overcome the challenges through focus on the key growth drivers of improved margin and distribution expansion of value added products.



PRODUCT CATEGORIES:

At present NATURITE is producing chilly / capsicum, paprika and turmeric oleoresins with following specifications.

1. Capsicum oleoresin
2. Pure capsaicin
3. Paprika oleoresin
4. Turmeric oleoresin
5. Curcumin Powder

The following products will be added shortly.

1. Pepper Oil/Oleoresin
2. Ginger Oil/Oleoresin
3. Celery Oil/Oleoresin

Our Research and Development (R&D) activities include the following products.

1. Marigold Extract
2. Annato Seed Extract
3. Herbal Products (As shown in the list below)

OPPORTUNITIES:

The Company's future growth shall be driven by international sales, institutional business in India, entering new markets in India and increasing the depth of our product portfolio. The Company continues to invest heavily on brand promotion and extension activities, which creates demand for the extensive product range across all markets.

COST MANAGEMENT

The rising costs of raw materials, processing costs, fuel and interest rates are a major source of concern. All these have impacted the Company during the entire financial year. Inflationary pressures on all counts have compelled the Company to raise quarterly prices for its entire range of products and we have already increased prices significantly over the previous year. Though a portion of the cost increase has been passed on to the market, the Company is still absorbing some of the cost escalations in the interest of sustaining demand for some key brands. It is expected that raw materials, fuel prices and interest costs will continue to rise during the entire year 2014-15. To offset part of the cost escalations which is unmet with the price increase, the Company is resorting to stringent monitoring of all costs across all areas of production and administration at all cost centers.

**HUMAN RESOURCES DEVELOPMENT AND INDUSTRIAL RELATIONS:**

The Company's expansion into new markets has necessitated the increase in manpower during the year under review. We believe additional persons will be added to the Company's work force during 2014-15. Majority of this increase will come in the areas of brand promotions and extension services as well as at the overseas manufacturing centers.

SEGMENTWISE / PRODUCTWISE PERFORMANCE:

The Company has only one Reportable Segment in terms of Accounting Standard 17 issued by the Institute of Chartered Accountants of India.

REPORT ON CORPORATE GOVERNANCE

ANNEXURE - C

Pursuant to clause 49 of the listing agreement, a report on corporate governance is given below.

A. MANDATORY REQUIREMENT

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:

Your company believes in providing highest transparency and ethical value in Corporate Governance. Your company also believes in taking into confidence all the stakeholders viz Shareholders, Employees, Creditors, Customers etc. Your company is committed to take the torch of Corporate Governance forward, so that every stakeholder of the company synchronizes and synergies their efforts in their growth along with the growth of their company.

2. BOARD OF DIRECTORS:

The Board of Directors of your company consists of 4 Executive Directors, 1 Alternate Director and 3 Non Executive & Independent Directors.

S. No	Director	Category	Attendance at AGM held on 30.09.2013	Attendance in Board Meeting		Other Boards		
				He ld	Atte nded	Direct orship Chairman ship	Comm ittee ship	Committee member
1	Srinivasa Rao Sriramshetty	Chairman & Independent Director	No	8	4	3	-	-
2	G Vallabh Reddy	Managing Director	Yes	8	8	3	-	-
3	K Prabhakar Reddy	Executive Director	Yes	8	8	3	-	-
4	G Usha Reddy	Alternate Director	Yes	8	8	1	-	-
5	G Vandana Reddy	Executive Director	No	8	0	1	-	-
6	Mahipal Reddy Mahareddygari	Non – Executive & Independent Director	No	8	4	4	-	-
7	B Manohar Gangaiah	Non – Executive & Independent Director	No	8	4	2	-	-
8.	Smt B Bhagya Srilatha (Appointed w.e.f : 17.07.2014)	Wholetime Director & CFO	-	-	-	-	-	-

None of the Directors on the Board is a member on more than 10 Committees and Chairman of more than 5 committees across all the companies in which they are Directors.

During the financial year 2013-14, 8 (Eight) Board Meetings were held on the following dates:

30.05.2013	14.07.2013	23.08.2013	01.10.2013
14.11.2013	01.01.2014	14.02.2014	01.03.2014



3. AUDIT COMMITTEE:

Audit Committee of your company consists of following Independent Directors:

1.	SRINIVASA RAO SRIRAMSHETTY	CHAIRMAN
2.	MAHIPAL REDDY MAHAREDDYGARI	MEMBER
3.	B MANOHAR GANGAIAH	MEMBER

The committee met 3 times during the financial year 2013-14 on 01.10.2013, 14.11.2013 and 14.02.2013 attendance of each Member of Committee is as follows.

Name of the Member	Designation	No.of Meetings held During the Year	No.of Meetings attended
SRINIVASA RAO SRIRAMSHETTY	Chairman	3	3
MAHIPAL REDDY MAHAREDDYGARI	Member	3	3
B MANOHAR GANGAIAH	Member	3	3

Broad Terms of Reference:

The broad terms of reference are:

- (a) Reviewing with the management the internal control systems, observations of the auditors, half-yearly and annual financial statements before submission to the Board.
- (b) Recommendation of matters relating to financial management and audit reports.
- (c) The Committee is authorized to investigate into matters referred / delegated to it by the Board of Directors and for this purpose, has full access to information / records of the Company including seeking external professional support, if necessary.
- (d) Reviewing and discussing with the Statutory Auditor and the internal Auditor about the internal control systems.
- (e) Reviewing the Compliance of the Listing Agreement and Various other legal requirement concerning financial statements and related party transactions.
- (f) Reviewing the operations, new initiatives and performance of the business divisions.
- (g) Reviewing major accounting policies and practices and adoption of applicable Accounting Standards



4. REMUNERATION COMMITTEE

I. Brief description of terms of reference

The Remuneration Committee is vested with the power to decide and pay to the executive and non-executive directors of the Company. This power is exercisable on behalf of the Board of Directors and the Shareholders.

The terms of reference of the Remuneration Committee are as follows:

- i. The Remuneration Committee recommends to the board the compensation terms of the executive directors / non-executive directors
- ii. Framing and implementing on behalf of the Board and on behalf of the shareholders, a credible and transparent policy on remuneration of executive directors including ESOP, Pension Rights and any compensation payment.
- iii. Considering approving and recommending to the Board the changes in designation and increase in salary of the executive directors.
- iv. Ensuring the remuneration policy is good enough to attract, retain and motivate directors.
- v. Bringing about objectivity in deeming the remuneration package while striking a balance between the interest of our Company and the shareholders.

II. Composition-name of members and Chairperson

The Remuneration Committee constitutes of following independent directors:

1.	SRINIVASA RAO SRIRAMSHETTY	CHAIRMAN
2.	MAHIPAL REDDY MAHAREDDYGARI	MEMBER
3.	B MANOHAR GANGAIAH	MEMBER

The committee met 2 times during the financial year 2013-14 on 14.11.2013 and 14.02.2014 attendance of each Member of Committee is as follows.

Name of the Member	Designation	No.of Meetings held During the Year	No.of Meetings attended
SRINIVASA RAO SRIRAMSHETTY	Chairman	2	2
MAHIPAL REDDY MAHAREDDYGARI	Member	2	2
B MANOHAR GANGAIAH	Member	2	2



Remuneration Policy:

The objectives of the remuneration policy are to motivate employees to excel in their performance, recognize their contribution, retain talent and reward merit. Remuneration of employees largely consists of base remuneration, perquisites and performance incentives.

Details of the Directors' Remuneration:

Director	Designation	Remuneration for Financial Year 2013-14 (in Rs.)	
		Salary & Perks	Total
Dr. G Vallabh Reddy	Managing Director	4,20,000	4,20,000

No sitting fees is paid to the other Directors of the Company

5. SHAREHOLDERS AND INVESTOR GRIEVANCE COMMITTEE

The terms of reference of the Investor Grievance & Share Transfer Committee are as follows:

To supervise and ensure:

- i. Efficient transfer of shares; including review of cases for refusal of transfer / transmission of shares and debentures;
- ii. Redressal of shareholder and investor complaints like transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends etc;
- iii. Issue of duplicate / split / consolidated share certificates;
- iv. Allotment and listing of shares;
- v. Review of cases for refusal of transfer / transmission of shares and debentures;
- vi. Reference to statutory and regulatory authorities regarding investor grievances;
- vii. And to otherwise ensure proper and timely attendance and redressal of investor queries and grievances.

Composition of Shareholder and Investor Grievance Committee is as follows.

1.	SRINIVASA RAO SRIRAMSHETTY	CHAIRMAN
2.	MAHIPAL REDDY MAHAREDDYGARI	MEMBER
3.	B MANOHAR GANGAIAH	MEMBER



The committee specifically looks after the services of the Registrars and share transfer agents and recommends measures for providing efficient services to investors. It resolves within the reasonable time, various complaints received from the investors.

- (a) Name and designation of Compliance Officer : P Manohar Reddy
Company Secretary
(Appointed on 05/05/2014)

(b) Details of Investor complaints received and redressed during the year:

Nature of Complaints	Year 2013- 14		
	Received	Resolved	Pending
Total Complaints	4	4	0

6. GENERAL BODY MEETINGS:

Location, day, date and time where the last three AGMs held and special resolution passed thereat as follows:

Year	Day, Date & Time	Location	Special Resolution
2012-13	Monday, 30th September 2013 AT 10.00 A.M	Sy. No. 711-713, Lalagadi Malakpet Village, Shamirpet Mandal, R. R. District	-----
2011-12	SATURDAY, 29th September 2012 AT 9.00 P.M	Sy. No. 711-713, Lalagadi Malakpet Village, Shamirpet Mandal, R. R. District	-----
2010-11	Thursday, 30th September 2011 AT 11.30 A.M	Sy. No. 711-713, Lalagadi Malakpet Village, Shamirpet Mandal, R. R. District	-----

Postal Ballot

No resolution was passed through postal ballot during the year ended 31st March, 2014.
No Special Resolution is proposed to be conducted through Postal ballot at the ensuing Annual General Meeting

7. DISCLOSURES:

There are no materially significant related party transactions i.e. transactions of the company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives etc., that may have potential conflict with the interests of company at large.



There was non-compliance by the company during the last 5 years on any matter relating to capital markets and there were no penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority.

◆ MEANS OF COMMUNICATION:

Quarterly results:

Quarterly Results and Annual Results of the Company are normally published in newspapers within 48 hours from the conclusion of the Board Meeting.

Financial Results and Other information are displayed in the Investor Relation Section on the company's Website.

As required by Clause 49 of the Listing Agreement, Management Discussion and Analysis report is a part of the Annual Report.

8. GENERAL SHAREHOLDER INFORMATION:

- **AGM:** The 24th Annual General Meeting of the Company will be held on Tuesday, 30th September, 2014 at Registered Office of the Company at Sy. No. 711-713, Lalagadi Malakpet Village, Shamirpet Mandal, R. R. District.

- **Financial Calendar:** 01st April, 2014 to 31st March 2015

First Quarter Results (unaudited)	Second Week of August
Second Quarter Results (unaudited)	Second Week of November
Third Quarter Results (unaudited)	Second Week of February
Fourth Quarter Results (audited)	Last Week of May

- **Book Closure Date** : **FRIDAY 26TH SEPTEMBER, 2014 TO TUESDAY 30TH SEPTEMBER, 2014 (both day inclusive)**

- **Dividend Date** : NA

- **Listing on Stock Exchanges** : The shares of the company are listed on
Ahmedabad Stock Exchange Limited
Madras Stock Exchange Limited

Scrip Code

MSE	-	Code:	ID:
ASE	-	Code: 39380	Symbols:

- **Market Price Data** : During the last Financial Year 2013-2014

During the financial year under review the script of the Company in ASE and MSE was suspended for belated compliances under listing agreement.

SHAREHOLDING PATTERN AS ON 31ST MARCH 2014:

Sl. No.	Category	No. os Shares Held	% of Shareholding
A	INDIAN PROMOTERS & PROMOTER GROUP		
	Individuals/Hindu Undivided Family Central Government /State Governments Bodies Corporate Financial Institutions/Banks	3406000	64.31
	Sub Total of A1	3406000	64.31
A2.	FOREIGN		
	Individuals (Non-Residents) Individuals (Foreign Individuals) Bodies Corporate Institutions Any Other (Specify)		
	Sub Total of A2	Nil	Nil
	TOTAL OF A1 +A2	3406000	64.31
B 1.	Public Shareholdings		
	Institutions Mutual Funds and UTI Banks/Financial Institutions Central Government/State Government Venture Capital Funds Insurance Companies Foreign Institution Investor Foreign Venture Capital Investors Any Other (Specify)	-	-
	Sub Total B1	-	-
B2.	Non Institutions		
	Bodies Corporate Individuals Individuals share holders holdings nominal share capital upto Rs. 1 Lakhs Individual Shareholding holding nominal share capital in excess of Rs. 1 Lakhs Any Other (Specify) NRIs/OCBs Foreign Collaborators Clearing Members	- - 243700 1646300 - - - - - -	- - 4.60 31.09 - - - - - -
	Sub Total B2	1890000	35.69
	TOTAL OF PUBLIC SHAREHOLDING (B1+B2)	1890000	35.69
C	Shares held by Custodian and against which Depository Receipts have been issued	0	0
	TOTAL A+B+C	5296000	100



DISTRIBUTION OF SHAREHOLDING: 31st March, 2014

Sl. No.	Category From - To Rs Rs	Total Holders	% of Total Holders	Total Holding in Rupees	% of Total Capital
1	Upto - 5000	914	89.96	915000	1.72
2	5001 - 10000	1	0.09	10000	0.01
3	10001 - 20000	0	0	0	0
4	20001 - 30000	0	0	0	0
5	30001 - 40000	0	0	0	0
6	40001 - 50000	1	0.09	49000	0.09
7	50001 - 100000	26	2.57	2163000	4.17
8	100001 and above	74	7.29	49823000	94.07
	Total	1016	100	52960000	100

- Dematerialization of Shares and Liquidity: The Shares of the Company are under Physical mode

The Company of made necessary arrangements with NSDL & CDSL for Demat facility
- Outstanding GDRs / ADRs / Warrants or any Convertible instruments, conversion date and likely impact on equity: Nil
- Plant Location: Sy. No. 711-713,
Lalgadi Malakpet Village
Shamirpet Mandal,
R. R. District - 500078
- Address for correspondence: Sri G Vallabh Reddy
Managing Director
3-4-508/1, Street No. 10,
Barkathpura, Hyderabad - 500027
- Registrar & Transfer Agents : M/s. Venture Capital and Corporate
Investments Private Limited
12-10-167, Bharat Nagar ,
Hyderabad-500018
E-mail: info@vccipl.com



Contact Person : Mr. E S K Prasad, Chief Executive
Tel : +91-40-23818475 /76,
Fax : +91-40-23868024

- Share Transfer System: The Board of Director has delegated the power of share transfer to Registrar and Share Transfer Agents for processing of Share transfers to M/s Venture Capital and Corporate Investments Private Limited.
- Compliance Certificate Certificate from the Statutory Auditors of the company M/S Ramasamy Koteswara Rao & Co., Chartered Accountant, Confirming compliance with the conditions of Corporate Governance as stipulated under clause 49 of the Listing Agreement is attached to the Director's Report and forms part of this 24th Annual Report.

DECLARATION OF THE MANAGING DIRECTOR ON COMPLIANCE WITH CODE OF CONDUCT AND ETHICS:

Naturite Agro Products Limited has adopted a Code of Business Conduct and Ethics ("the Code") which applied to all employees and Director of the Company. Under code, it is responsibility of all employees and Directors to familiarize themselves with the Code and Comply with its standards.

I hereby certify that the Board Members and Senior Management Personnel of Naturite Agro Products Limited have affirmed compliance with the Code for the Financial Year 2013-14.

By order of the Board
For NATURITE AGRO PRODUCTS LTD

Sd/-
(Dr. G.Vallabh Reddy)
Managing Director

Place : Hyderabad
Date : 14th August 2014



REPORT ON CORPORATE GOVERNANCE
(Under Clause 49 of the Listing Agreement)

To
The Members of
Naturite Agro Products Limited

We have examined the compliance of the conditions of Corporate Governance by Naturite Agro Products Limited (the Company) as on March 31st, 2014 as stipulated in clause 49 of the Listing Agreements of the said Company with Stock Exchanges in India.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedure and implementation thereof, adopted by the Company for insuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We state that in respect of investor grievances received during the year ended 31st March, 2014 no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by Company. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For RAMASAMY KOTESWARA RAO & CO
Chartered Accountants
ICAI Firm Reg. No. 010396S

Sd/-
C V KOTESWARA RAO
(Proprietor)
M. No. 028353

Place: Hyderabad
Date: 14th August 2014



**Chief Executive Officer and Chief Finance Officer
(CEO&CFO) Certificate:**

We Dr. G. Vallabha Reddy, Managing Director & B Bhagya Srilatha, Director – Finance & Control (CFO) of Naturite agro Products Limited, to the best of our knowledge and belief, certify that:

1. We have reviewed the Balance Sheet and Profit and Loss Account and all its schedules and notes on accounts as well as the Cash Flow Statement for the year ended 31.03.2014.
2. To the best of our knowledge and belief:
 - a. These statements do not contain any untrue statement or omit any material fact or contain statements that might be misleading.
 - b. The financial statements and other financial information included in this report present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws and regulations.
3. To the best of our knowledge and belief, there are no transactions entered into by the Company during the year which are fraudulent, illegal or volatile of the Company's code of conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or proposed to be taken for rectifying these deficiencies.
5.
 - a) There has not been any significant change in internal control over financial reporting during the year under reference;
 - b) There has not been any significant changes in accounting policies during the year under reference; and
 - c) We are not aware of any instances during the year of significant fraud, with involvement there in of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Sd/-
Dr. G. Vallabha Reddy
Managing Director

Sd/-
B Bhagya Srilatha
Director – Finance & Control (CFO)

Place : Hyderabad
Date : 14.08.2014



INDEPENDENT AUDITOR'S REPORT

To the Members,
NATURITE AGRO PRODUCTS LTD,

Report on the Financial Statements

We have audited the accompanying financial statements of NATURITE AGRO PRODUCTS LTD ("the Company"), which comprises the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow statement for the year ended, and summary of significant accounting policies and other explanatory information.

Management Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

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



- (a) In the case of Balance Sheet, of the state 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 Cash Flow statement, the cash flows for the year ended on that date

Report on Other Legal and Regulatory Requirements:

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c. The Balance Sheet, Statement of Profit and Loss dealt with by this report are in agreement with the books of account
 - d. In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting standards referred to in sub-section (3c) of section 211 of the Companies Act, 1956 read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013.
 - e. On the basis of written representations received from the directors as on 31st March 2014 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2014 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - f. Since the central Government has not issued any notification as to the rate at which cess is to be paid under section 441A of companies act , 1956 nor has it issued any Rules under the said section, Prescribing the manner in which such cess is to be paid, no cess is due and payable by the company

For Ramasamy Koteswara Rao & Co,
Chartered Accountants
(Firm Reg No: 010396S)

Sd/-
(C.V.Koteswara Rao)
Proprietor
M. No. 028353

Date : 30.05.2014
Place : Hyderabad



Annexure to the Auditors' Report (referred to in paragraph 1 of our Report of even date to the Members of "NATURITE AGRO PRODUCTS LTD" for the year ended March 31, 2014)

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

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The fixed assets of the company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the company and the nature of its assets.
- (c) In our opinion, and according to the information and explanation given to us, the company has not disposed off any fixed asset during the year.
- (ii) (a) As explained to us, inventories have been physically verified by the Management at regular intervals during the year.
- (b) In our opinion and according to the information and explanations given to us, the procedure of physical verification of inventory followed by the management is 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 inventories and as explained to us there was no material discrepancies were noticed on physical verification.
- (iii) (a) In our opinion and according to the information and explanations given to us, the company didn't grant any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Therefore, requirements of clauses (b), (c), (d), of paragraph 4(iii) of the order are not applicable.
- (e) According to the information and explanations given to us, during the current year the company has not taken loan from parties covered in the register maintained under Section 301 of the Companies Act, 1956. Therefore, requirements of clauses (f), (g) of paragraph 4(iii) of the order are not applicable.
- (iv) On the basis of checks carried out during the course of the audit and as per the explanations given to us, we are of the opinion that there are adequate internal control systems commensurate with the size of the company and the nature of its business, with regard to payment of expenses. During the course of audit no major weaknesses in the internal controls are noticed.
- (v) According to the information and explanations given to us, the particulars of contracts or arrangements during the year that need to be entered into a register in pursuance of section 301 of the Companies Act, 1956 have been so entered.



- (vi) In our opinion and according to the explanations given to us, the company has not accepted any deposits within the meaning of Sections 58A and 58AA of the Companies Act and Companies (Acceptance of Deposits) Rules, 1975.
- (vii) As per information and explanations given by the management, the company has an internal audit system commensurate with its size and nature of its business.
- (viii) According to the information and explanations given to us, maintenance of cost records has not been prescribed by the central government under the clause (d) of sub-section (1) to Section 209 of the Act.
- (ix) (a) According to the information and explanation given to us, the company is regular in depositing undisputed statutory dues including income-tax, cess and other statutory dues with the appropriate authorities. According to the information and explanation given to us, there were no arrears of undisputed statutory dues as at 31st March 2014, which were outstanding for a period of more than six months from the date they become payable.
- (b) According to the information and explanation given to us, there are no dues of income-tax, wealth- tax, sales-tax and cess which have not been deposited on account of any dispute.
- (x) The company has accumulated losses as at the end of the financial year and it accumulated losses are not less than fifty percent of its net worth and the company has not incurred any cash losses during the current financial year covered by our audit and in the immediately preceding financial year.
- (xi) According to the records of the company and as per the explanations given to us the company has not taken any loans from a financial institution or bank and the company was not raised any debentures during the year. Accordingly, clause 4 (xi) of the order is not applicable.
- (xii) According to the information and explanations given to us, the company has not granted any loans and advances on the basis of security by way pledge of shares, debentures and other securities.
- (xiii) The company is not a chit fund or nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4 (xiii) of the said Order are not applicable to the company.
- (xiv) According to the information given to us, the company is not dealing in or trading in shares, securities, debentures and other instruments, accordingly the provisions of clause 4 (xiv) of the order is not applicable.
- (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) According to the information and explanations given to us, no term loans were raised during the year.



- (xvii) According to the information and explanation given to us, and on an overall examination of the balance sheet, we report that the company was not raised any funds on short term basis during the year.
- (xviii) The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act during the year.
- (xix) The company has not issued any debentures during the year. Accordingly, question of creating securities or charge does not arise.
- (xx) The company has not raised any money by public issue during the year.
- (xxi) Based on the audit procedures performed and 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 course of our audit.

For Ramasamy Koteswara Rao & Co,
Chartered Accountants
(Firm Reg No: 010396S)

Sd/-
(C.V.Koteswara Rao)
Proprietor
M. No. 028353

Date : 30.05.2014
Place : Hyderabad

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

Amount in ₹

Particulars	Note No.	As At 31.03.2014	As At 31.03.2013
I EQUITY AND LIABILITIES			
A Shareholders funds			
(a) Share capital	1	52,960,000	42,972,250
(b) Reserves and surplus	2	(16,694,851)	(18,952,488)
Share Application Money Pending Allotment		-	1,750,000
Non current liabilities			
(a) Long Term Borrowings	3	-	918,313
(b) Deferred Tax Liability (Net)		256,407	-
Current liabilities			
(a) Trade payables	4	290,848	6,731,004
(b) Other current liabilities	5	105,274	6,884
(c) Short term provisions	6	1,367,731	2,613,541
Total		38,285,409	36,039,504
ASSETS			
Non current assets			
(a) Fixed assets			
Tangible assets	7	6,512,445	6,457,774
(b) Deferred tax asset			
(c) Long Term loans and Advances	8	521,732	2,827,201
Deferred Tax Asset			
Current assets			
(a) Inventories	9	11,834,788	7,858,500
(b) Trade receivables	10	5,442,475	13,308,548
(c) Cash and cash equivalents	11	9,729,103	5,313,827
(d) Short term loans and advances	12	4,244,866	273,654
Total		38,285,409	36,039,504
Significant Accounting Policies and Notes on Accounts	20		

Notes referred to above form an integral part of Balance sheet

Per our report of even date attached.
For Ramasamy Koteswara Rao & Co.,
Chartered Accountants
ICAI Firm Reg.No.0103965

Sd/-
C V Koteswara Rao
Proprietor
Memb No. 028353

Place : Hyderabad
Date : 30.05.2014

For and on behalf of the Board

Sd/-
Dr.G.Vallabh Reddy
Managing Director

Sd/-
P. Manohar Reddy
Company Secretary

Sd/-
K. Prabhakar Reddy
Director

Sd/-
B. Bhagya Srilatha
CFO



STATEMENT PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014 Amount in ₹

S. No.	Particulars	Note No	As at 31.03.2014	As at 31.03.2013
Income				
	Revenue from Operations	13	30,171,365	63,888,871
	Less: Excise Duty		-	-
	Other income	14	591,676	25,322
Total revenue			30,763,041	63,914,193
Expenses				
	Cost of materials consumed	15	14,505,150	22,182,303
	Changes in inventories of raw material & work-in-progress	16	(4,014,788)	10,086,300
	Employee benefits expense	17	5,269,013	5,040,836
	Finance costs	18	2,745	30,407
	Depreciation expense	7	1,777,853	1,665,430
	Other expenses	19	10,669,697	9,943,684
Total expenses			28,209,671	48,948,960
Profit/(Loss) before Prior Period Expenses and tax			2,553,370	14,965,233
	Prior Period Expenditure		39,326	-
	Current tax expense		-	-
	Tax paid for earlier year		-	-
	Deferred tax expense/(credit)		256,407	-
Profit/(Loss) for the year			2,257,637	14,965,233
Earnings per equity share Basic			0.50	2.83
Restated Earning per Share				

Significant accounting policies and notes on accounts 20

Notes referred to above form an integral part of Balance sheet

Per our report of even date attached.
For Ramasamy Koteswara Rao & Co.,
Chartered Accountants
ICAI Firm Reg.No.010396S

For and on behalf of the Board

Sd/-
C V Koteswara Rao
Proprietor
Memb No. 028353

Sd/-
Dr.G.Vallabh Reddy
Managing Director

Sd/-
K. Prabhakar Reddy
Director

Place : Hyderabad
Date : 30.05.2014

Sd/-
P. Manohar Reddy
Company Secretary

Sd/-
B. Bhagya Srilatha
CFO

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

Amount in ₹

Particulars	31.03.2014		31.03.2013	
	Amount	Amount	Amount	Amount
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net profit / (Loss) before tax & adjustments		2,553,370		14,965,233
<i>Adjustments for :</i>				
Depreciation	1,777,853		1,665,430	
Interest paid / Provided	-		27,358	
Tax Paid	-		-	
Interest Received	(403,177)		-	
Foreign Exchange (Profit)/Loss	-		-	
		1,374,676		1,692,788
Operating Profit before Working Capital Change		3,928,047		16,658,021
<i>Adjustments for :</i>				
Inventories	(3,976,288)		11,677,820	
Trade & Other Receivables	7,866,073		(11,681,525)	
Current Liabilities	(7,587,576)		(8,462,854)	
Loans & Advance and other current assets	(1,665,743)	(5,363,535)	(758,518)	(9,225,077)
Cash flow Before Tax and Extra Ordinary Items		(1,435,488)		7,432,944
Tax Paid				
Add: Prior Period Item (Bonus)				
Less: Prior Period Expenses		(39,326)		
Net Cash flow from Operations before tax				
Less: Taxes Paid	-		-	
MAT	-		-	
Cash Flow from Operating Activities		(1,474,814)		7,432,944
B. CASH FLOW FROM INVESTING ACTIVITIES				
Fixed Assets Purchased	(1,832,525)		(1,828,978)	
Fixed Assets sold	-		-	
Purchase of Investment	-		-	
Interest Received	403,177			
Net Cash used for Investing activities		(1,832,525)		(1,828,978)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Change in Share Capital	9,987,750		11,294,250	
Share Application money	(1,750,000)		-	
Borrowings Increase/Decrease	(918,313)		(11,640,393)	
Interest Received	403,177		(27,358)	
Net Cash used for Financing Activities		7,722,614		(373,501)
Net increase in Cash & Cash Equivalents		4,415,276		5,230,465
Cash & Cash equivalents at the beginning of the year		5,313,827		83,362
Cash & Cash equivalents at the end of the year (31.03.2014)		9,729,103		5,313,827

Notes referred to above form an integral part of Balance sheet

Per our report of even date attached.

For Ramasamy Koteswara Rao & Co.,

Chartered Accountants

ICAI Firm Reg.No.010396S

Sd/-

C V Koteswara Rao

Proprietor

Memb No. 028353

Place : Hyderabad

Date : 30.05.2014

For and on behalf of the Board

Sd/-

Dr.G.Vallabh Reddy

Managing Director

Sd/-

P. Manohar Reddy

Company Secretary

Sd/-

K. Prabhakar Reddy

Director

Sd/-

B. Bhagya Srilatha

CFO

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31.03.2014

Amount in ₹

Note No	Particulars	As at 31.03.2014		As at 31.03.2013	
		Numbers	₹	Numbers	₹
1. Share Capital:					
a. Authorised, Issued, Subscribed & paid up					
<u>Authorised Share Capital:</u>					
Equity Shares with voting rights of ₹10/- each		6,000,000	60,000,000	6,000,000	60,000,000
<u>Issued Share Capital:</u>					
Equity Shares with voting rights of ₹10/- each fully paid-up.		5,296,000	52,960,000	5,296,000	52,960,000
<u>Paid up Share Capital:</u>					
Equity Shares of 5296000 of ₹10/- each fully paid-up.		5,296,000	52,960,000	5,296,000	52,960,000
Less: Uncalled Share Capital		-	-	-	9,987,750
		5,296,000	52,960,000	5,296,000	42,972,250
b. Reconciliation of number of Shares Outstanding		Number	Rs.	Number	Rs.
Equity shares with voting rights outstanding at the beginning of the year		5,296,000	52,960,000	5,296,000	52,960,000
Equity shares with voting rights issued/alloted during the year		-	-	-	-
Equity shares with voting rights outstanding at the end of the year		5,296,000	52,960,000	5,296,000	52,960,000
c. Shareholders holding more than 5% shares of the company		Number	%	Number	%
C.Srikanth Reddy		1,579,100	29.82	1,579,100	29.82
C.Vandana Reddy		782,400	14.77	782,400	14.77
Dr.G.V.Reddy		772,000	14.58	772,000	14.58
G.Usha		272,500	5.15	272,500	5.15
Total		3,406,000	64.31	3,406,000	64.31

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31.03.2014

Amount in ₹

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
2.	Capital Reserve	1,500,000	1,500,000
	Surplus		
	Opening balance	(20,452,488)	(35,417,721)
	Add: Net profit / (loss) for the current year	2,257,637	14,965,233
	Surplus available for appropriation	(18,194,851)	(20,452,488)
	Appropriations:	-	-
	Closing balance	(16,694,851)	(18,952,488)

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
3.	Long-Term Borrowings		
	Secured		
	(a) Car Loans from Bank	-	152,563
	Unsecured		
	(a) Long Term Loans from Directors	-	765,750
	Total	-	918,313

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
4.	Trade payables		
	Sundry Creditors	290,848	6,721,114
	Advance received from Customers	-	9,890
	Total	290,848	6,731,004

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
5.	Other current liabilities		
	Other outstanding liabilities	7,184	6,884
	CST Payable	23,090	-
	Audit Fee Payable	75,000	-
	Total	105,274	6,884

NOTE FORMING PART OF FINANCIAL STATEMENTS AS AT 31.03.2014

Amount in ₹

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
6.	Short term provisions		
	Provision for Tax	-	-
	Provision for Expenses	1,367,731	2,613,541
	Total	1,367,731	2,613,541

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
8.	Long Term Loans and Advances		
	a) Secured Advances		
	With APCPDCL and others	181,692	181,692
	With Others	340,040	354,540
	b) Unsecured Advances		
	With SCCL & Others	-	2,290,969
	Total	521,732	2,827,201

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
9.	Inventories		
	Raw Materials	-	38,500
	Work-in-progress	-	-
	Finished Goods	11,834,788	7,820,000
	Total	11,834,788	7,858,500

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
10.	Trade receivables		
	Debtors outstanding for a period less than six months Unsecured, considered good	5,442,475	13,308,548
	Debtors outstanding for a period more than six months Unsecured, considered good	-	-
	Total	5,442,475	13,308,548



**Schedule No. : 7
Fixed Assets**

STATEMENT OF FIXED ASSETS AS ON 31-03-2014

PARTICULARS	GROSS BLOCK						DEPRECIATION						NET BLOCK						
	As at 01.04.13		Additions		Deletions		As at 31.03.14		As at 01.04.13		For the Period		As at 31.03.14		As at 31.03.14		As at 31.03.13		
	Rs		Rs			Rs		Rs		Rs		Rs		Rs		Rs		Rs	
1 Land - Freehold	610,500		-		-		610,500		-		-		-		610,500		610,500		0%
2 Buildings	7,098,356		1,445,416		-		8,543,772		4,117,879		267,386		4,385,265		4,158,507		2,980,477		3.34%
3 Plant & Machinery	26,705,847		344,443		-		27,050,290		25,551,124		1,279,719		26,830,843		219,447		1,154,723		4.75%
4 Office Equipment	104,500		35,714		-		140,214		1,550		18,208		19,758		120,456		102,950		16.21%
5 Furniture & Fixtures	161,500		6,952		-		168,452		5,172		10,620		15,792		152,660		156,328		6.33%
6 Vehicles	2,125,473		-		-		2,125,473		672,677		201,920		874,597		1,250,876		1,452,796		9.50%
Total	36,806,176		1,832,525		-		38,638,701		30,348,402		1,777,853		32,126,255		6,512,445		6,457,774		
Previous Year Total	35,436,386		1,828,978		459,188		36,806,176		29,142,160		1,665,430		30,348,402		6,457,774		6,294,226		

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31.03.2014

Amount in ₹

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
11.	Cash and cash equivalents		
	Balances with Scheduled banks In Current Accounts-SBH Overseas Branch and BOB	3,569,215	1,187,626
	In Fixed deposits- Bank of Baroda	5,970,449	3,500,000
	Cash in hand	189,439	626,201
	Total	9,729,102	5,313,827

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
12.	Short Term Loans and Advances		
	a) Secured Advances		
	Accrued Interest but not received on FDR	405,796	21,273
	TDS-2012-13	255,151	252,381
	TDS Receivable 2013-14	160,906	-
	Input Vat	382,855	-
	Advances given to Creditors	3,040,158	-
	Total	4,244,866	273,654

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
13.	Revenue from operations		
	Sale income		
	Capsicum & Paprika Oleoresin	10,492,515	13,493,994
	Fenugreek Spent Meal	86,500	31,518,945
	Pure Capsaicin	654,550	996,800
	Piperline	-	310,577
	Herbel Extract	-	178,940
	Processing Charges	18,937,800	17,389,615
	Total	30,171,365	63,888,871

NOTE FORMING PART OF FINANCIAL STATEMENTS AS AT 31.03.2014

Amount in ₹

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
14.	Other income		
	Other Income	105,371	25,322
	Interest Received	403,177	-
	Miscellaneous Income (net)	65,607	-
	Licence Fee(net)	17,521	-
	Total	591,676	25,322

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
15.	Cost of materials consumed		
	A) Raw-materials Consumed		
	Opening Stock	38,500	1,630,020
	Purchases	13,655,294	19,118,287
	Carriage Inward	811,356	1,472,496
		14,505,150	22,220,803
	Less : Closing Stock	-	38,500
	Raw Material Consumed	14,505,150	22,182,303

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
16.	Changes in inventories		
	Opening Stock of:	7,820,000	17,906,300
	Slabs & Tiles	-	-
	Scrap & Wastage	-	-
	Total(A)	7,820,000	17,906,300
	Closing Stock of :	11,834,788	7,820,000
	Slabs & Tiles	-	-
	Scrap & Wastage	-	-
	Total(B)	11,834,788	7,820,000
	Increase/(Decrease) in Stock (A-B)	(4,014,788)	10,086,300

NOTE FORMING PART OF FINANCIAL STATEMENTS AS AT 31.03.2014

Amount in ₹

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
17.	Employee benefits expense		
	Salaries and wages	4,316,678	4,258,277
	Directors Remuneration	420,000	275,000
	Bonus	145,851	124,455
	P.F Contribution	90,875	77,672
	ESI Contribution	93,079	79,049
	Staff Welfare Expenses	202,530	226,383
	Total	5,269,013	5,040,836

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
18.	Finance costs		
	Interest on Working Capital Loan	-	27,358
	Bank charges	2,745	3,049
	Total	2,745	30,407

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
19.	Other expenses		
	a) Manufacturing Expenses		
	Electricity Charges & Water	3,182,564	2,395,616
	Manufacturing Misc. Expenses	-	4,069,212
	Machinery maintenance	917,366	1,374,939
	Electrical Maintenance	214,544	41,019
	Boiler Maintenance	277,659	289,465
	Factory Maintenance	44,550	28,050
	Laboratory Maintenance	49,471	32,049
	Generator Maintenance	88,289	112,715
	Stores and Spares	618,502	-
	Casual Labour	547,086	-
	Diesel	76,896	-
	Fuel	2,128,920	-
	Grinding Charges	26,312	-
	Loading and Unloading Expenses	18,047	-
	Petro & Diesel	354,594	-
	Civil Works	128,659	-

NOTE FORMING PART OF FINANCIAL STATEMENTS AS AT 31.03.2014

Amount in ₹

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
	b) Selling & Distribution Expenses		
	Advertisement & Publicity	105,040	88,050
	Clearing & Forwarding & Freight	-	41,597
	Sampling Charges	15,539	29,168
	Carriage outward	17,820	-
	c) Operating, Administrative & Other Expenses		
	Conveyance Expenses	26,779	37,823
	Building Maintenance	629,874	169,405
	Administrative Consultancy and Professional	49,700	28,600
	Registration & Renewals	-	141,592
	Sales Tax Paid (CST)	-	222,884
	Office & General Expenses	43,758	152,782
	Postage and Telegram	39,470	8,338
	Printing and Stationary	44,321	40,799
	Rates and Taxes	-	10,000
	Donations	25,412	1,502
	Security Expenses	-	7,532
	Telephone and Telex Charges	92,630	87,896
	Tour and Travelling Expenses	235,350	54,000
	Insurance	39,126	36,031
	Guest House Rent	52,000	-
	Guest House Maintenance	11,000	-
	Vehicle running and maintenance	51,527	400,127
	Computer Maintenance	12,790	14,403
	Tax Paid	190,000	-
	Office Rent	190,000	-
	Puja Expenses	10,069	-
	Payment to Auditor:		
	Audit Fee	50,000	28,090
	Tax Audit Fee	25,000	-
	Packing Material	39,032	-
	Total	10,669,697	9,943,684

Note No	Particulars	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
	Prior Period Expenditure		
	Audit fee Paid to VVS& Associates	39,326	-
	Total	39,326	-



20. NOTES TO ACCOUNTS

1. Significant Accounting Policies

I. Basis of Preparation of Financial Statements:

Financial statements have been prepared and presented under historical cost convention in accordance with the accounting principles generally accepted in India having due regard to fundamental accounting assumptions of going concern, consistency and accrual and comply with the Accounting Standards referred to in Sec.211 (3C) of the Companies Act, 1956('the Act') which as per a clarification issued by the Ministry of Corporate affairs continue to apply under section 133 of the Companies Act 2013 (which has superseded section 211(3c) of the Companies Act 1956 w.e.f 12 September 2013) as applicable and with the relevant provisions of the Companies Act, 1956. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

II. Use of Estimates:

The preparation of financial statements in conformity with Indian GAAP requires management to make prudent and reasonable estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of financial statements and the results of operations during the year. Difference between the actual results and estimates are recognized in the period in which the results are known or materialized.

III. Revenue Recognition:

Revenue from sale of goods is recognized when significant risks and rewards in respect of ownership of products are transferred to customers. Revenue from domestic sales of products is recognized on dispatch of products. Revenue from products is stated inclusive of duties, taxes but exclusive of returns, and applicable trade discounts and allowances.

Interest accrues on the time basis, determined by the amount outstanding and the rate applicable.

IV. Fixed Assets:

Fixed assets are carried at cost of acquisition less accumulated depreciation.

Cost includes non-refundable taxes, duties, freight, borrowing costs and other incidental expenses related to the acquisition and installation of the respective assets.

Fixed assets which are found to be not usable or retired from active use or when no further benefits are expected from their use are removed from the books of account and the difference if any, between the cost of such assets and the accumulated depreciation thereon is charged to Statement of Profit & Loss.

V. Depreciation:

Depreciation on fixed assets under Straight Line Method at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956.



VI. Valuation of Inventories:

Inventories are valued at the lower of cost and net realizable value.

Cost is arrived at by using weighted average method and includes all costs of purchases, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. In the case of finished goods and process stocks, appropriate share of labour, overheads and excise duty is included.

VII. Tax Expense:

Deferred tax resulting from "Timing Difference" between book profit and taxable profit is accounted for using the tax rates and laws that are enacted or substantively enacted as on the Balance Sheet date. Deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the asset will be realized in future.

Provision is made for tax on Income is as per the applicable provisions of Income Tax Act, 1961.

VIII. Foreign Exchange Transactions:

Transactions denominated in foreign currency are accounted for initially at the exchange rate prevailing on the date of transaction. The Outstanding liabilities are translated at the yearend rates. The resulting gain or Loss is adjusted to Profit and Loss account. Any gain or losses arising due to exchange differences arising on translation or settlement are accounted for in the statement of profit or Loss.

IX. Other Notes to Accounts and Disclosures

I Related party disclosures (AS-18):

i. Key Management Personnel:

Dr. G Vallabh Reddy ,
Managing Director

Mrs. C. Vandana Reddy, Director

NATURITE AGRO PRODUCTS LLC

ii. Particulars of transactions with related parties:

Sl. No.	Name of the Company/ Party	Nature of Transaction	As on 31st March-2014	As on 31st March-2013
1	Dr. G Vallabh Reddy	Director Remuneration	4,20,000	2,75,000
2	NATURITE AGRO PRODUCTS LLC	Sales	4,00,822	11,40,103



II. Remuneration to Auditors:-

Particulars	As on 31-03-2014	As on 31-03-2013
Audit Fee	50000	28,090
Tax Audit Fee	25000	-
Total	75000	28090

III. Earnings Per Share:-

Particulars	As on 31-03-2014	As on 31-03-2013
Net Profit/ (Loss) attributable to Equity Share Holders	22,57,637	14,965,233
Weighted Average No of Equity Shares	45,46,919	5,296,000
Nominal Value of Share	10	10
Basic Earnings per Share	0.50	2.83
Diluted Earnings per Share	0.50	2.83

IV. Contingent Liabilities and commitments – (AS-29):

a. Contingent Liabilities:

- i) Guarantees and letters of credit: Nil
- ii) Bank Guarantees: Rs. Nil

V. Quantitative and other information:-

CONSUMPTION OF RAW MATERIALS & ADDITIVES	2013-14	2012-13
(i) Imported		
(ii) Indigenous	16673390	30309090



CONSUMPTION AND STOCKS	Year Ended 31st March 2014(Rs)	Year Ended 31st March 2013(Rs)
Quantitative information in respect of goods mfd.		
Installed Capacity per annum :		
Chillies	3120000	6835200
Fenugreek	5040000	5040000
a) Production :		
Capsicum Oleoresin & Paprika	13479535	7049525
Oleoresin	-	-
Fenugreek Spent	167800	-
b) Job-work Production :		
Fenugreek Extract	18937800	31518944
Grand Total	32585135	38568469
c) Sales :		
Capsicum & Paprika Oleoresin	10491885	12836534
Pure Capsaicin	654550	996800
Fenugreek Spent	167800	-
Fenugreek Extract	-	31518944
d) Process/Jobwork :		
Fenugreek Extract	18937800	17389615
e) Raw Materials Consumed :		
Chillies	10628115	3015740
Solvents	6045275	8871525
Fenugreek Seed	-	11116000



f) Stock particulars of goods produced :	2013-14		2012-13	
	In Qty	Value	In Qty	Value
Opening Stock :				
Chillies	0	0	0	0
Solvents	1100	38500	46046	1001280
Capsicum Oleoresin	572	1001000	5397	30089400
Paprika Oleoresin	13345	2669000	13345	2669000
Turmeric Oil	7000	2100000	7000	2100000
Turmeric Oloeresin	20000	2050000	20000	2050000
Fenugreek extract	0	0	2193	657900
Total	42017	7858500	93981	19536320
Closing Stock :				
Chillies	9684	309888	0	0
Solvents	0	0	1100	38500
Capsicum Oleoresin	1414	2333100	572	1001000
Paprika Oleoresin	20459	4091800	13345	2669000
Turmeric Oil	7000	2100000	7000	2100000
Turmeric Oloeresin	20000	3000000	20000	2050000
Total	58557	11834788	42017	7858500

X. Foreign Exchange Details: As at 31.03.2014 As at 31.03.2013.

Foreign Exchange Outgo:

VII. Other Disclosures:-

The Previous year's figures have been regrouped and recast wherever necessary to bring them in line

For Ramasamy Koteswara Rao & Co.,
Chartered Accountants
ICAI Firm Reg.No.010396S

Sd/-
C V Koteswara Rao
Proprietor
Memb No. 028353

Place : Hyderabad
Date : 30.05.2014

For and on behalf of the Board

Sd/-
Dr.G.Vallabh Reddy
Managing Director

Sd/-
P. Manohar Reddy
Company Secretary

Sd/-
K. Prabhakar Reddy
Director

Sd/-
B. Bhagya Srilatha
CFO



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, select the "NATURITE AGRO PRODUCTS LIMITED" from the drop down menu and click on "SUBMIT"
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>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 8 digits of the sequence number in the PAN field.</p> <p>In case the sequence 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. e. g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p>
DOB#	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.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.
	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 member id / folio number in the Dividend Bank details field.



- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant NATURITE AGRO PRODUCTS LIMITED on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the 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 <https://www.evotingindia.co.in> 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. (xvii) above to cast vote.
- (B) The voting period begins on 21st September 2014 and 10.00 a.m. and ends on 23rd September 2014 and 06.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the record date 28th 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.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.



ATTENDANCE SLIP FOR ANNUAL GENERAL MEETING
(To be surrendered at the venue of the meeting)

I certify that I am a registered shareholder/proxy/representative for the registered shareholder(s) of Naturite Agro Products Limited.

I hereby record my presence at the 24th Annual General Meeting of the shareholders of Naturite Agro Products Limited on Tuesday, the 30th of September, 2014 at 11.00 A.M. at the Registered Office of the Company at Sy. No. 711-713, Lalgadi Malakpet Village, Shamirpet Mandal, R. R. District, Telengana - 500014

DP ID*	Reg. Folio No.
Client ID*	No of Shares

*Applicable if shares are held in electronic form

Name and Address of Member

Signature of Shareholder / Proxy /
Representative (Please Specify)



Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	:	L01119TG1990PLC011554	
Name of the Company	:	Naturite Agro Products Limited	
Registered Office	:	Sy. No. 711-713, Lalgadi Malakpet Village, Shamirpet Mandal, R. R. District, Telengana - 500014	
Name of the Member	:		
Registered Address	:		
Email ID	:		
Folio No/ Client ID	:	DP ID.:	

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

1.	Name:		
	Address		
	Email ID	Signature	
	Or failing him		
2.	Name:		
	Address		
	Email ID	Signature	
	Or failing him		
3.	Name:		
	Address		
	Email ID	Signature	
	Or failing him		

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 24th Annual general meeting of the company, to be held on the day of..... At..... a.m. / p.m. at..... (Place) and at any adjournment thereof in respect of such resolutions as are indicated below:



Resolutions		For	Against
1.	Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditor's.		
2.	Re-appointment of Mr. K Prabhakar Reddy as director who retires by rotation.		
3.	Appointment of Statutory Auditors and fixing their remuneration.		
4.	Appointment of Mr. Srinivas Rao Sriramshetty as an Independent Director.		
5.	Appointment of Mr. Mahipal Reddy Mahareddygari as an Independent Director.		
6.	Appointment of Mr. Manohar Gangaiah Bacha as an Independent Director.		
7.	Appointment of Mrs. B Bhagya Srilatha as an Director.		
8.	Appointment of Mrs. B Bhagya Srilatha as an Wholetime Director.		
9.	Re appointment of Dr. G. Vallabha Reddy as Managing Director		
10.	To increase the borrowing limits up to 10 Crores		

Signed this day of 2014.

Affix Revenue Stamp

Signature of shareholder:

Signature of Proxy holder(s):

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

If undelivered please return to:

NATURITE AGRO PRODUCTS LIMITED

Sy.No.711-713, Lalgadi Malakpet village
Shamirpet Mandal, R.R.District - 500014.