KRBL Limited
Regd. Office: 5190, Lahori Gate, Delhi – 110 006
Phone: 011-23968328, Fax: 011-23968327
E-mail: investor@krblindia.com, Website: www.krblrice.com
CIN - L01111DL1993PLC052845

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 23rd Annual General Meeting of the members of KRBL Limited will be held on Thursday, September 8, 2016, at 11.00 A.M. at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi-110 003, to transact the following business:

ORDINARY BUSINESS:

1. **To Consider and Adopt:**
   - (a) **the Audited Financial Statement of the Company for the financial year ended March 31, 2016, together with the Reports of Board of Directors and Auditors' thereon; and**
   - (b) **the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2016.**

2. **To appoint a Director in place of Mr. Anoop Kumar Gupta (DIN 00030160), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.**

3. **To appoint a Director in place of Mr. Ashok Chand (DIN 00030318), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.**

4. **To ratify the appointment of Statutory Auditors and in this regard to consider and if thought fit, to pass, with or without modification(s) the following resolution, as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 139 and such other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time and pursuant to the resolution passed by the Members at Twenty First Annual General Meeting (AGM) held on September 9, 2014 in respect of appointment of M/s. Vinod Kumar Bindal & Co., Chartered Accountants, having Firm Registration No. 003820N, as Statutory Auditors of the Company, till the conclusion of the AGM to be held in the year 2017, the Company hereby ratifies and confirms the appointment of M/s. Vinod Kumar Bindal & Co., Chartered Accountants as auditors of the Company to hold office from the conclusion of this AGM till the conclusion of the Twenty Fourth AGM to be held in the year 2017 to examine and audit the accounts of the Company on such remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors."

SPECIAL BUSINESS:

5. **To ratify and confirm the Remuneration of the Cost Auditors for the financial year 2016-17 and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 148(3) and such other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the remuneration of ₹ 55,000/- (Rupees Fifty Five Thousand Only) plus service tax, out-of-pocket expenses incurred in connection with the audit, as recommended by the Audit Committee and approved by the Board of Directors of the Company, payable to M/s. HMVN & Associates, Cost Accountants (Firm Registration No. 000290) as cost Auditors to conduct the Audit of the relevant cost records of the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, for the financial year ending March 31, 2017, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts, deeds and things and take all such steps as may be necessary, proper and expedient to give effect to this resolution."

6. **To Revise Remuneration of Ms. Priyanka Mittal (DIN: 00030479), Whole Time Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 197 read with Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013, read with rules framed thereunder (including any statutory modification or re-enactment thereof for the time being in force) and applicable clauses of the Articles of Association of the Company and in consideration of the recommendation of Nomination and Remuneration Committee and approval of Board of Directors, the consent of the members be and is hereby accorded for revision in the remuneration of Ms. Priyanka Mittal (DIN: 00030479), Whole time Director of the Company, as mentioned below:

Salary:

₹ 60,00,000/- (Rupees Sixty Lacs only) Per Annum.

Perquisites:

In addition to the above salary, the following perquisites shall also be granted:

(a) Rent free accommodation (furnished or otherwise) or house rent allowances;

(b) Contribution to the Provident Fund, Superannuation fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;

(c) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service;

(d) Encashment of leave as per Company policy;

(e) Payment/Reimbursement of telephone and/or mobile phone(s) bills, conveyance, fuel expenses or other out of pocket expenses incurred in the course of official duties;

(f) The Company shall provide and maintain Chaffeur driven car for official use;

(g) The Company shall reimburse club membership fees for maximum for two clubs and all reasonable expenses incurred for business use;

(h) Benefit of Group Medical Insurance Policy, Personal Accident Insurance Policy and Life Insurance Policy.

RESOLVED FURTHER THAT the Board of Directors (the term shall deemed to include the Nomination and Remuneration Committee) of the Company be and are hereby authorized to alter and vary the remuneration payable to Ms. Priyanka Mittal, as it may deem fit and as may be acceptable to Ms. Priyanka Mittal, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT excess remuneration of ₹ 5,00,400/- (Rupees Five Lacs and Four Hundred Only) as paid to Ms. Priyanka Mittal, Whole Time Directors effective from April 1, 2015, with the recommendation of Nomination and Remuneration Committee and approval of board of directors, be and is hereby ratified, confirmed and approved.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. **To consider and approve the Issue of Redeemable Non-Convertible Debenture on Private Placement Basis and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 179 and other applicable provisions of the Companies Act, 2013, (the **"Companies Act"**) as amended from time to time, the rules framed under the Companies Act, the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended from time to time (the **"SEBI Debt Regulations"**), the Memorandum and Articles of Association of the Company and subject to the borrowing limits as approved by the shareholders of the Company and the approvals, permissions and sanctions of Securities and Exchange Board of India (**"SEBI"**), the stock exchanges, the Reserve Bank of India, Government of India and all other concerned statutory authorities, if any, and to the extent necessary, and such other approvals, permissions and sanctions from third parties as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed in granting of such approvals, permissions and sanctions by any of the aforesaid authorities which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the **"Board"**, which term shall be deemed to include any duly constituted committee thereof) the consent of the shareholders, pursuant to Section 42 and all other applicable provisions, if any, of the Companies Act read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 (the **"Rules"**), be and is hereby accorded to the Board of Directors of the Company to create, offer and issue non-cumulative, redeemable, taxable, listed, rated securities in the form of non-convertible debentures up to an aggregate amount not exceeding ₹ 500 Crores (Rupees Five Hundred Crores only) (the **"Debentures"**) on private placement basis (the **"Issue"**) to any persons, entities, bodies corporate, companies, banks, financial institutions and any other categories of eligible investors permitted to invest in the Debentures under applicable laws (collectively termed as **"Investors"**) who would be willing to invest in or subscribe to such Debentures, at such time or times and on such terms and conditions as may be agreed between the Company and such Investors.

RESOLVED FURTHER THAT the Debentures proposed to be issued may be secured or unsecured and if secured, the Company do create a First charge on entire movable and immovable fixed assets of the Company ranking pari-passu inter-se and Second charge on entire current assets of the company ranking pari-passu inter-se, subject to prior charges created/ to be created in favour of Company's bankers/lenders.

RESOLVED FURTHER THAT Mr. Anil Kumar Mittal, Chairman and Managing Director (DIN: 00030100), Mr. Arun Kumar Gupta, Joint Managing Director (DIN: 00030127), Mr. Anoop Kumar Gupta, Joint Managing Director (DIN: 00030160), Mr. Rakesh Mehrotra, Chief Financial Officer and Mr. Raman Sapra, Company Secretary and Compliance Officer of the Company (the **"Authorized Officers"**) be and are hereby severally authorized to take such steps and to do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings and accept any alterations or modification(s) as they may deem fit and proper and give such directions as may be necessary to settle any question or difficulty that may arise in regard to issue and

allotment of the Debentures and the utilization of the issue proceeds in such manner as may be determined by the Authorized Officers, subject however, to applicable laws, and to take such actions or give such directions as may be necessary or desirable and to obtain any approvals, permissions, sanctions which may be necessary or desirable, as they may deem fit.

RESOLVED FURTHER THAT the Company may mortgage or create charge on the movable and immovable properties and receivables of the Company, as determined by the members of the Company by way of the resolution under Section 180 (1)(a) read with Section 180 (1)(c) of the Companies Act and subject to the Memorandum and Articles of Association of the Company, the Authorized Officers be and are hereby severally authorized to create a charge by way of mortgage, hypothecation, pledge or any other security interest over such assets of the Company, and execute all documents in connection therewith, as may be determined by the Authorized Officers, in connection with the Debentures to be offered, issued and allotted by the Company from time to time.

RESOLVED FURTHER THAT the Authorized Officers, be and are hereby severally authorized to negotiate, modify, sign, execute, register and deliver the information memorandum for issue of the Debentures, term sheet, debenture trustee agreement, debenture trust deed and other necessary agreements, deeds, general undertaking / indemnity, affidavits, declarations required in connection with the said issue of Debentures including without limitation any security documents (the **"Transaction Documents"**) (whether before or after execution of the Transaction Documents) together with all other documents, agreements, instruments, letters and writings required in connection with, or ancillary to, the Transaction Documents (the **"Ancillary Documents"**) as may be necessary or required for the aforesaid purpose including to sign and/or dispatch all forms, filings, documents and notices to be signed, submitted and/or dispatched by it under or in connection with the documents to which it is a party as well as to accept and execute any amendments to the Transaction Documents and the Ancillary Documents and further to do all such other acts, deeds mentioned herein as they may deem necessary in connection with the issue of the Debentures and matters connected therewith including without limitation the following:

a) to decide remuneration and appointment of other intermediaries including without limitation arrangers, credit rating agencies, registrar to the issue, debenture trustee to the issue and legal counsel to the issue required for the Debenture issue of the Company;

b) to generally do any other act and/or deed, to negotiate and execute the fee letters and any other documents, applications, agreements, undertakings, deeds, affidavits, declarations and certificates and/or give such direction as they deem fit or as may be necessary or desirable with regard to this issue;

c) to sign and submit all necessary papers and take all necessary steps in this regard including the payment of applicable stamp duty on the Transaction Documents and Ancillary Documents;

d) to seek, if required, any approval, consent or waiver from the Company's lenders, and/or parties with whom the Company has entered into various commercial and other agreements, and/or any/all concerned government and regulatory authorities in India, and/or any other approvals, consents or waivers that may be required in connection with the issue, offer and allotment of the Debentures;

e) negotiate and finalise the quantum, timing, terms and conditions of the issue of the Debentures to the Investors;

f) giving or authorizing the giving by concerned persons of such declarations, affidavits, certificates, consents and authorities as may be required from time to time;

g) to open and operate such bank accounts, demat accounts, escrow account with banks, institutions or agencies as may be required as per the terms of the issue;

h) to seek the listing of the Debentures on the Stock Exchanges, submitting the listing application to the Stock Exchanges and taking all actions that may be necessary in connection with obtaining such listing;

i) authorizing for the maintenance of a register of holders of the Debentures as may be applicable or required;

j) entering into necessary arrangements for appointment of all such intermediaries and/or agencies as may be deemed appropriate to be involved or concerned in such offerings of Debentures and also to enter into and execute all such arrangements, agreements, memoranda, documents etc. with such intermediaries and/or agencies and to do all such acts and things as may be necessary and expedient;

k) to do all acts, matters, deeds and things necessary or desirable in connection with or incidental to giving effect to the above resolutions and to execute on behalf of the Company such deeds, documents, agreements and writings in this regard; and

l) to delegate authority to execute the Transaction Documents and the Ancillary Documents and to do all such acts, deeds, matters and things and sign all forms, agreements, other deeds, documents, undertakings, declaration, letters and such other papers as may be necessary, desirable and expedient in connection with the issue, allotment and listing of the Debentures, on behalf of the Company.

RESOLVED FURTHER THAT the Authorized Officers, be and are hereby severally authorized to file a copy of record of private placement offers along with the private placement offer letter with the concerned Registrar of Companies (the **"ROC"**) in Form GNL-2 and with Securities and Exchange Board of India within 30 (thirty) days of circulation of the private placement offer letter.

RESOLVED FURTHER THAT the Authorized Officers, be and are hereby severally authorized to file the return of allotment of debentures in Form PAS - 3 with the ROC within 30 (thirty) days of allotment of debentures along with a complete list of Investors as required under Rule 14(4) of the Rules.

RESOLVED FURTHER THAT the Authorized Officers, be and are hereby severally authorized to issue debenture certificates to the Investors as per the provisions of the Act and to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolutions.

RESOLVED FURTHER THAT the Company be and is hereby authorised to take its Common Seal out of its Registered Office to any destination for the purpose of affixation thereof on any such documents in connection with the issue of the Debentures."

By Order of the Board
For KRBL Limited

Sd/-
Raman Sapra
Company Secretary
M. No. A29044

Place: Noida, Uttar Pradesh
Date: July 23, 2016
Registered Office:
5190, Lahori Gate
Delhi – 110 006
Phone: (011) 23968328
Fax: (011) 23968327
E-mail: investor@krblindia.com
Website: www.krblrice.com
CIN: L01111DL1993PLC052845

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") in respect of the business under **Item Nos. 5 to 7** set out above is annexed hereto.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.

   Pursuant to the provisions of Section 105 of the Companies Act, 2013 read with Rule 19 of Companies (Management and Administration) Rules, 2014, a person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

   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.

3. Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, August 30, 2016 to Thursday, September 8, 2016 (both days inclusive) for the purpose of Annual General Meeting.

4. Members holding shares in electronic form are requested to intimate all changes pertaining to their bank particulars, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and Alankit Assignments Limited, Registrars and Transfer Agents, to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Alankit Assignments Limited.

5. Members holding shares in physical form are requested to dematerialize their holding in order to eliminate all risks associated with physical shares. Members can contact the Company or Alankit Assignments Limited for further assistance.

6. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

7. Members desiring of any information as regards to the Accounts are requested to write to the Registered Office of the Company at least 7 days before the date of the meeting so as to enable the management to keep the information ready at the Annual General Meeting.

8. In terms of the provisions of Section 124 of the Companies Act, 2013, read with Section 205A of the Companies Act, 1956, the amount of dividend not encashed or claimed within 7(seven) years from the date of its transfer to the unpaid dividend account, will be transferred to the Investor Education and Protection Fund established by the Government. Accordingly, the unclaimed dividend in respect of financial year 2008-09 is due for transfer to the said fund in November 5, 2016. In terms of provisions of Section 124 of the Companies Act, 2013, read with Section 205A of the Companies Act, 1956, no claim shall lie against the Company or the said fund after the said transfer.

Hereunder are the details of dividend paid by the Company and their respective dates of transfer of unpaid or unclaimed dividend to the designated fund of the Government:

Date of Declaration of Dividend	Dividend for the year	Due Date of transfer to IEPF
29/09/2009	2008-09	05/11/2016
28/01/2010	2009-10 (Interim)	06/03/2017
21/09/2010	2009-10 (Final)	28/10/2017
27/09/2011	2010-11	03/11/2018
25/09/2012	2011-12	01/11/2019
23/09/2013	2012-13	30/10/2020
09/09/2014	2013-14	16/10/2021
28/09/2015	2014-15	05/11/2022
10/03/2016	2015-16 (Interim)	16/04/2023

9. Members who have neither received nor encashed their dividend warrant(s) for the financial year 2008-09 to 2015-16, are requested to write to the Company, mentioning the relevant Folio number or DP Id and Client Id, for issuance of demand draft.

10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ Registrar and Share Transfer Agent.

11. Members are requested to sign at the place provided on the attendance slip and handover the same at the entrance of the Meeting.

12. Members are requested to bring their personal copy of the Annual Report at the meeting.

13. All documents referred to in the notice and the explanatory statement requiring the approval of the Members at the meeting and other statutory registers shall be available for inspection by the members at the Corporate Office of the Company during normal business hours on the working days between 11.00 a.m. to 1.00 p.m. except Sunday and holiday.

14. Company's Equity Shares are listed on the following Stock Exchanges:

Stock Exchange	
I. National Stock Exchange of India Limited C-1, Block G, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai – 400051 Website: www.nseindia.com Symbol: KRBL, Series: Eq.	II. BSE Limited Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai – 400001 Website: www.bseindia.com Stock Code: 530813

The Company has paid the annual listing fees for the financial year 2016-17 to the National Stock Exchange of India Limited and BSE Limited.

The Company has paid annual custodial fees for the financial year 2016-17 to National Securities Depository Limited and Central Depository Services (India) Limited.

15. Electronic copy of the Annual Report and Notice of 23rd Annual General Meeting of the Company along with Attendance Slip, Proxy Form and instructions for e-voting is being sent to all the members whose e-mail IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their e-mail address, physical copies of the Annual Report and Notice of the 23rd Annual General Meeting of the Company along with Attendance Slip, Proxy Form and instructions for e-voting is being sent in the permitted mode.

16. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under, the Members are provided with the facility to cast their vote electronically, through voting services provided by National Securities Depository Limited (NSDL), on all resolutions set forth in this notice. The Company has appointed Mr. Deepak Kukreja, Partner, DMK Associates, FCS No. 4140, CP No. 8265, Practicing Company Secretaries, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

17. The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 3 (Three) days of the conclusion of the meeting,

a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company or any person authorized by him in writing and the Results shall be declared by the Chairman or any person authorized by him thereafter.

18. The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company at www.krblrice.com and on the website of NSDL, immediately after the declaration of Result by the Chairman or any person authorized by him in writing. The results shall also be forwarded to the stock exchanges where the shares of Company are listed.

Voting through electronic means:

I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the Listing Regulations, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 23rd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

IV. The remote e-voting period commences on 5th September, 2016 (9:00 am) and ends on 7th September, 2016 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 1st September, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. The process and manner for remote e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :

(i) Open email and open PDF file viz; "remote e-voting. pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

(ii) Launch internet browser by typing the following URL: https://www.evoting.nsdl.com.

(iii) Click on Shareholder - Login

(iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.

(v) Password change menu appears. Change the password/ PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

(vii) Select "EVEN" of "KRBL Limited".

(viii) Now you are ready for remote e-voting as Cast Vote page opens.

(ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

(x) Upon confirmation, the message "Vote cast successfully" will be displayed.

(xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

(xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to deepak.kukreja@dmkassociates.com with a copy marked to evoting@nsdl.co.in.

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

(i) Initial password is separately enclosed.

(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 1st September, 2016.

X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 1st September, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

XIII. Mr. Deepak Kukreja, partner of M/s. DMK Associates, Company Secretaries, FCS No. 4140, CP No. 8265, Practicing Company Secretaries has been appointed as Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

XVI. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.krblrice.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.

INDIA GATE
BASMATI RICE

ADDITIONAL INFORMATION REQUIRED TO BE FURNISHED PURSUANT TO (SEBI LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

As required pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the particulars of Directors who are proposed to be re-appointed are given below:

1.	**Name**	:	**Mr. Anoop Kumar Gupta**
			Mr. Anoop Kumar Gupta, aged about 57 years, is a Science Graduate from Delhi University. He is the one of the first director of the Company, named in the Articles of Association and has been appointed as Joint Managing Director since December 1994.
	Nature of his expertise in specific functional areas	:	Mr. Anoop Kumar Gupta is having more than 30 years of experience in the field of Rice Industry. He is a Promoter and Director of KRBL. The Promoters have their three generations in the rice business and they enjoy great reputation and respect in the trading and farming community. As a Financial Architect and the Chief Strategist of the Company he has added immense value to the Company's financial stability. He has been the Executive Committee member of All India Rice Exporters Association. He is also responsible for domestic marketing and advertisement.
	Disclosure of relationship between directors inter-se	:	Mr. Anil Kumar Mittal, Chairman & Managing Director and Mr. Arun Kumar Gupta, Joint Managing Director are elder brothers of Mr. Anoop Kumar Gupta. Ms. Priyanka Mittal, Whole Time Director is the daughter of Mr. Anil Kumar Mittal.
	Listed Entities (other than KRBL Limited) in which Mr. Anoop Kumar Gupta holds directorship and committee membership:		
	Directorship	:	Nil
	Chairperson of Board Committees	:	Nil
	Member of Board Committees	:	Nil
	Shareholding in the Company (including HUF)	:	2,68,30,209
2.	**Name**	:	**Mr. Ashok Chand**
			Mr. Ashok Chand, aged about 64 years is a B.E. (Honors)-Mechanical, Post Graduate Diploma in Personnel Management & Industrial Relation. He is also awarded with a Certificate of Entrepreneurship from Indian Institute of Management. He is serving in the KRBL Board since 1999.
	Nature of his expertise in specific functional areas	:	Mr. Ashok Chand is having more than 39 years of Industrial experience in the field of Engineering and Food Processing Industry worked with companies of repute in various capacities such as "Design Engineer" with M/s. Engineer India Ltd., "Project & Engineering Manager" with an American Multinational Pharmaceutical company – M/s. Pfizer Ltd. and "Project Manager" with Food Multinational company – M/s Nestle India Ltd. From August, 1998 in present assignment with M/s. KRBL Ltd., the largest Basmati Rice Processing Company.
	Disclosure of relationship between directors inter-se	:	Nil
	Listed Entities (other than KRBL Limited) in which Mr. Ashok Chand holds directorship and committee membership:		
	Directorship	:	Nil
	Chairperson of Board Committees	:	Nil
	Member of Board Committees	:	Nil
	Shareholding in the Company (including HUF)	:	Nil

ANNEXURE TO THE NOTICE
Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

ITEM NO. 5 TO THE NOTICE

Based on the recommendation of the Audit Committee, the Board of Directors at their meeting held on May 26, 2016, had appointed M/s. HMVN & Associates, a firm of Cost Accountants as Cost Auditors of the Company for auditing the cost records maintained by the company for the financial year 2016-17 and also fixed their remuneration for the said purpose.

Pursuant to the provisions of Section 148 and any other applicable provisions of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) remuneration payable to the Cost Auditors is required to be ratified by the members of the Company.

Therefore, the Board of Directors recommends the proposed Ordinary Resolution set out at Item No. 5 for your approval.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in the Resolution set out at Item No. 5 of the Notice calling AGM.

ITEM NO. 6 TO THE NOTICE

Ms. Priyanka Mittal holds degree in Business Management from the University of Southern California (USC) in Los Angeles, USA, and has graduated from Harvard Business School's Owner/President Management programme. She is on the board of the USC Viterbi School of Engineering.

Keeping in view of involvement of Ms. Priyanka Mittal, Whole Time Director of the Company, in the expansion and diversification program in international market and also the increased responsibilities to meet the challenges of competitions, the Board of Directors at their meeting held on May 28, 2015 had decided to revise the remuneration of Ms. Priyanka Mittal which should be effective from April 1, 2015. Further, the Board of Directors had forwarded the matter to Nomination and Remuneration Committee for its recommendation.

Further, the Nomination and Remuneration Committee at its meeting held on July, 30, 2015 examined the proposal of Board of Directors and arrived at the conclusion that remuneration of Ms. Priyanka Mittal needs revision. The Nomination and Remuneration Committee forwarded its recommendation and approval to the Board of Directors.

Based on the recommendation and approval of Board of Directors and final recommendation and approval of Nomination and Remuneration Committee, the remuneration of Ms. Priyanka Mittal, Whole Time Director was increased to ₹ 3,38,000/- per month in the month of September 2015, which was effective from April 1, 2015.

The Board of Directors recommends the resolution for the revision in the Remuneration of Ms. Priyanka Mittal, for approval of members in the ensuing Annual General Meeting.

Further, the Nomination and Remuneration Committee accorded its recommendation subsequent to the Board's approval to Notice calling 22nd Annual General Meeting held on September 28, 2015, therefore matter for revision in remuneration of Ms. Priyanka Mittal could not be placed in the previous Annual General Meeting. Board also recommends the ratification of excess remuneration paid, in the ensuing Annual General Meeting.

Ms. Priyanka Mittal is interested in the resolutions set out at Item No. 6 of the notice, which pertain to her revision in remuneration paid/payable to her.

The relatives of Ms. Priyanka Mittal may be deemed to be interested in the resolutions set out at Item No. 6 of the notice, to the extent of their shareholding, if any, in the company.

Save and except the above, none of the other Directors, Key Managerial Personnel or any of their relatives are, in any way, concerned or interested, financially or otherwise in the Resolution set out at Item No. 6 of the Notice calling AGM.

ITEM NO. 7 TO THE NOTICE

This is to inform that the Shareholders of KRBL Limited in the previous Annual General Meeting held on Monday, September 28, 2015, has considered and approved the resolution for the purpose of Issue of Unsecured/Secured Redeemable non-convertible bonds/ debentures on private placement basis upto the limit of ₹ 500 Crores (Rupees Five Hundred Crores).

This is to further inform that pursuant to the provisions of Section 42 of the Companies Act, 2013, read with Companies (Prospectus and Allotment of Securities) Rules, 2014, the resolution for the offer or invitation of non-convertible debentures is valid for a period of one year.

Further the Company has not issued any Unsecured/Secured Redeemable non-convertible bonds/ debentures on private placement in the previous year.

Further in accordance with the future Capex requirement, the Company may raise funds by way of issuing any Unsecured/Secured Redeemable non-convertible bonds/ debentures on private placement basis in the year to come.

Therefore it is necessary for the company to revalidate the resolution for the purpose of Issuing the Unsecured/Secured Redeemable non-convertible bonds/ debentures on private placement to augment Long Term Working Capital Requirement of the business, to meet Capital Expenditure, to repay existing long term loans and for general corporate purposes up to the limit of ₹ 500 Crores (Rupees Five Hundred Crores).

Further the Company is offering or making an invitation to subscribe to Unsecured/Secured Redeemable Non-Convertible Bonds/Debentures on a private placement basis to augment Long Term Working Capital Requirement of the business, to meet Capital Expenditure, to repay existing long term loans and for general corporate purposes. The Board of Directors has decided to seek your approval enabling the Company to raise funds upto ₹ 500 Crores (Rupees Five Hundred Crores) by way of issue of Unsecured/Secured Redeemable Non-Convertible Bonds/Debentures through private placement basis within the overall borrowing limit of ₹ 5000 Crores.

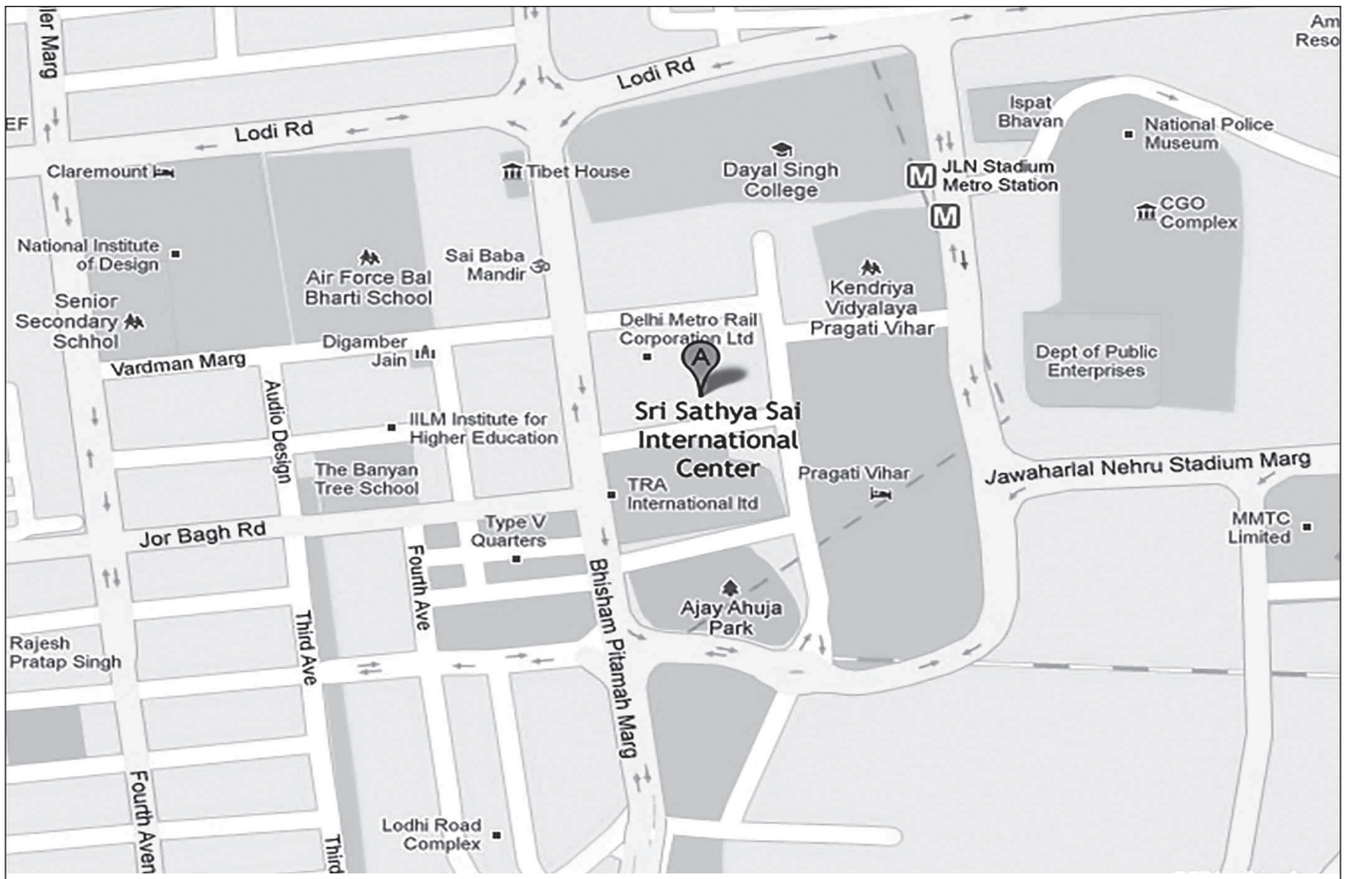
Accordingly, this Resolution is an enabling resolution conferring authority on the Board to do all acts and deeds, which may be required to issue/offer Non-Convertible Debentures at an appropriate time, in one or more tranches/series/ currencies including the size, structure, price etc., up to a maximum borrowing of ₹ 500 Crores. The detailed terms and conditions for the offer/invitation will be determined in consultation with the parties concerned including the intermediaries as may be appointed for the issue/offer, if any.

Therefore, the Board of Directors recommends the proposed Special Resolution set out at Item No. 7 for your approval.

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

Route Map to venue of 23rd Annual General Meeting of KRBL Limited scheduled to be held on Thursday, September 8, 2016 at 11:00 a.m.

Venue: Sri Sathya Sai International Centre,
Pragati Vihar, Lodhi Road, New Delhi-110 003



Sri Sathya Sai International Centre,
Pragati Vihar, Lodhi Road, New Delhi-110 003

KRBL Limited

Regd. Office: 5190, Lahori Gate, Delhi – 110 006
Phone: 011-23968328, Fax: 011-23968327
E-mail: investor@krblindia.com, Website: www.krblrice.com
CIN - L01111DL1993PLC052845

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING.

DP Id*		Folio No.	
Client Id*		No. of Shares	

NAME AND ADDRESS OF THE SHAREHOLDER(S):

NAME AND ADDRESS OF THE PROXY HOLDER:

I hereby record my presence at the **23rd ANNUAL GENERAL MEETING** held on Thursday, September 8, 2016 at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi-110 003

*Applicable for investors holding shares in electronic form.

_____
Signature of Shareholder(s) / Proxy Holder

KRBL Limited

PROXY FORM

Form MGT-11
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Regd. Office: 5190, Lahori Gate, Delhi -110 006
Phone: 011-23968328, Fax: 011-23968327
E-mail: investor@krblindia.com, Website: www.krblrice.com
CIN - L01111DL1993PLC052845

23rd Annual General Meeting on Thursday, September 8, 2016 at 11.00 A.M

Name of the member(s): Registered Address:		E-mail Id: Folio No/*Client Id: *DP Id:	

I/We, being the member(s) of _____ shares of KRBL Limited, herby appoint:

1) _____ of _____ having e-mail id _____ or failing him/her

2) _____ of _____ having e-mail id _____ or failing him/her

3) _____ of _____ having e-mail id _____

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **23rd Annual General Meeting** of the Company, to be held on Thursday, September 8, 2016 at 11.00 a.m. at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi -110 003 and any adjournment thereof in respect of such resolutions as are indicated below:

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

S.No.	Resolutions	For	Against
1.	Adoption of Audited Financial Statements & Audited Consolidated Financial Statements along with the Report of Board of Directors and Auditors' for the financial year ended March 31, 2016.		
2.	To appoint a Director in place of Mr. Anoop Kumar Gupta (DIN:00030160), who retires by rotation and being eligible, offers himself for re-appointment.		

S.No.	Resolutions	For	Against
3.	To appoint a Director in place of Mr. Ashok Chand (DIN:00030318), who retires by rotation and being eligible, offers himself for re-appointment.		
4.	Ratification of appointment of M/s. Vinod Kumar Bindal & Co., Chartered Accountants (Firm Registration No. 003820N) as Statutory Auditors of the Company.		
5.	Ratification of remuneration of M/s. HMVN & Associates, Cost Accountants (Firm Registration No. 000290) as Cost Auditors of the Company.		
6.	To Revise Remuneration of Ms. Priyanka Mittal (DIN:00030479), Whole Time Director.		
7.	Offer or Invite for Subscription of Non-Convertible Debentures on Private Placement basis.		

* Applicable for investors holding shares in electronic form.

Signed this……....…….day of ……....……., 2016

Affix Revenue Stamp of ₹ 1/- and sign across

_____

Signature of Shareholder

_____ _____ _____

Signature of first proxy holder | Signature of second proxy holder | Signature of third proxy holder

NOTES:

(1) This proxy form in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

(2) A proxy need not be a member of the Company.

(3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person of shareholder.

** (4) This is only optional. Please put a `X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

(5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

(6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

DIFFICULT TIMES. DEFINING RESULTS.

KRBL Limited

Annual Report 2015-16

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Corporate Information

BOARD OF DIRECTORS

Chairman & Managing Director
Mr. Anil Kumar Mittal

Joint Managing Directors
Mr. Arun Kumar Gupta
Mr. Anoop Kumar Gupta

Whole Time Directors
Mr. Ashok Chand
Ms. Priyanka Mittal

Independent Non-Executive Directors
Mr. Ashwani Dua
Mr. Devendra Kumar Agarwal
Mr. Shyam Arora
Mr. Vinod Ahuja

CHIEF FINANCIAL OFFICER

Mr. Rakesh Mehrotra

COMPANY SECRETARY AND COMPLIANCE OFFICER

Mr. Raman Sapra

BOARD COMMITTEES

- **Audit Committee**
  Mr. Devendra Kumar Agarwal - Chairman
  Mr. Ashwani Dua - Member
  Mr. Shyam Arora - Member
  Mr. Vinod Ahuja - Member

- **Nomination and Remuneration Committee**
  Mr. Ashwani Dua - Chairman
  Mr. Shyam Arora - Member
  Mr. Vinod Ahuja - Member

- **Stakeholders Relationship Committee**
  Mr. Ashwani Dua - Chairman
  Mr. Shyam Arora - Member
  Mr. Vinod Ahuja - Member

- **Corporate Social Responsibility Committee**
  Mr. Anil Kumar Mittal - Chairman
  Mr. Anoop Kumar Gupta - Member
  Mr. Ashwani Dua - Member
  Ms. Priyanka Mittal - Member

- **Risk Management Committee**
  Mr. Arun Kumar Gupta - Chairman
  Mr. Anoop Kumar Gupta - Member
  Mr. Ashok Chand - Member
  Mr. Rakesh Mehrotra - Member

STATUTORY AUDITORS

M/s. Vinod Kumar Bindal & Co.
Chartered Accountants
Shiv Shushil Bhawan
D-219, Vivek Vihar, Phase-I,
New Delhi - 110 095

SECRETARIAL AUDITORS

M/s. DMK Associates
Company Secretaries
31/36, Basement, Old Rajinder Nagar,
Delhi - 110 060

INTERNAL AUDITORS

M/s. Ernst & Young LLP ("EY"),
Golf View Corporate Tower-B, Sector-42,
Sector Road, Gurgaon - 122 002, Haryana

COST AUDITORS

M/s. HMVN & Associates
Cost Accountants
1011, Pearls Best Heights-II, C-9, Netaji
Subhash Place, Pitampura, Delhi - 110 034

REGISTRAR & SHARE TRANSFER AGENTS

Alankit Assignments Limited
Alankit Heights, 1E/13,
Jhandewalan Extension,
New Delhi - 110 055
Phone: (011) 4254 1955/59

REGISTERED OFFICE

5190, Lahori Gate, Delhi - 110 006
Phone: 011 - 2396 8328
Fax: 011 - 2396 8327
E-mail: investor@krblindia.com
Website: www.krblrice.com
CIN No.: L01111DL1993PLC052845

CORPORATE OFFICE

C-32, 5th & 6th Floor, Sector 62, Noida,
Uttar Pradesh - 201 301
Phone: 0120-4060300
Fax: 0120-4060398

BANKERS

State Bank of India
The Hongkong & Shanghai Banking Corporation Limited
ICICI Bank Limited
DBS Bank Limited
HDFC Bank Limited
Kotak Mahindra Bank Limited
Karnataka Bank Limited
Corporation Bank
Societe Generale
Scotia Bank

WORKS

- Ghaziabad Unit
  9th Milestone, Post Dujana, Bulandshahr Road,
  Distt. Gautambudh Nagar, Uttar Pradesh - 203 207
- Dhuri Unit
  Village Bhasaur (Dhuri), Distt. Sangrur, Punjab - 148 024
- Alipur Unit 1
  29/15-29/16, Village Jindpur, G.T. Karnal Road, Alipur, Delhi - 110 036
- Alipur Unit 2
  Plot 258-260, Extended Lal Dora, Alipur, Delhi - 110 036
- Sonipat Unit
  Village Akbarpur Barota, Distt. Sonipat, Haryana - 131 104

INDIA GATE
BASMATI RICE

DIFFICULT TIMES. DEFINING RESULTS.

In FY 2015-16, just about everyone in the agri-business had an excuse for reporting a below average performance. They blamed the weather. They blamed the economy. They blamed lack of government support.

Not us.
We were persistent and determined to grow. Over the years, we devised strategies and persevered to create a business model that was robust, relatively non-cyclical and resistant against weather vagaries.

The result is evident for all to appreciate. While others focussed on volumes, we focussed on extensive research for enhancing seed quality and developing new rice varieties, that stand tall, that are truly premium.

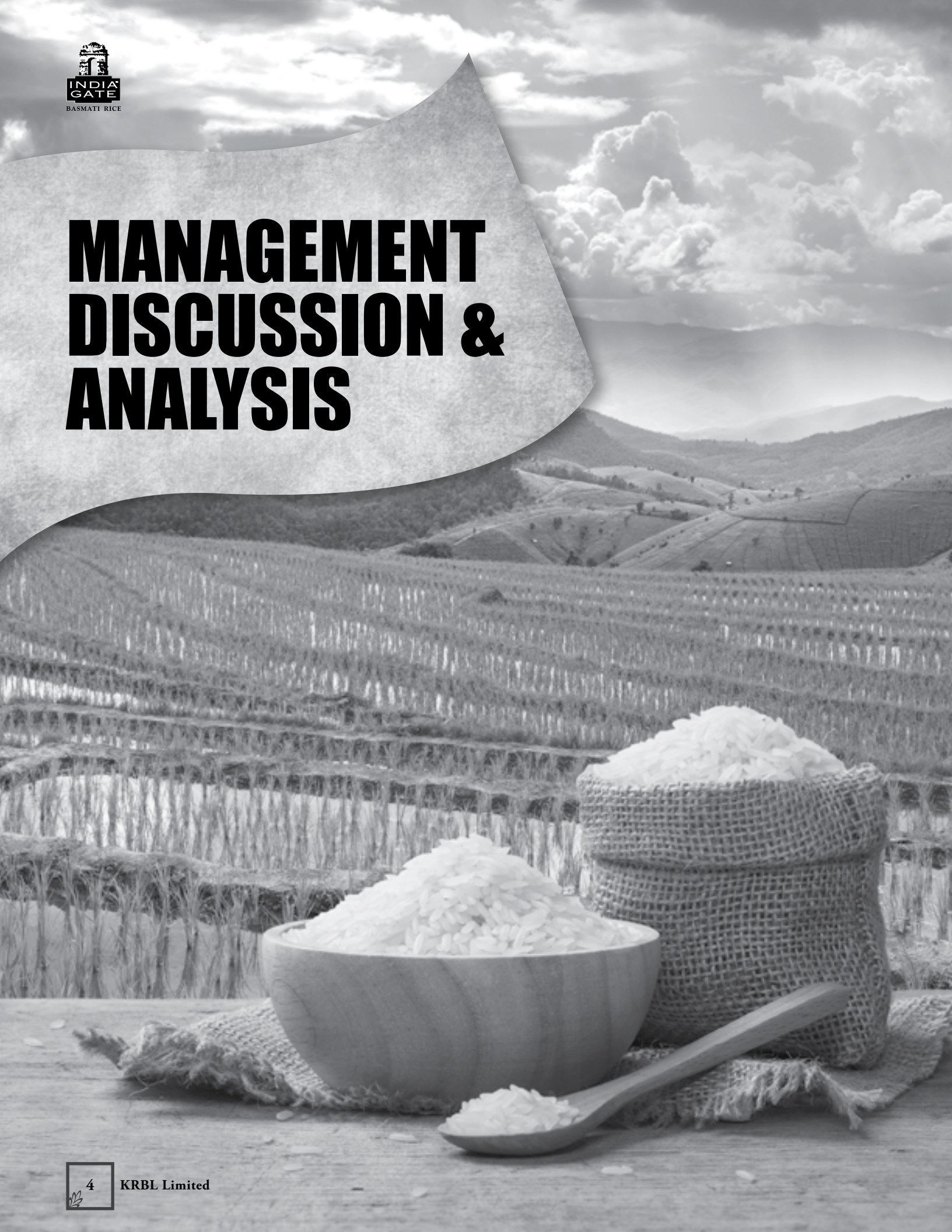
When others focussed on rigorous cost-control, we spent on empowering the farmers with modern agriculture practices.

When others looked for quick returns, we invested in state-of-the-art manufacturing and large scale warehousing facilities that are our assets today and our biggest strength for tomorrow.

When others treated rice as a commodity, we painstakingly created premium, aromatic, well-aged basmati brands coupled with a range of value-added products.

It's no surprise then that when we nurture your business with care and confidence, you defy difficult times and achieve defining results.

And in the process, set new benchmarks for excellence and passion at work.



MANAGEMENT DISCUSSION & ANALYSIS

Global economy

The global economy, having shown signs of recovery in 2014, struggled to maintain growth momentum as increasing instability in the financial markets, geopolitical tensions, declining growth and capital flows to emerging and developing nations, weak oil prices and slowdown in global trade weighed down growth. The global economy grew 3.1% in 2015 compared to 3.4% in 2014.

The advanced economies grew marginally from 1.8% in 2014 to 1.9% in 2015 driven by recovery in Euro area where low energy prices, fiscal expansion, rising credit growth and declining unemployment led to growth of 1.6% against 0.9% in 2014. In the US, improvements in housing markets and strengthening balance sheet were offset by weak exports, declining energy investments and pressure across certain sectors.

The emerging and developing nations, though accounting for majority of the global growth, slowed down a bit driven by weakening of Chinese economy and recessions in Russia and Brazil. The emerging and developing Asia grew 6.6% compared to 6.8% in 2014 with India and China accounting for majority of the growth. Chinese economy grew 6.9% in 2015 compared to 7.3% in 2014 driven by economic re-balancing, consolidation and slowdown in manufacturing activities. While growth in five major ASEAN countries (Indonesia, Malaysia, Philippines, Thailand and Vietnam) improved marginally from 4.6% in 2014 to 4.7% in 2015. Strong domestic demand and gradual rise in exports is expected to drive growth in these regions.

(Source: IMF, World Economic Outlook 2016)

Indian economy

Under the dynamic and charismatic leadership of investment-friendly Prime Minister Mr. Narendra Modi, India's growth rate is climbing. Various investor-friendly initiatives like 'Make in India', 'Digital India' and 'Start-up India' have already started contributing towards the improvement of business scenario in the country. In the World Bank's ease of doing business index, India moved up four places to 130 among 189 countries. Tangible signs of improvements in business environment relating to faster project clearances, fast-tracking of stalled projects, allocation of funds and focus on single-window clearance mechanism are clearly visible. As per Credit Suisse's May 2016 report, the Indian economy is expected to grow at 7.8% in the current fiscal year (2016-17) as compared to 7.5% in the last fiscal year largely driven by recovery in agriculture.

The Indian economy strengthened amidst global weakness and uncertainties reinforced by various internal factors. The favourable government policies, commitment to fiscal targets and rising private consumption due to falling oil prices led to a robust growth in real GDP from 7.2% in FY 2014-15 to 7.6% in FY 2014-15. All the sectors of the economy witnessed growth in the gross value added by agriculture sector grew by 1.25%, industrial sector by 7.4% and services sector by 8.92%.

(Source: http://statisticstimes.com/economy/gdp-growth-of-india.php)

Factors impacting the macro-economic environment were under control. Headline inflation fell to 4.83% in March 2016. Food and beverages contributed 53% to the average headline inflation of 5.4% for the entire year. Fiscal deficit declined from 4.5% in FY 2014-15 to 3.99% by the end of March 2016 and foreign reserves reached an all-time high of USD 355.60 Billion as on March 2016. The current account balance for January-March 2016 is expected to record a surplus of USD 3 Billion (0.6% of GDP) owing to decline in oil and gold imports. The overall balance of payments (current account and net FDI combined) of the country is expected at its highest level with a surplus of USD 16 Billion in FY 2015-16.

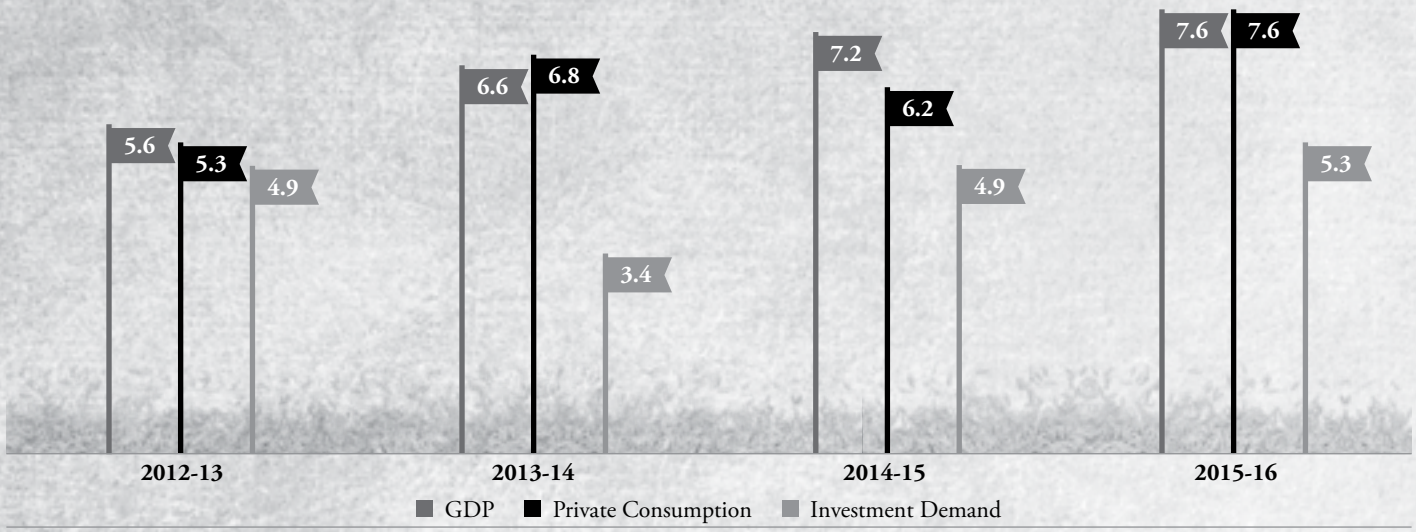
Repo rates declined by 75 basis points from 7.50% in April 2015 to 6.75% on March 2016 as RBI softened monetary policy. This was further reduced by 25 basis points to 6.5% (lowest since March 2011) by the RBI in its first monetary policy review for the FY 2016-17, on April 2016. In terms of nominal effective exchange rate (NEER) and real effective exchange rate (REER), the rupee depreciated by 4.1% and 1.4% respectively in FY 2015-16.

One of the major concerns facing the Indian banking sector is the rise in non-performing assets of banks due to corporate frauds as a result of fraudulent disbursement of loans. Ten public sector banks have suffered losses to the tune of ₹ 15,000 Crores due to provisioning to cover for bad debts. The Government of India has allocated a sum of ₹ 25,000 Crores in FY 2016-17 for revamping public sector banks. Finance Minister, Mr. Arun Jaitley, expects the bankruptcy code and debt recovery legislation to help banks in dealing with stressed assets.

(Source: http://www.tribuneindia.com/news/business/large-part-of-banks-bad-loans-result-of-fraud-cag/259854.html)

The emerging and developing Asia grew 6.6% compared to 6.8% in 2014 with India and China accounting for majority of the growth

Year-on-year changes in GDP, private consumption and investment demand (in %)



The outlook for the Indian economy is positive as various fiscal initiatives taken by the government, higher infrastructure spending and low oil prices would drive growth in the coming year. Moreover, in FY 2016-17, the agriculture sector with all the reforms is likely to grow by 4% which in turn would push growth of the overall economy to 7.6% and above. *(Source: RBI: Monetary Policy Report, NITI Aayog, IBEF, Union Budget 2016-17)*

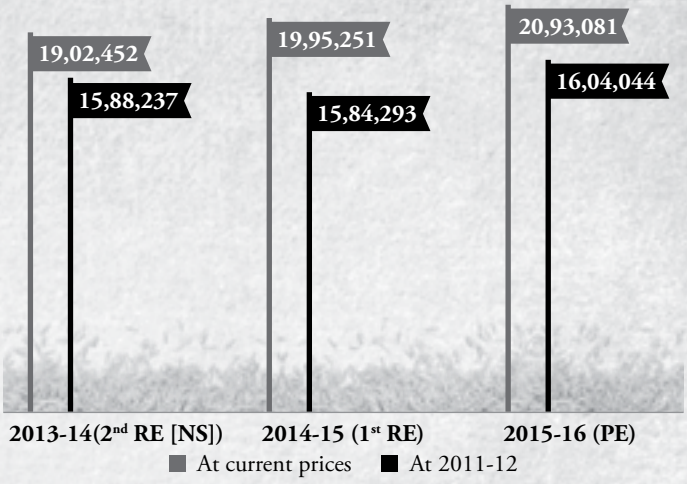
AGRICULTURE SECTOR

The agriculture and its allied sectors plays a crucial role in the Indian economy. Apart from ensuring the country's food security, it provides employment to nearly 58% of the population and accounts for nearly 15% of the GDP and 10% of the exports of the Country.

The FY 2015-16 was the second consecutive year of deficit rainfall in India leading to severe droughts in 11 states across the country. This made the scenario difficult for Indian farmers hampering production of major crops. In spite of this, the gross value added by the agriculture and its allied sectors grew by 1.25%. Fruits and vegetables accounted for 61% of the GVA, while livestock products, forestry, fishing and aquaculture account for remaining 39%. The overall foodgrain output in the country is likely to increase from 252.02 million tonnes (MMT) in FY 2014-15 to 252.23 MMT in 2015-16 primarily driven by rising wheat output. In the Union Budget FY 2016-17, the Government of India proposed various initiatives to boost the crippled Indian agricultural sector. These initiatives include a 44% higher allocation to the sector, identification of various new irrigation areas and fast-tracking of the existing slow moving irrigation projects, higher allocation for agricultural credit and premium for crop insurance, distribution of soil health card, increasing fertiliser use and farm mechanisation and adoption of modern technologies to enhance yields. Moreover, the Indian Meteorological Department has predicted for an above normal rainfall in the country this year. All these factors combined are likely to bring about the much-needed revolution in the agriculture sector that is the most important but most ignored.

(Source: 3rd Advance estimate by Ministry of Agriculture)

Gross value added by Agriculture and allied sectors (₹ in Crores)



NS: New Series Estimates; RE: Revised Estimates; PE: Provisional Estimates
(Source: http://pib.nic.in/newsite/PrintRelease.aspx?relid=145814)

The FY 2015-16 was the second consecutive year of deficit rainfall in India leading to severe droughts in 11 states across the country

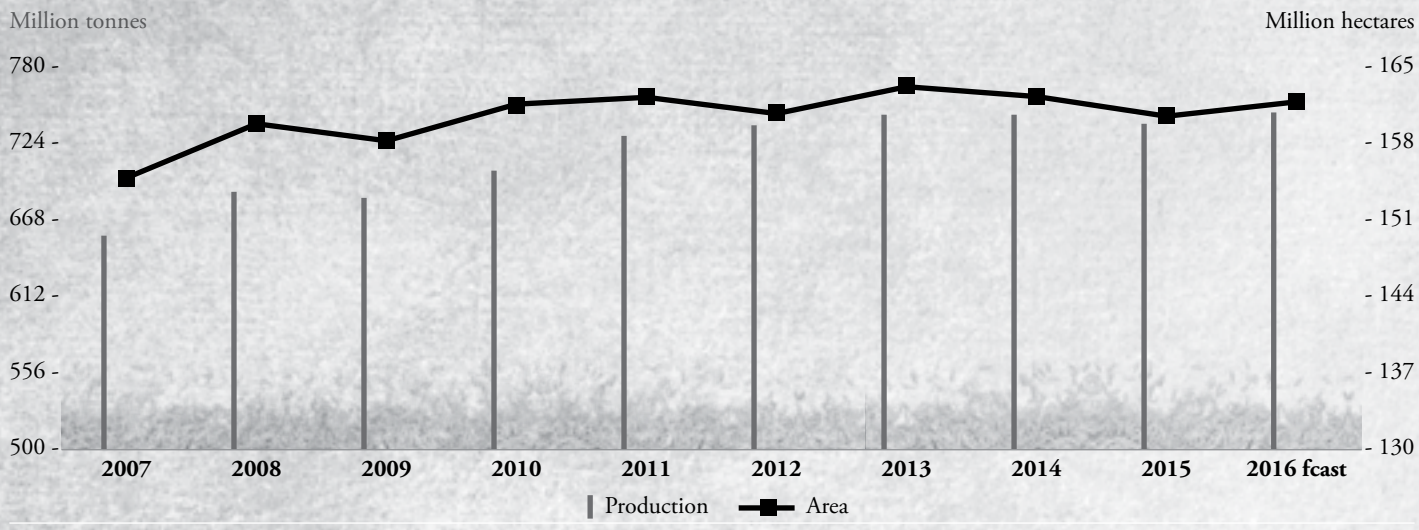
GLOBAL RICE OVERVIEW

The 2015 global paddy production is expected to continue its downtrend from the already poor outcome of 2014 declining by 0.8% to 738.2 MMT (490.3 MMT, milled basis) due to influence of the El Niño weather anomaly. The global paddy plantations declined 1.3% to 160.6 million hectares, while yields improved to 4.60 tonnes per hectare. Majority of decline came from the Asian region owing to a second consecutive year of low rainfall. Production in China (Mainland), Indonesia and Sri Lanka recorded significant increase, however, the same was offset by low production in Thailand, the Philippines, the DPR Korea and Myanmar.

(*Source: Rice Market Monitor, Food and Agriculture Organisation*)

As per USDA (U.S. Department of Agriculture), the global rice production on milled basis is expected to decline from 478.73 MMT in FY 2014-15 to an estimated 470.89 MMT in FY 2015-16. The production in the United States is projected to decline 14.06% from 7.11 MMT (on milled basis) in FY 2014-15 to 6.11 MMT in FY 2015-16. The total area under rice plantation in the US was 2.61 million acres compared to 2.95 million acres in the previous year. The yield per harvested acre is expected to decline to 3.39 tonnes per acre from 3.44 tonnes per acre.

Global paddy production and area



(Source: Rice Market Monitor, Food and Agriculture Organisation)

The El Niño after peaking in November-December 2015 is expected to gradually neutralise and give way to La Niña. However, the tailing influence of El Niño has already impacted the production outlook for some countries given the fact that first crops were already being planted during that time. In 2016, the global paddy production is expected to increase marginally by 1% to 745.5 MMT (495.2 million tonnes, milled basis) from the current estimated levels. The Asian region is expected to drive the global recovery. India, Thailand, Myanmar, DPR Korea, Nepal and the Philippines are expected to grow aggressively. Bangladesh and China (Mainland) are expected to have steady growths. While Africa, North America and Europe are expected to grow marginally. However, the production in South America and Australia are expected to decline.

(Source: Rice Market Monitor, Food and Agriculture Organisation)

As per USDA, the global rice production on milled basis is expected to grow 2% to 480.72 MMT in FY 2016-17. In the US, rice production is expected to witness a bumper production owing to a 17% increase in the rice planting area to 3.06 million acres. The production is likely to increase 20.13% to 7.34 MMT.

The international trade in 2015 is estimated to decline 2% to 44.6 MMT. Imports from West African countries declined significantly due good harvests in the region and depreciating currencies. Imports from Asia increased to record levels owing to higher purchases from China (Mainland), Indonesia, the Lao PDR and the Philippines. Demand was also strong in Europe, US and especially in Latin America and the Caribbean owing to shortfall in production.

(Source: Rice Market Monitor, Food and Agriculture Organisation).

In international trade, India became the world's leading exporter for the fourth consecutive year in 2015 owing to its competitive pricing for non-basmati rice and decline in prices of Basmati Rice led by bumper output. Brazil, Cambodia, Guyana, Pakistan, US and Vietnam also witnessed surge in exports. Whereas Argentina, Australia, China (Mainland), Egypt, the European Union, Myanmar, the Russian Federation, Paraguay and Uruguay witnessed lower exports. In 2016, the international rice trade is expected to rise marginally by 1% to 44.9 MMT.

(Source: Rice Market Monitor, Food and Agriculture Organisation)

As per USDA, the global rice trade on milled basis to decline by 2.90% from 44.08 MMT in 2014 to 42.80 MMT in 2015. The United States accounted for 8.1% of the total global trade exporting 3.47 MMT rice during 2015. India was the major rice exporting country accounting for 25.81% (11.05 MMT) of the global exports. In 2016, the global exports are expected to decline 3.20% to 41.43 MMT.

Global Rice Market Summary	2014-15	2015-16 (E)	2016-17 (F)	2016-17/2015-16 variance
	Million Tonnes, Milled Eq.			%
Production	494.3	490.3	495.2	1.0
Supply	711.5	708.4	710.4	0.3
Utilisation	491.5	496.2	503.4	1.5
Food use	395.3	400.0	405.0	1.3
Feed use	17.8	17.9	18.3	1.9
Other uses	78.4	78.3	80.0	2.3
Trade[1]	44.6	44.9	44.1	(1.8)
Ending stocks[2]	173.7	168.9	164.0	(2.9)
%				
Global stock-to-use ratio	35.0	33.5	32.0	-
Major exporters' stock-to-disappearance ratio[3]	23.9	18.1	14.7	-

[1] *Data refer to the calendar year trade (Jan.-Dec.) of the second year shown.*

[2] *Stocks carried over in the second year shown.*

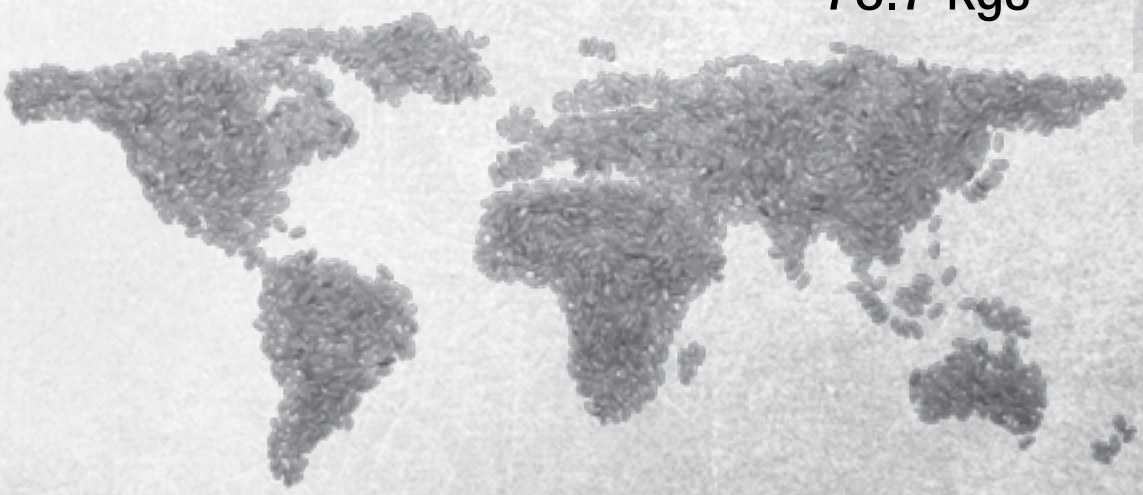
[3] *Defined as the sum of the five major rice exporters' (India, Pakistan, Thailand, the United States and Vietnam) stocks divided by the sum of their domestic utilisation plus exports.*

(Source: Rice Market Monitor, Food and Agriculture Organisation)

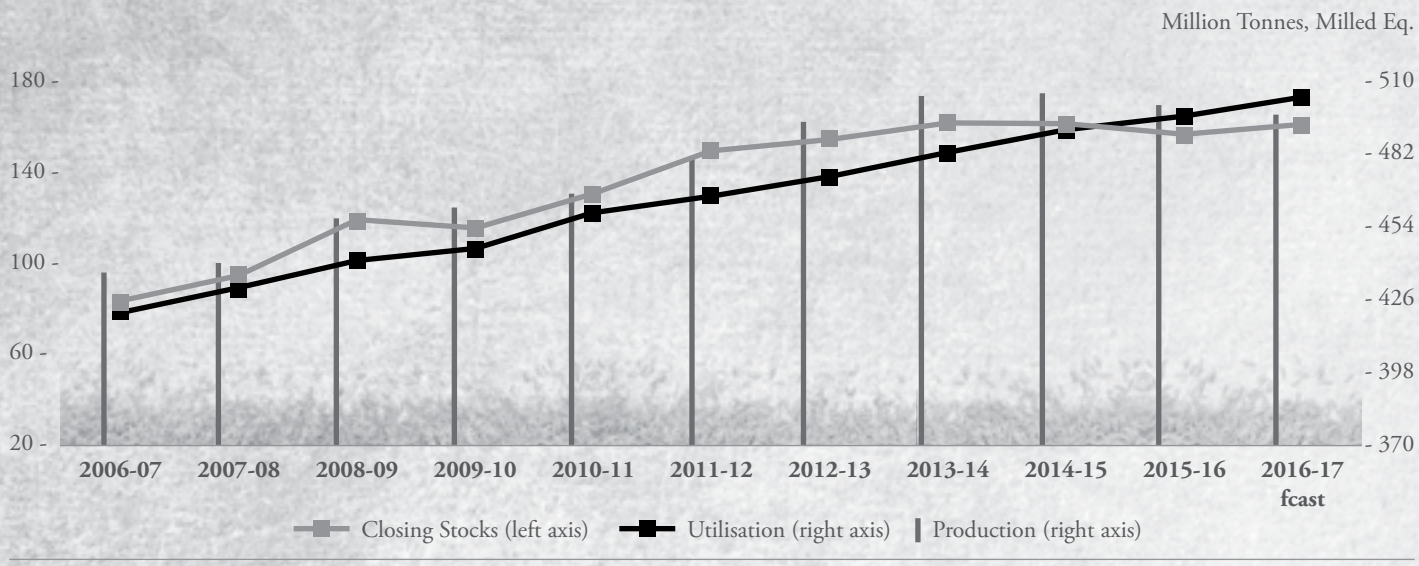
The rice utilisation in FY 2015-16 is estimated to have increased 1% to 496.2 MMT (milled basis) of which direct human food consumption increased by 1.2% to 400 MMT. This led to an increase in average global food intake to an average of 54.4 kgs per person owing to an increase in Asia's per capita consumption to 78.7 kgs. In FY 2016-17 the global rice utilisation is expected to increase marginally to 503.4 MMT driven by increase in food consumption to 405 MMT.

(Source: Rice Market Monitor, Food and Agriculture Organisation)

Increase in average global food intake to an average of 54.4 kgs per person owing to an increase in Asia's per capita consumption to 78.7 kgs



Rice production, utilisation and stocks

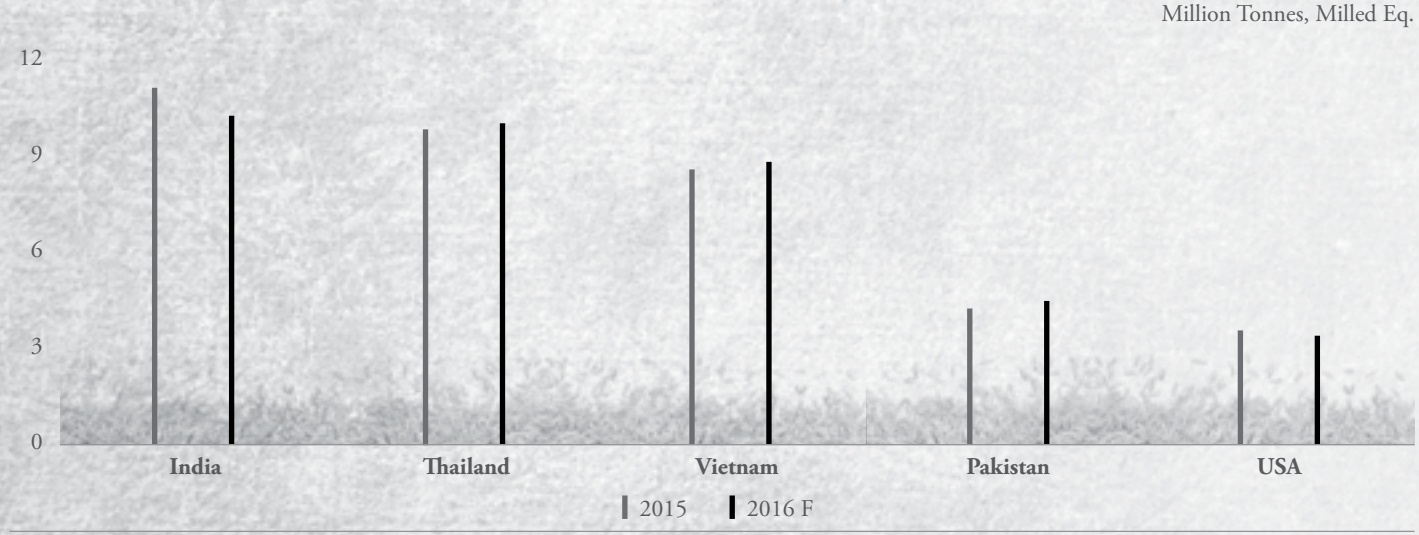


(Source: Rice Market Monitor, Food and Agriculture Organisation)

The global rice inventories declined 3% to 168.9 MMT resulting in decline in world stock-to-use ratio from 35% in FY 2014-15 to 33.5% in FY 2015-16. The top five major exporters are anticipated to lead the decline due to poor food gathering in 2015 and government efforts to trim public inventories. Overall, the five countries are expected to slash inventories by 25-32 MMT which would result in lowering of the groups' stock-to-disappearance ratio from 23.9% in FY 2014-15 to 18.1% in FY 2015-16.

The international rice export prices remained almost unchanged with the FAO All Rice Price Index (2002-04=100) being stable at around 195-197 points.

Rice exports by five major exporters

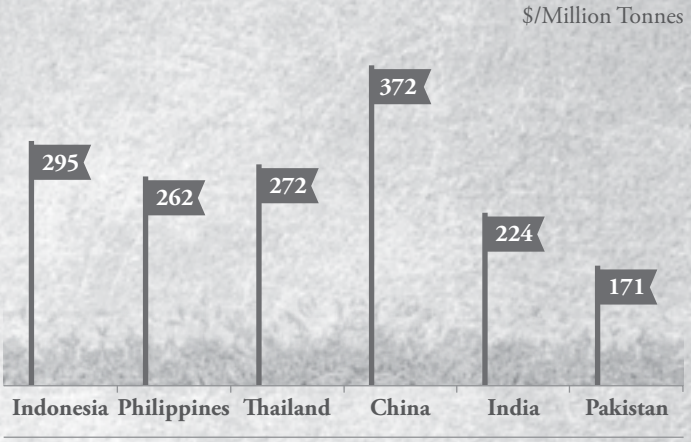


(Source: Rice Market Monitor, Food and Agriculture Organisation)

INDIAN RICE OVERVIEW

India is one of the major rice producing, consuming and exporting countries in the world. India continued to be the world's largest rice exporter for the fourth consecutive year. It has a significant competitive edge in rice exports due to combination of external factors, domestic market dynamics, high yielding and better paddy quality, low cost of paddy production and efficient execution of contracted business both from east and west coast ports of India. India's rice industry has seen a transformation in the last decade, with growth of branded business in the domestic market and a strong impetus to export. This is reflected in the growth rates of leading Indian rice companies, with CAGRs ranging between 20% and 30% in value terms over the last four years. India is also the world's largest exporter of Basmatic Rice to the global market with major destinations being Saudi Arabia, Iran, United Arab Emirates, Iraq and Kuwait. India is also the largest player in export of Non-Basmati Rice. Key markets in the non-basmati segment are Benin, Bangladesh, Senegal, South Africa, Liberia and Côte d'Ivoire. Indian rice industry has developed a strong position in exports, reaching 25% of market share of global trade.

Cost of paddy production



(Source: Rice Market Monitor, Food and Agriculture Organisation)

Domestic business has also become more attractive in India with growth in branded rice and modern retail. Due to its importance as an essential foodgrain with high price sensitivities, rice in the past was perceived as a low engagement category from the consumers' buying perspective. Driven by increases in disposable incomes, urbanisation, women's participation in the workforce and a younger population, consumer lifestyles have changed over the last one-and-a-half decades. People now have a higher propensity to spend, paired with a desire for convenience, and increased availability and access to quality products.

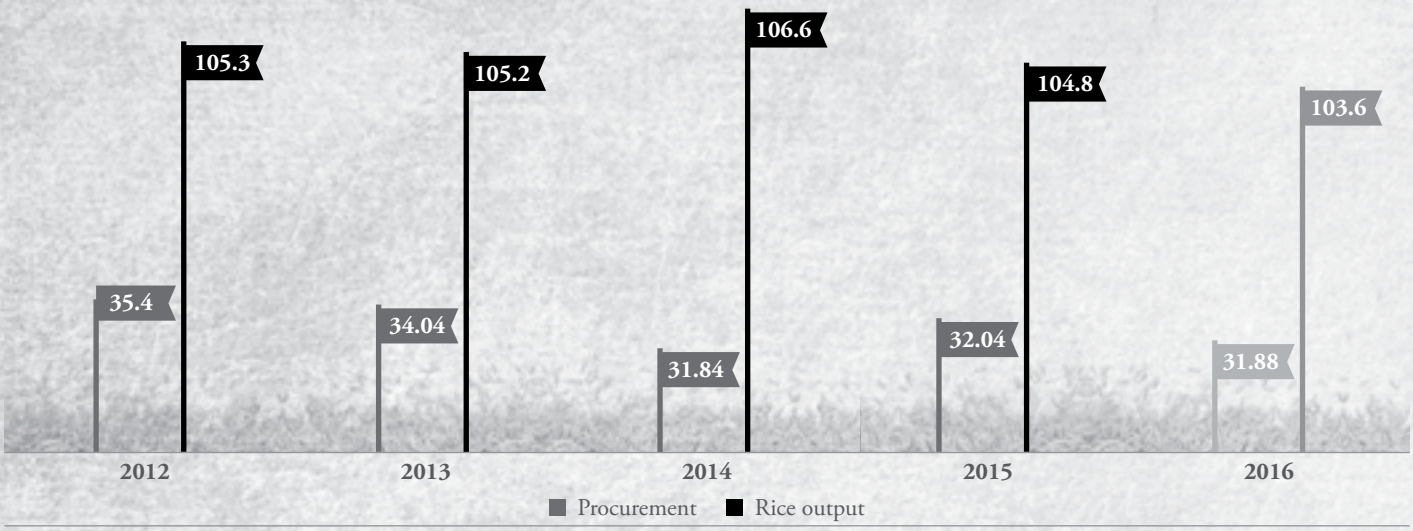
The cereals segment is seeing traction towards better-quality and premium products. This is evident in the rice category, as consumers are shifting their purchasing patterns from loose rice to packaged, branded products with better colour, grain size and improved post-cooking attributes, such as aroma and taste.

(Source: Rabobank)

The Government procures their rice output at a pre-decided price – the minimum support price (MSP). The MSP for rice in FY 2015-16 were increased by ₹ 50 to ₹ 1,410 per quintal. During the current marketing year, various government agencies procured a total of 31.88 million tonnes of rice. The minimum support price for FY 2016-17 has been increased by ₹ 60 to ₹ 1,470 per quintal.

(Source: Cabinet Committee on Economic Affairs, the Financial Express)

Rice output and procurement



(Source: http://www.financialexpress.com/economy/local-grain-buys-win-win-for-farmers-fci/266965/ and Ministry of Agriculture)

The Government of India rolled out various policies in its Union Budget 2016-17 that aims to double rural income by 2022 and address critical factors hindering agricultural productivity in the country. These policies laid emphasis on water resources, soil fertility, input use and enhancing farmers' access to markets. The "Pradhan Mantri Sinchai Yojana" schemes would fast track existing irrigation projects and bring an additional 10.9 million hectares of farmland under irrigation. Agriculture credit and storage capacity would be enhanced and a pilot programme for direct payments to farmers to assist them in fertilisers purchase would be implemented.

The Government increased its allocation to agricultural sector by 44% from ₹ 24,909 Crores to ₹ 35,984 Crores. It is likely to allocate an outlay of ₹ 1,30,000 Crores in FY 2016-17 towards National Food Security Act that targets to provide highly subsidised food to 81.35 Crores citizens of India. Under the scheme, the Government would provide coarse grain at ₹ 1/kg, wheat at ₹ 2/kg and rice at ₹ 3/kg.

(Source: The Union Budget 2016-17)

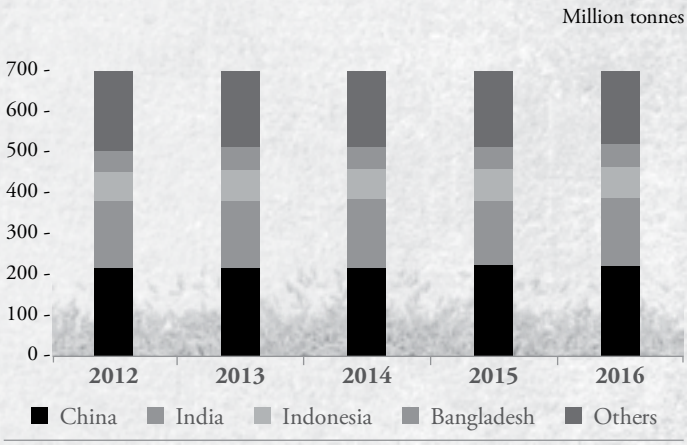
The key highlights for the agriculture sector in the Union Budget 2016-17 are:

₹ **9** Lacs Crores of agricultural credit.	**28.50** Lacs acres of land to be brought under irrigation.	**5** Lacs acres of land to be brought under organic farming over next 3 years.	₹ **60,000** Crores allocated towards recharging of groundwater level.
Fast-tracking of **89** active irrigation projects under Accelerated Irrigation Benefit Programme with ₹ **86,500** Crores financing.		Soil health card scheme for **14,000** Crores farms by 2017.	Crop insurance introduced at **nominal premium.**

Paddy production in India

The weak rains and unseasonable climate in India disrupted the paddy planting operations resulting in a significant decline in output by 2.12 MMT from 105.48 MMT in FY 2014-15 to 103.36 MMT (90.59 MMT in kharif and 12.77 MMT in rabi) in FY 2015-16. In 2016, the forecast of above average rainfall and normal growing conditions are expected to improve paddy cultivation which would lead to rise in production by 2% to 105.6 MMT. The USDA, expects the rice production in India to be 105 MMT.

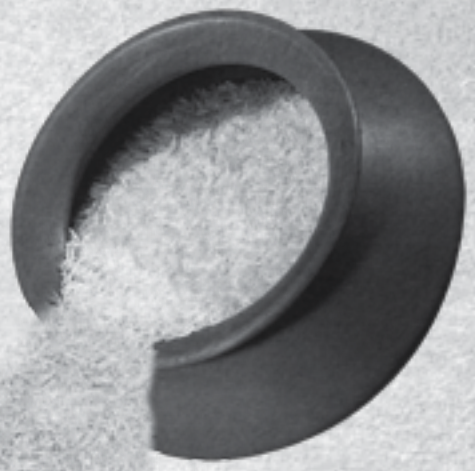
Paddy production in Asia



(Source: Rice Market Monitor, Food and Agriculture Organisation)

Exports

As per FAO, in 2016, the rice exports from India are expected to decline 8% (4,00,000 tonnes) to 10.2 MMT owing to the combined impact of tighter supply availabilities and restrained demand from key buyers. Despite this, India continues to remain the most competitive export location with ample stock in the hands of the Government for expanded public distribution.



Three-year exports statement of APEDA products

(₹ in Lacs, Volume in metric tonnes)

	2013-14		2014-15		2015-16	
Cereals	Volume	Value	Volume	Value	Volume	Value
Basmati Rice	37,57,271	29,29,996	37,02,260	27,59,789	40,45,796	22,71,844
Non-Basmati Rice	71,33,183	17,74,996	82,74,046	20,42,854	63,66,586	15,12,909
Wheat	55,62,375	9,26,161	29,24,070	4,99,184	6,18,020	97,859
Maize	39,54,237	5,98,366	28,25,611	4,03,751	6,50,103	1,08,990
Other Cereals	6,57,701	1,15,691	6,88,200	1,22,402	2,64,974	51,722
Total	2,10,64,767	63,45,210	1,84,14,187	58,27,980	1,19,45,479	40,43,323

(Source: http://agriexchange.apeda.gov.in, DGCIS Annual data)

INDIAN BASMATI RICE OVERVIEW

Basmati Rice, grown only once a year, is considered amongst the finest rice globally. It is a kharif crop cultivated in the Indo-Gangetic plain. India and Pakistan are the sole suppliers of Basmati Rice as it can only be cultivated in these regions.

Basmati Rice accounts for a small proportion of the total rice produced in India. Despite this, India is a global leader in Basmati Rice production accounting for 70% of the total global production. In FY 2015-16, Basmati Rice accounted for only 9.46% of the total rice production, whereas in export value terms its share was higher at 60%. India exported 40.44 Lacs MT of Basmati Rice in FY 2015-16 with a value of ₹ 22,714 Crores. Apart from Basmati Rice the exports of all major commodities in FY 2015-16 declined. Lower prices and strong demand from West Asian countries boosted Basmati Rice exports during the year. Moreover, the lifting up of ban on Basmati Rice imports by Iran further contributed to exports growth. Iran accounted for nearly 38% of India's Basmati Rice exports in FY 2013-14. However, the country imposed a ban on rice imports from India during October 2014 to December 2015 leading to a decline in India's Basmati Rice exports in FY 2014-15. Thus, resumption of the trade is a major boost for the Indian Basmati Rice industry.

The prices for Basmati Rice hovered in a range of ₹ 1,500 - ₹ 3,100 per quintal in FY 2015-16 compared to ₹ 1,800 - ₹ 4,000 per quintal in FY 2014-15. West Asian countries are the primary consumers of Basmati Rice accounting for nearly 75% exports from India. In FY 2015-16, Saudi Arabia, Iran, United Arab Emirates and Iraq accounted for a majority of India's Basmati Rice exports with 23%, 17%, 15% and 10% shares respectively.

> In FY 2015-16, Basmati Rice accounted for only 9.46% of the total rice production, whereas in export value terms its share was higher at 60%

Basmati Rice area, production and exports			
Year	**Acreage (Million Hectares)**	**Production (Million Tonnes)**	**Exports (Million Tonnes)**
2012-13	1.85	5.75	3.46
2013-14	1.60	6.60	3.75
2014-15	2.10	8.70	3.70
2015-16	2.10	9.80	4.04
2016-17 (P)	1.70	8.00	3.50

(Source: All India Rice Exporters Association, APEDA, GAIN report by USDA Foreign Agricultural Service)

During April-December 2015, Basmati Rice witnessed sharp decline in the prices and countries like Saudi Arabia, Iran and United Arab Emirates (contributing nearly half of India's exports) stepped up their inventory levels. The excess supply in these regions is likely to create pressure on exports of Indian Basmati Rice in the first half of FY 2016-17. The scenario is likely to improve from the second half of FY 2016-17 as inventory levels in these regions recedes.

As per the Indian Meteorological Department's prediction, India is expected to receive "normal to above normal" rainfall in the current fiscal. This shall drive agricultural growth which in turn shall boost the domestic consumption and overall economic activities. Under the given circumstances, the Indian Finance Minister, Mr. Arun Jaitley expects the Indian economy to outpace the Central Statistics Office's 7.6% growth predictions in FY 2016-17 and grow at 8.5%. Moreover, with the current economic scenario, the growth rate in wealth (in USD) of high net worth individuals (HNWI) in India is expected to outpace that of HNWI in China -- 94% compared to 74% in China. This is a positive sign for the Basmati Rice industry which is a premium product consumed primarily by rich class.

The superior quality of rice and competitive pricing (as compared to Pakistan Basmati Rice) have attracted countries like Netherlands, Italy, Spain, Cyprus and Maldives who have lately shown keen interest in the Indian Basmati Rice. Moreover, the geographical indication (GI) recognition for Basmati Rice would further provide protection as it would bar India's competitors from using the term 'basmati' which is a higher quality product and commands premium pricing. Only the special aromatic rice grown in the Indo-Gangetic plains would have the sole permission to use the term 'basmati' within India. Other states, apart from those in GI area, will have to stop production and the average realisation will therefore increase.

(Source: India Basmati Rice Industry report, ICRA ratings, Agricultural and Processed Food Products Export Development Authority, The Julius Baer Wealth Report – Asia 2015)

Erratic rainfalls, droughts, poor irrigation, warm winters, dipping productivity, lower exports and declining rice production could not dampen our spirits as we witnessed record profits.

Our robust business model, massive brand equity and uncompromising quality have been a key to our consistently growing business.

Difficult times don't last long. But they do test - weak ones falter, tough ones survive, while the exceptional ones stand out with defining performance.

COMPANY OVERVIEW

KRBL, a global rice entity, is India's most preferred Basmati Rice Company with a legacy spanning 120 years, having a multi-brand presence both in the domestic as well as the overseas markets. It is a leading integrated industry player with business philosophy aligned with its quality rice. India Gate is the flagship brand of the Company produced from the best paddy sowed from the most fertile soils in India.

The world's largest Basmati Rice exporting company, KRBL's business spans the value chain of rice, from the seed to the grain, across agro processing and marketing. Its rice milling capacity of 195 MT/hour, the largest in the world, lends it a distinctive edge, ranking it at the top of the industry. State-of-the-art storage and warehousing capacities, innovative marketing approach, expanding distribution network and strong R&D capabilities are the pillars of KRBL's growth trajectory. The Company maintains robust and deep-rooted relations with farmers through a well-structured contact farming network, which has given the Company foundational strength.

As the most preferred Basmati Rice for India and the world, India Gate retained its niche leadership position to command a premium value over other brands during the FY 2015-16. With a strong retail presence across different sizes and price points, India Gate continued to allure consumers across age groups and regions to lead the market and is today the most aspirational Basmati Rice Brand in India.

Backed by a strong brand equity and dealer network, KRBL has an extensive geographical presence in the Middle East region, with Saudi Arabia, UAE, Iraq, Kuwait and Qatar among the key buyers of its Basmati Rice.

Over the years, the Company has also developed other popular rice brands, such as Nur Jahan, Telephone, Train, Unity, Harooz to meet the needs of different categories of consumers across regions.

For KRBL an integrated value chain focussed on quality is critical in order to sustain momentum and capabilities in procurement, distribution and branding to achieve next level of growth.

HIGHLIGHTS OF FY 2015-16

Highest ever Revenue from operations of **₹ 3,374 Crores,** an **increase of 7%** over the same period last year.

Highest ever EBITDA of **₹ 541 Crores,** an **increase of 2%** over the same period last year.

Highest ever Profit before Tax of **₹ 430 Crores,** an **increase of 9%** over the same period last year.

Highest ever Profit after Tax of **₹ 337 Crores, an increase of 5%** over the same period last year.

EPS at **₹ 14.32 per share** for the year ended March 2016, as compared to **₹ 13.67 per share** in the previous year.

Net Worth of the Company increased by **23% to ₹ 1,624 Crores.**

3-year Net Sales growth **CAGR of 17%** and **EBITDA growth CAGR of 21%**.

Market Capitalisation increased by **32% to ₹ 5,193 Crores.**

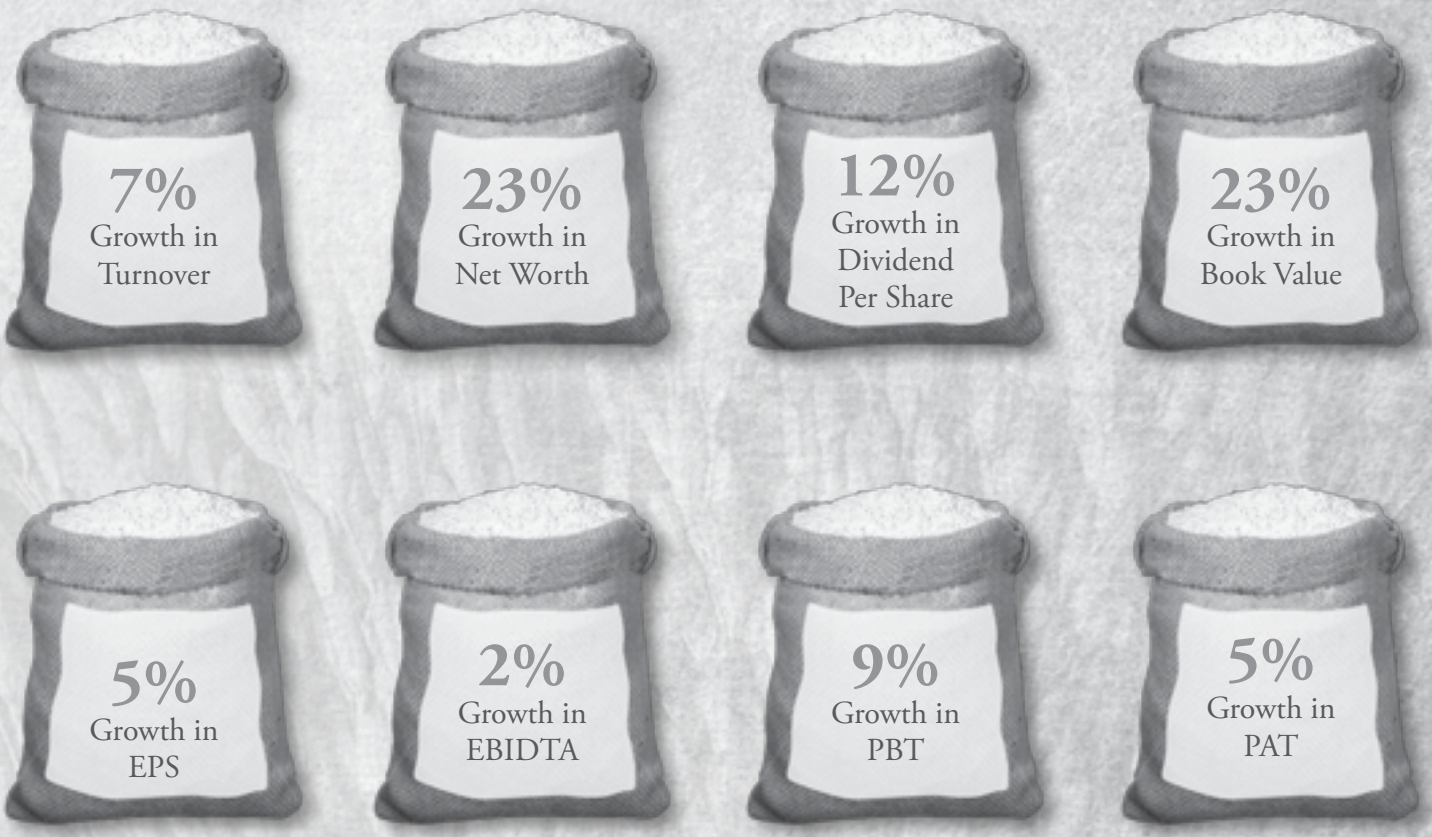
Power Sales increased by **42% to ₹ 83 Crores.**

Dividend declared by the Company in **FY 2015-16 is 190%** as compared to 170% in the previous year.

Debt Equity Ratio improved to **0.70:1** as on March 31, 2016 as compared to **1.02:1** as on March 31, 2015.

Strengthening of the green energy portfolio, with the Total Installed **Capacity of 87.05 MW** in the Wind Power Projects, **15.00 MW** in the Solar Power Projects and **17.55 MW** of Biomass Projects.

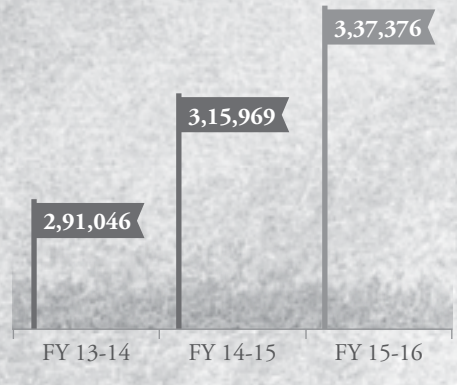
KEY PERFORMANCE INDICATORS



KEY PERFORMANCE INDICATORS

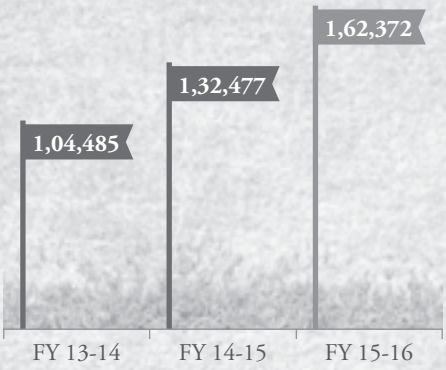
Turnover (In ₹ Lacs)

7% Turnover Growth



Net Worth (In ₹ Lacs)

23% Net Worth Growth

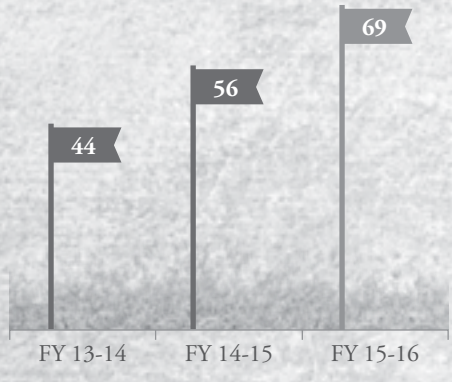


Dividend Per Share (In ₹)

12% Dividend Per Share Growth

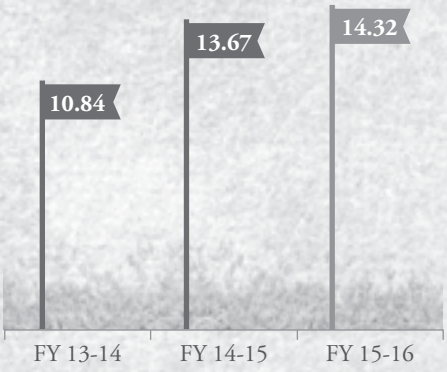
Book Value Per Share (In ₹)

23% Growth in Book Value



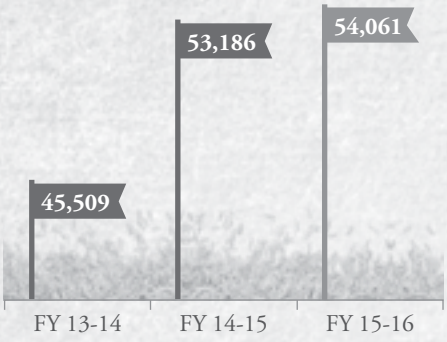
Earnings Per Share (In ₹)

5% EPS Growth



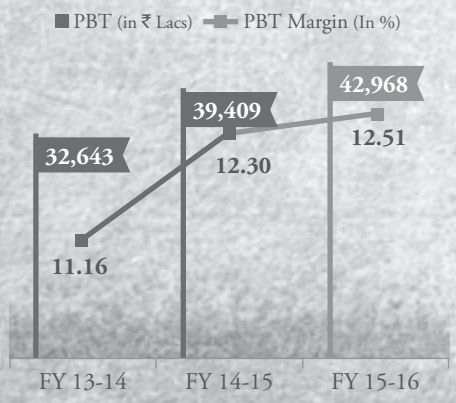
EBIDTA (In ₹ Lacs)

2% EBIDTA Growth



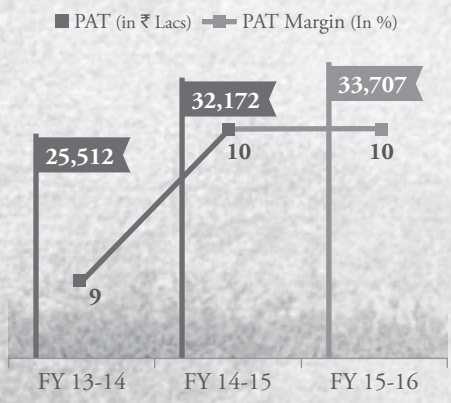
PBT & PBT Margin

9% PBT Growth



PAT & PAT Margin

5% PAT Growth

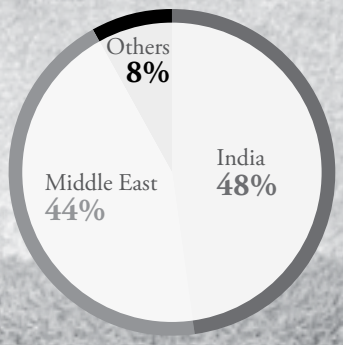


AWARDS AND RECOGNITION

During FY 2015-16, KRBL Limited won several awards on account of its contribution to the Industry and its India Gate Basmati Rice as per below:

Sr.	Details
1.	Guinness World Record for display of the heaviest bag of India Gate Basmati Rice (weighing 557 kg) in Gulf Food Exhibition at Dubai World Trade Center, Dubai, UAE.
2.	Silver Jubilee Award to Sh. Anil Kumar Mittal, Chairman and Managing Director, KRBL Limited, for his contributions to Basmati Rice Trade Development in India.
3.	World's Greatest Brands 2015, ASIA & GCC, awarded by URS and process reviewed by PWC.

Revenue Contribution



SEGMENT-WISE AND PRODUCT-WISE PERFORMANCE

AGRI DIVISION

KRBL continued to lead the industry ranking in terms of Basmati production and trade, both within and outside the country. With sustained quality focus, its flagship brand India Gate realising higher than industry export realisation, the Company reported excellent numbers to post impressive performance in terms of revenue and profitability.

India Gate continued to dominate and contributed the bulk of revenues to the Company's business, which is fully focussed on rice. India Gate has been consistently commanding premium over the industry average, on the back of a comprehensive brand strategy supported by aggressive marketing.

The Company's strengths in production capacity and brand superiority has positioned it ideally to leverage the growing demand for Basmati Rice within and outside India. KRBL registered a 37% value growth in the export Basmati Rice market during the fiscal under review – an indication of its increasing presence in the export market.

The Company has strategically placed its product range across all major price points to garner a major share in the Basmati Rice organised domestic market.

The Company further expanded its exports to the Middle East, particularly Saudi Arabia, UAE, Iraq, Kuwait and Qatar. The region account for 82% of the Company's branded Basmati Rice exports. KRBL is the largest Indian branded Basmati Rice player in these countries, along with Bahrain, Oman & Lebanon. It is also amongst the most recognised brands in Jordan and other Levant Countries.

KRBL's expansion strategy during the year was further driven by its well-entrenched distribution network, backed by strategic marketing initiatives. The Company's retail presence extends across 6,71,500 outlets in the country. It has strong tie-ups with several domestic retail chains, including Big Bazaar, Spencers, Reliance Retail, Vishal Mega Mart, V'Mart, D'Mart, Star Bazar, Spar, Aditya Birla–More, Reliance Cash & Carry, Metro Cash and Carry, Sabka Bazaar, Big Apple, Hypercity, Easy Day, Heritage, Nature's Basket and in E-Commerce such as Big Basket, MK Retail, Groffers, Snapdeal, Amazon, Shopfilo, JBL etc.

In-house R&D capabilities, strong backward and forward linkages and a visionary management supported by a dedicated team continued to steer the quality and growth for KRBL during the year.

ENERGY DIVISION

The Energy Division continued to witness strong growth momentum during FY 2015-16, contributing 22% to the Company's total cash profits. The Company reported total Power sales of ₹ 83.23 Crores during the year. The Wind and Solar Power Segment generated 1,489.21 Lacs units in FY 2015-16, against 1,142.24 Lacs units in FY 2014-15.

With its increasing focus on green manufacturing, KRBL strengthened its green energy portfolio to 119.60 MW in FY 2015-16 from 98.60 MW last year. The total Wind project capacity increased from 66.05 MW in FY 2014-15 to 87.05 MW in FY 2015-16 with the installation of 21 MW Wind Power Plant in the state of Maharashtra.

Details of Total Installation Capacity and Units Generated under the Power Segment of KRBL Limited

Particulars	2015-16	2014-15
Total Wind project capacity	87.05 MW	66.05 MW
Total Solar power plant capacity	15.00 MW	15.00 MW

Details of Project	Details of Units Generated	
	2015-16	2014-15
(A) Wind		
Maharashtra (1.25*10 MW)	1,78,36,003	1,67,25,550
Maharashtra (2.1*10 MW)	1,20,72,758	-
Tamil Nadu		
Tirupur (1.5*4 MW)	73,84,463	93,87,423
Tirunelveli (2.1*1 MW)	20,72,980	23,39,470
Karnataka		
Kalmangi (1.5*6 MW)	2,07,99,014	2,20,39,922
Bellary (2.1*1 MW)	40,50,736	43,28,047
Rajasthan		
Ajmer (1.5*4 MW)	90,83,081	90,79,617
Jaisalmer (2.1*1 MW)	24,28,096	30,76,606
Rathkuriya (1.25*3 MW)	52,70,503	44,39,157
Andhra Pradesh		
Gandikota (2.1*1 MW)	42,88,290	50,51,926
Tallimadugulla(2.1*4 MW)	1,67,06,462	26,93,823
Madhya Pradesh		
Mahuriya (1.5*4 MW)	1,18,09,934	89,56,982
Garora (1.5*4 MW)	86,91,109	26,96,468
Sub-Total (A)	**12,24,93,429**	**9,08,14,991**
(B) Solar		
Madhya Pradesh		
(2.5*1 MW)	43,01,219	42,77,661
(6.63*1 MW)	1,13,85,836	1,13,13,151
(5.60*1 MW)	96,94,648	77,60,138
(0.27*1 MW)	10,45,962	58,377
Sub-Total (B)	**2,64,27,665**	**2,34,09,327**
TOTAL (A+B)	**14,89,21,094**	**11,42,24,318**

Power Business

Plant Location	Function	Capacity (MW)
Dhuri	Biomass	12.30
Ghaziabad	Biomass	5.25
Sub-Total (A)	**Biomass**	**17.55**
Maharashtra	Wind	33.50
Rajasthan	Wind	11.85
Tamil Nadu	Wind	8.10
Karnataka	Wind	11.10
Andhra Pradesh	Wind	10.50
Madhya Pradesh	Wind	12.00
Sub-Total (B)	**Wind**	**87.05**
Madhya Pradesh	Solar	15.00
Sub-Total (C)	**Solar**	**15.00**
Total (A+B+C)	**Biomass / Wind / Solar**	**119.60**

The diversification into power and renewable energy has not only helped the Company to become self-sufficient in its captive requirements, but has also emerged as a strong revenue earner for the Company, which gets preference in power procurement by state utilities as renewable energy plants are included in the 'Must Run' category.

RESEARCH AND DEVELOPMENT

The Company is backed by its internal R&D facilities, enabling it to consistently drive quality and excellence across its business segments. The various endorsements and certifications received by the Company underline its quality strength. KRBL is certified as BRC for meeting the requirements of Global Standard for Food Safety issued by SGS and also meeting the requirements of the SQF Code, 7th Edition, for Comprehensive Safety and Quality Management System. KRBL is also certified by SGS for Food Safety System Certification, 22000 – a clear endorsement of its strong quality thrust.

The core R&D strength of the Company comes from its modern seed farm and product testing centre. The thrust is on continuous upgradation of seed quality, for which the Company works in close coordination with the Indian Agriculture Research Institute (IARI), New Delhi. The collaboration also facilitates continuous improvement in quality cropping methodologies, seed varieties and harvesting techniques of the farmer partners.

KRBL's pioneering and premium Pusa 1121 seed variety, which has proved to be better than the Pakistan Basmati seed varieties, remains a strong USP for the Company. Process improvement is also ensured through technical tie-ups with leading machine manufacturers like Buhler, Switzerland, Brock Grain System USA, Carterday International INC. USA, Komatsu Ltd., Japan, M/s Satake International Bangkok Co. Ltd. Thailand and M/s. Buhler Sortex Ltd., England and Schimaga, Europe.

These initiatives continued to benefit the Company, as well as its farmer partners, throughout the year.

FARMER RELATIONS AND PROCUREMENT

The contact farming network covers more than 2,50,000 acres, reaching out to more than 90,000 farmers in the rice-producing states of Western Uttar Pradesh, Uttarakhand, Punjab and Haryana.

The Company's farmer partnerships are regularly boosted through innovative initiatives and technological support. Besides improvement in crop quality, this helps insulate the farmers from market risks and uncertainties. In these mutually beneficial relations, the Company gains through uninterrupted supply of high quality paddy.

MANUFACTURING CAPACITIES

The Company started producing high quality Basmati Rice in India much before 'Make in India' becoming a Credo for the nation. It has the distinction of being equipped with the world's largest milling capacity of 195 MTn per/hour. The Company is regularly upgrading its facilities through technological investments and improved capacity utilisation. Its state-of-the-art, integrated facilities for manufacturing in Dhuri and Ghaziabad have given the Company a strong manufacturing edge. KRBL also has an ultra-modern packaging unit and foodgrain warehousing facility at Dhuri.

The Company has successfully commenced its new Commercial plant at Khasra No. 98/12, Sonipat Narela Road, Opposite Bolbam Dharam Kanta, Village Akbarpur Barota, Distt. Sonipat-131103, Haryana. This plant is involved into the commercial activities in the nature of Grading, Sorting and Packaging of Rice with a capacity of 20 MTn per/hr.

Rice Business

Location	Function	Production Capacity (MTn per/hr)	Grading & Packing (MTn per/hr)
Ghaziabad	Rice Processing	45	30
Dhuri	Rice Processing	150	60
Delhi	Grading, Sorting & Packaging	-	30
Sonipat	Grading, Sorting & Packaging	-	20
Total		**195**	**140**

STRENGTHS, WEAKNESSES, OPPORTUNITIES & THREATS

STRENGTHS

Strong legacy & brand equity

Core competencies built over 120 years of operations shall drive exceptional business growth

Strong brand reputation and recall contributes to KRBL's global leadership in the Basmati Rice market

Management strength & committed team

Presence of visionary and far-sighted management for undertaking strategic decisions

A team of dedicated, committed and talented people enables the realisation of the Company's vision

Integrated value chain & R&D capabilities

Presence across the entire value chain of rice and value-added products

Strong R&D capabilities ensures highest levels of quality and excellence

Strong farmer relations & dealer network

Contact farming operations (providing high quality seeds, knowledge on optimum plantation techniques and sourcing quality inputs) ensures consistency in quality

Strong supply chain network ensures pan-India retail reach

State-of-the-art plants & storage facilities

World's largest and most advanced milling capacities provide benefits of economies of scale and maintaining product quality

Large automated facilities for storage and warehousing enhances operational efficiencies

Captive power generation & focus on green manufacturing

Own power generation capacities for captive needs and sale in open market

Continuously expanding presence in eco-friendly non-conventional power generation capacities

WEAKNESSES

Weather vagaries

Rice production, being dependent on specific climatic conditions, can be adversely impacted due to fluctuations in weather

Plant diseases

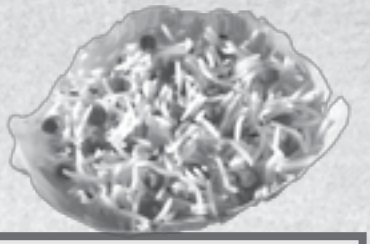
Rice, being an agricultural commodity, is prone to plant diseases that can damage the crop

High working capital

Ageing of rice for enhancing quality requires time and high investments making it a capital-intensive industry

Inventory losses

Fluctuations in the market prices of paddy can lead to inventory losses



OPPORTUNITIES

Evolving lifestyles & consumer preferences

Changes in consumer lifestyle and preferences is increasing demand for branded rice across modern retail chains

Global market expansion & increased consumption

Demand for Basmati Rice is growing significantly owing to increasing rice consumption globally, especially in the Middle East led by Iran

Changing Quality Consciousness & Consumer Perception

Consumer preferences are evolving with changing perception on food and increasing focus on quality consciousness

Greater Access to World Market

Increasing acceptance of rice as a staple diet has enhanced accessibility of Basmati Rice in global markets

THREATS

Unorganised players & private labels

Increasing private players and competition from unorganised sector pose a threat to large organised rice companies

Economic slowdown & currency fluctuations

Declining economies of major importing countries and currency fluctuations adversely impacts international/ export business

Competition from Pakistan

Increasing competition from Pakistan is negatively impacting India's dominance in the global Basmati Rice market

RISKS & CONCERNS

Economic Risk

A slowdown in the economy of major importing markets can impact demand for premium rice leading to decline in revenues.

Raw Material Risk

Quality rice production necessitates smooth supply of premium paddy as the key raw material and any price or production fluctuations of this commodity can hit profitability and adversely impact the Company's business.

Risk Mitigation

Strong farmer relations, built over years through a well-established contact farming system, insulates the Company from this risk.

Premiumness & Quality Risk

KRBL's strong quality focus backed by its brand equity has ensured consistent consumer loyalty which translates into premium realisations. However, changing consumer preferences can lead to a shift in consumer loyalty and decline in realisations.

Risk Mitigation

Though the global economy is witnessing a minor slowdown, it is still expected to maintain its current growth momentum. Moreover, the emerging and developing Asia is expected to grow strongly by 6.4% and 6.3% respectively in 2016 and 2017. These nations being the primary importers of rice are likely to generate demand for rice.

Competition Risk

The global and domestic rice markets are witnessing increasing competition from unbranded and unorganised players, as well as imitations and private labels. Moreover, the Indian Basmati Rice market is witnessing tough competition from Pakistan Basmati Rice, which is negatively impacting India's dominance.

Risk Mitigation

The Company is successfully mitigating this risk through branding and marketing initiatives aimed at enhancing consumer loyalty, which enables it to sustain its leadership ranking.

As far as competition from Pakistan market is concerned, the Indian Basmati Rice acquired the crucial geographical indication (GI) recognition for its Basmati Rice. This recognition is given only to aromatic Basmati Rice grown in the Indo-Gangetic plains and bars all other competitor rice brands from using the term 'Basmati Rice'. This shall provide the much-needed protection to Indian Basmati Rice and enhance its recognition globally.

Foreign Exchange Risk

Rupee depreciation is detrimental to the Company's revenues as it has a large exports component.

Risk Mitigation

The Company has in place a well-structured foreign exchange risk management policy to hedge all foreign exchange exposures.

Cost Risk

The Company's business is working capital intensive, requiring ageing and storage facilities that involve high inventory costs.

Risk Mitigation

The Company's brand equity and premium quality facilitate recovery of these costs through increased sales price over competition.

Regulatory Risk

Any regulatory policies that adversely affect the industry would impact the Company's business.

Risk Mitigation

The Company's diversified model insulates it from this challenge.

Product Concentration Risk

KRBL's main product is Basmati Rice, which makes it susceptible to operational risks as any impact on the Basmati Rice business will badly hit the overall revenues of the Company.

Risk Mitigation

KRBL has forayed into, and is continuously expanding its presence in, value-added products and Power business as a diversification measure. The Company also deploys a multi-brand, multi-product strategy spanning various price points to counter this risk.

Geo-political Risk

Frequent political turmoil and unrest in the Middle East - India's biggest export market for Basmati Rice - poses a serious risk to exports.

Risk Mitigation

Expansion to new markets, including the US, Europe, Australia and New Zealand, is a strategic decision that helps the Company negate this threat to a significant extent. Africa and China are other markets that have opened up to Indian Basmati Rice.

PEOPLE POWER

HUMAN RESOURCE (HR) DEVELOPMENT

People relations are integral to KRBL growth strategy and the Company has developed a dedicated and committed team to steer the Management's vision of being the world's biggest and most preferred rice player. Strong HR practices are in place and efforts are regularly made to scale up the employees through investments in training and skill development. Incentive and welfare schemes are an integral package of the Company's HR programme, ensuring high levels of people bonding through the KRBL hierarchy. Employees are encouraged and motivated to grow across the organisation, while personal and professional growth is ensured through regular interventions. The Company believes in ethical growth through a transparent and honest work culture. The approach is collaborative, leading to mutual growth for the Company and its employees. The Company maintains harmonious and friendly relations with its workers and the year under review did not see any labour problems affecting its business.

INFORMATION TECHNOLOGY (IT)

Its technological strength has been a major driver of the Company's growth and KRBL is consistently upgrading its technological process through regular investments. The Company has put SAP in place for its employees and distributors, facilitating real-time tracking at the distributor and sub distributor level too. This has led to strengthening of the supply chain efficiencies, with increased qualitative control. Processes have been standardised across the Company to ensure streamlining of the systems across the operational value chain.

AUDIT SYSTEMS

With its focus on transparency, ethics and corporate governance of the highest levels, the Company established strong internal controls, which continue to boost its leadership and growth across regions and brands. The Company maintains proper accounting control and monitoring of operational efficiency. Policies are structured to ensure stringent compliance with applicable laws and the Company works towards maintaining the reliability of financial and operational information.

The Company's Audit Committee periodically reviews all audit reports, audit plans, significant audit findings, adequacy of internal controls and compliance with accounting standards. The Committee, after detailed reviews, also suggests improvements where it is deemed necessary.

FUTURE OUTLOOK

As a visionary and future-focussed organisation, KRBL promises a continuing success story during the coming years. The Company is looking at increased sales and higher return on equity on the back of its brand power during FY 2015-16. With a robust financial position and balanced leveraged only to the extent of its working capital, the Company is well positioned to surge confidently ahead to further augment growth.

Strengthening of farmer relations and continued investments in building the HR component will further enhance the Company's competitive position in the industry, domestically and globally.

The Power segment also shows sign of greater traction, going forward, ensuring diversified earnings for the Company.

The Company continues to be on strong footing with its intrinsic strengths enabling sustained growth and its 'Make in India' focus giving additional impetus to its progressive plans

INDIA GATE
BASMATI RICE

FINANCIAL REVIEW

Key Financial Indicators

(₹ in Lacs except as Stated)

For the Financial Year	2015-16	2014-15	2013-14	2012-13
Revenue from Operations	3,37,376	3,15,969	2,91,046	2,08,039
Other Operating Income	5,437	3,751	-	-
Other Income	751	611	1,454	1,073
Total Income	3,43,564	3,20,331	2,92,500	2,09,112
Operating Expenditure	2,89,503	2,67,145	2,46,991	1,78,701
EBIDTA	54,061	53,186	45,509	30,411
Growth in EBIDTA	1.64%	16.87%	49.65%	28.15%
Depreciation	5,006	5,269	5,766	5,056
EBIT	49,055	47,917	39,743	25,355
Interest	6,342	8,089	7,602	7,751
PBT before exceptional Items	42,713	39,828	32,141	17,604
Foreign Currency Fluctuation (Gain)/Loss	(255)	419	(502)	(816)
PBT	42,968	39,409	32,643	18,420
Tax	9,261	7,237	7,131	5,434
PAT	33,707	32,172	25,512	12,986
Net Profit Margin	9.81%	10.04%	8.72%	6.21%
Earnings per Share	14.32	13.67	10.84	5.37
Cash EPS	16.45	15.91	13.29	7.46
Net Worth	1,62,372	1,32,477	1,04,485	83,035
Capital Employed	2,68,634	2,59,648	2,33,165	1,65,292
Average Capital Employed	2,51,781	2,43,562	2,20,409	1,58,799
Return on Capital Employed	19.58%	19.50%	18.26%	16.48%
Return on Equity	23.16%	27.64%	27.81%	16.97%
Market Capitalisation (As on March 31)	5,19,270	3,92,506	1,17,900	52,613
Gross Fixed Assets (Including CWIP)	1,29,622	1,12,506	89,846	72,213

Continuing with its sustained excellent performance on the back of growing demand, KRBL reported another year of path-breaking performance in FY 2015-16.

The top line was the highest ever, at ₹ 3,374 Crores, an increase of 7% over the previous year. India Gate continued to lead growth for the Company, which also further strengthened its position in the Middle East market for Basmati Rice.

The Profit before Tax of the Company grew by 9% to ₹ 430 Crores. The Profit after Tax (PAT) grew by 5% to reach all-time high of ₹ 337 Crores and the EPS for the year ended March 2016 stood at ₹ 14.32 per share as against ₹ 13.67 per share the previous year.

As consumer preference for branded Basmati Rice continued to gain momentum in the export market, the revenue split between domestic and export sales saw a shift in the ratio to 47:53 from 58:42 in the previous fiscal. This is a clear indication of the increasing presence of KRBL in the export market.

Revenue

KRBL's growth momentum remained upbeat during the year and the Company posted a sales turnover of ₹ 3,374 Crores for the year ended FY 2015-16, as against ₹ 3,160 Crores during FY 2014-15.

Expenditure

During the year under review, the Company has set up new Wind Project plants with capacities of 21 MW in the State of Maharashtra. This brings the Company's total Wind Project capacity from 66.05 MW in FY 2014-15 to 87.05 MW in FY 2015-16. Apart from this, other routine capital expenditure was incurred during the year.

Expenses (as % of total Expenditure)

Particulars	2013-14	2014-15	2015-16
Materials cost	86.89%	85.60%	86.13%
Employee benefit cost	1.75%	1.94%	2.12%
Finance cost	2.92%	2.88%	2.11%
Depreciation	2.21%	1.88%	1.66%
Other expense	6.23%	7.70%	7.99%

Expenses (as % of total Income)

Particulars	2013-14	2014-15	2015-16
Materials cost	77.34%	74.96%	75.42%
Employee benefit cost	1.56%	1.70%	1.85%
Finance cost	2.60%	2.53%	1.85%
Depreciation	1.97%	1.64%	1.46%
Other expense	5.54%	6.74%	6.99%

MARGINS AND PROFITABILITY

EBIDTA & EBIDTA margins

The EBIDTA margin of the Company is 15.77% in FY 2015-16 as compared to 16.64% in FY 2014-15. The EBIDTA increased to ₹ 540.61 Crores in FY 2015-16 as compared to ₹ 531.86 Crores in FY 2014-15.

Depreciation

Pursuant to the enactment of Companies Act 2013, the Company in the previous year has applied the estimated useful lives as specified in Schedule II, except in respect of certain assets as disclosed in Accounting Policy on Depreciation and Amortisation. Accordingly, Depreciation decreased by 5% from the previous year level to stand at ₹ 50.05 Crores.

Interest

Interest and finance costs decreases by 21.60% to ₹ 63.42 Crores in FY 2015-16 as against ₹ 80.89 Crores in FY 2014-15. The average rate of interest for Term Loans stood at 9.05% and for Working Capital at 4.30%.

PBT and PBT margins

Profit before Tax increased by 9% to ₹ 430 Crores in FY 2015-16 as against ₹ 394 Crores in FY 2014-15. The pre-tax margin also increased to 12.53% in FY 2015-16 as against 12.33% in FY 2014-15.

PAT and PAT margins

With increase in PBT, Profit after Tax also went up by 4.77% to ₹ 337 Crores in FY 2015-16 as against ₹ 322 Crores in FY 2014-15. The post-tax margin for the year FY 2015-16 is 9.81% as compared to 10.04% for the year FY 2014-15.

Capital Efficiency

The Company is able to maintain its strong Return on Capital Employed (ROCE) at 20% in FY 2015-16.

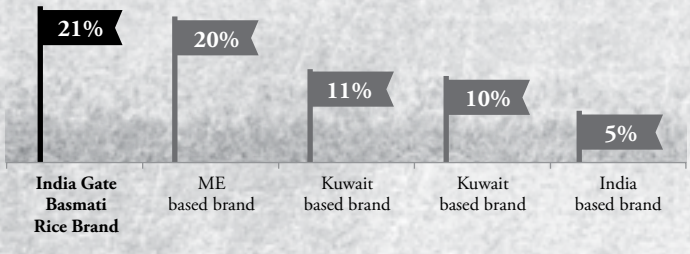
Exports Sales

The Company reported excellent performance in the rice export sales (basmati and non-basmati) during the year FY 2015-16 which shows an increase of 36% to ₹ 1,750 Crores in the year FY 2015-16 as against ₹ 1,287 Crores in the same period previous year. This clearly indicates the strong brand presence of KRBL in the international markets.

As the most preferred rice brand, India Gate has 66% market share in the export of Rice by KRBL Limited in premium category.

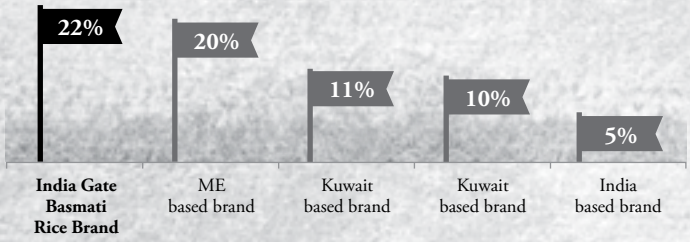
Market share of various rice brands in the Kuwait Basmati Rice market:

Top 5 Brands (Value Wise): (In %)



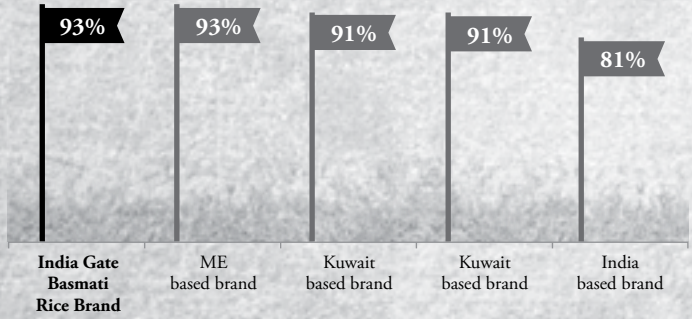
In value terms, India Gate Basmati Rice is the leading brand in the Kuwait Basmati Rice market with a 21% market share.

Top 5 Brands (% Share in Modern Trade) (Value Wise): (In %)



In value terms, India Gate Basmati Rice leads the modern trade Kuwait Basmati Rice market with a 22% market share.

Top 5 Brands Weighted Distribution (%): (In %)

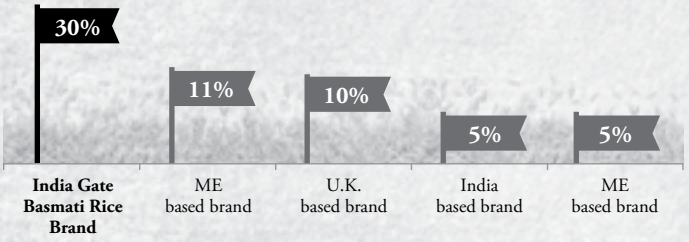


In terms of weighted distribution (percentage of stores that sells our products based on their weighted importance), India Gate Basmati Rice is the joint leader in the Kuwait Basmati Rice market with a 93% of the stores selling our products.

(Source: AC Neilsen Middle East (Period ending February-March 2016)

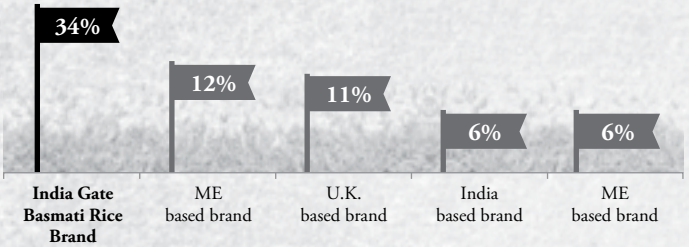
Market share of various rice brands in the UAE Basmati Rice market:

Top 5 Brands (Value Wise): (In %)



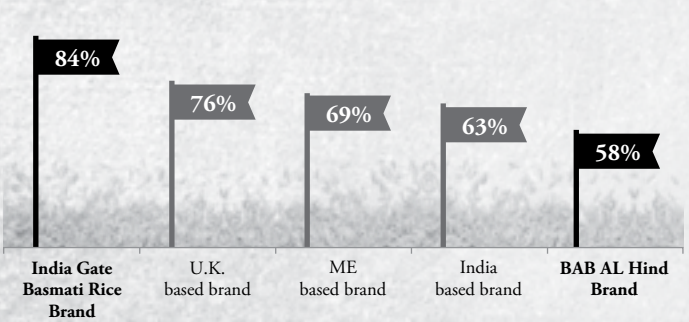
In value terms, India Gate Basmati Rice is the leading brand in the UAE Basmati Rice market commanding a 30% market share with the second brand having a mere 11% market share.

Top 5 Brands (% Share in Modern Trade) (Value Wise): (In %)



In value terms, India Gate Basmati Rice leads the modern trade UAE Basmati Rice market with a 34% market share with the second brand having a mere 12% market share.

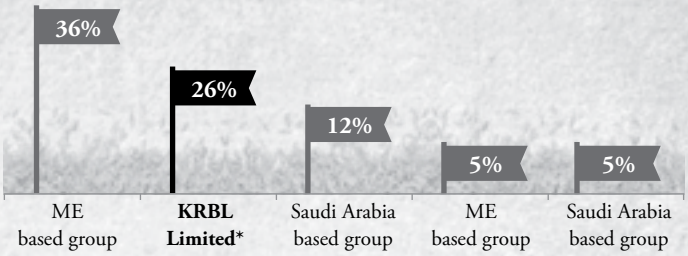
Top 5 Brands Weighted Distribution (%): (In %)



In terms of weighted distribution (percentage of stores that sells our products based on weighted importance of the store), India Gate Basmati Rice is the leader in the UAE Basmati Rice market with 84% of the stores selling our products. While our other rice brand 'Bab Al Hind' is sold by 58% of the stores.

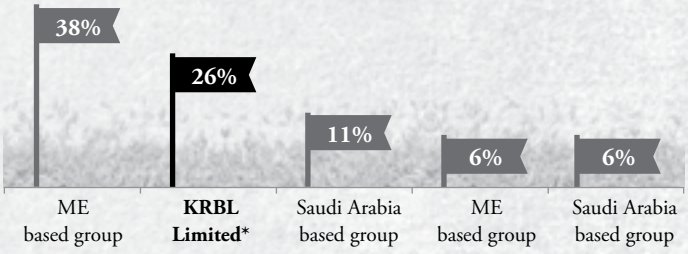
Market share of KRBL Limited in Indian Basmati White Rice Segment in the Saudi Arabia market

Top 5 Companies/Groups (Value Wise): (In %)



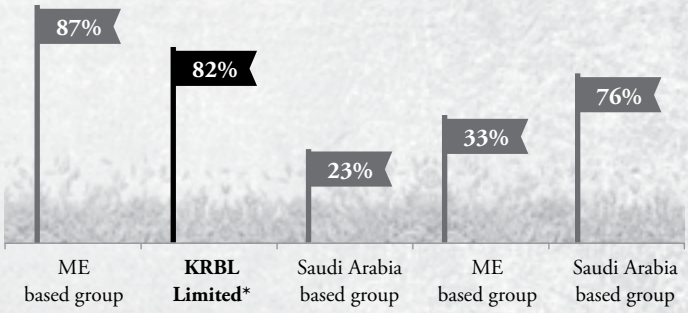
In value terms, KRBL Limited is the second leading rice company in the Saudi Arabia rice market with a 26% market share.

Top 5 Companies/Groups (% Share in Modern Trade) (Value Wise): (In %)



In value terms, KRBL Limited is the second leading rice company in the Saudi Arabia modern trade rice market with a 26% market share.

Top 5 Companies/Groups Weighted Distribution (%): (In %)



In terms of weighted distribution (percentage of stores that sells our products based on weighted importance of the store), KRBL Limited is the second leading rice company in the Saudi Arabia rice market with 82% of the stores selling our products.

** KRBL Limited has 2 Brands in Saudi Arabia and these % are the total of both the Brands.*

Source: AC Neilsen Middle East (Period ending February-March 2016)

HIGHLIGHTS OF EXPORT MARKET

12% export share of the largest market of Basmati in the world - Saudi Arabia. India Gate Classic is the most **aspirational brand** in **Saudi Arabia**

India Gate #1 Indian Basmati brand in UAE. **30%** market share

India Gate #1 Indian Basmati brand in Kuwait. **21%** market share

India Gate #1 Indian Basmati brand in Qatar

India Gate is #1 Indian Basmati brand in Oman

India Gate #1 Indian Basmati brand in Bahrain

India Gate #1 Indian basmati brand in Lebanon. Has **30%** market share of Modern Trade

Dominance in the Australasia region. **India Gate # 1 brand** in Australia and New Zealand

India Gate #1 Indian Basmati brand in Canada both in Modern and Ethnic market

KRBL brands have market share ranging **45%-15%** in African markets

India Gate is the most aspirational brand in Singapore and Hong Kong

India Gate Classic most aspirational brand in Scandinavia

(Source: Retail Data, Distributors Data, APEDA Data & KRBL Export Data)

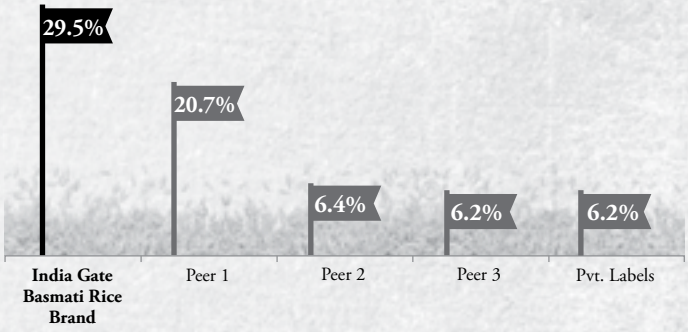
Domestic Sales

India Gate and several other popular rice brands of KRBL continued to push its growth in the domestic market during FY 2015-16. The domestic sales of rice declined by 18% year-on-year in value terms owing to decline in the prices of sales of basmati rice during the year. However, in volume terms, the total rice sales grew by 16% from 3,28,636 tonnes in FY 2014-15 to 3,48,752 tonnes in FY 2015-16. The changing lifestyle and consumer patterns coupled with rising disposable income and middle-class population is boosting branded Basmati Rice demand in the country.

Geography-Wise Market Share:

Top 5 Brands (Value Wise): (In %)

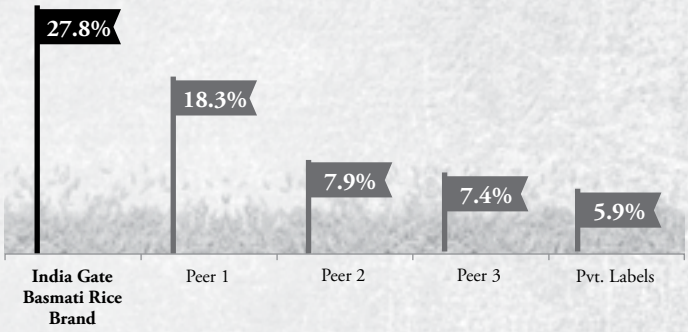
Highest All India Urban Plus Rural Market Share of KRBL Limited



In value terms, India Gate Basamati Rice brand enjoys a leading position in the Indian urban and rural areas combined with a 29.5% market share.

Top 5 Brands (% Share in Metro Market) (Value Wise): (In %)

Highest All India Metros Market Share of KRBL Limited



In value terms, India Gate Basamati Rice is a dominant brand in Indian Metropolitan area with a 27.8% market share

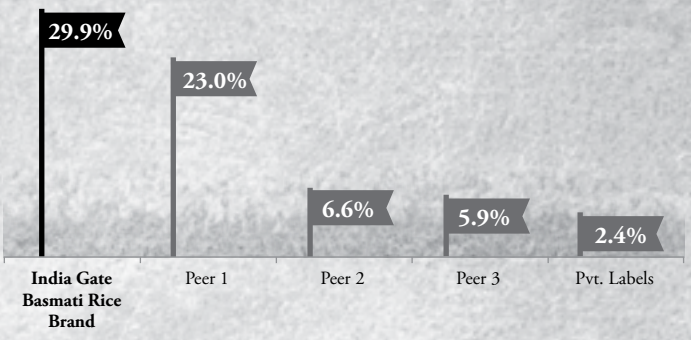
In value terms, rice sales in the domestic market stood at ₹ 1,390 Crores in FY 2015-16 as compared to ₹ 1,697 Crores in FY 2014-15. Basmati contributed 96% to the domestic revenue from rice sales. KRBL's strong supply chain network enables it to have the widest outreach supplying products to 6,71,500 outlets across the country, with tie-ups with all major retail chains.

(Source: AC Neilson MAT March 2016 data)

Market Channel-Wise:

Top 5 Brands (% Share in Traditional Market) (Value Wise): (In %)

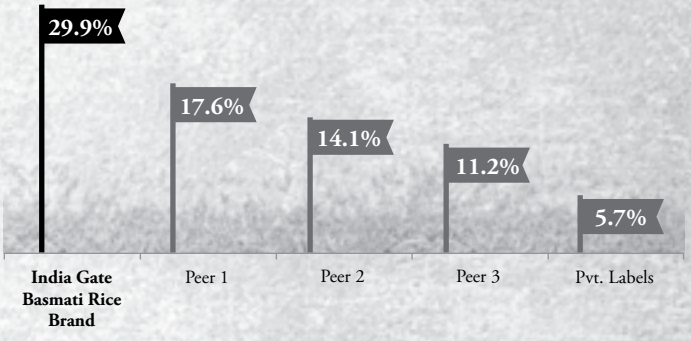
Highest All India Traditional Trade Market Share of KRBL Limited



In value terms, India Gate Basamati Rice is a leading brand dominating the all India traditional trade with a 29.2% market share.

Top 5 Brands (% Share in Modern Trade) (Value Wise): (In %)

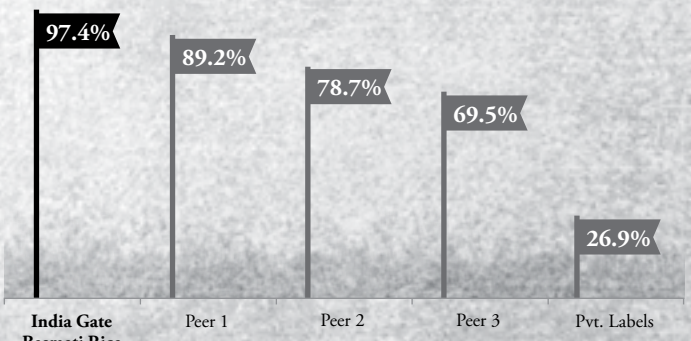
Highest All India Modern Trade Market Share of KRBL Limited



In value terms, India Gate Basamati Rice is a leading brand dominating the all India modern trade with a 29.2% market share.

Top 5 Brands Weighted Value Distribution in packaged Basmati Rice category in modern trade (%)

Highest All India Weighted Value Distribution in Packaged Basmati Rice Category in Modern Trade (%)



In terms of Weighted Value Distribution (percentage of stores that sells our products based on their weighted importance), 97.4% of the modern trade stores sell our packaged Basmati Rice products.

India Gate continued to lead the Indian growth story for KRBL by contributing to a majority portion of the Company's domestic sales (in value terms). The India Gate brand performance has been steered by improving sales in the small consumer pack categories of 1 kg and 5 kg. Other brands that performed well in some select regions during the year were Aarati, Indian Farm and Unity which were particularly popular in the institutional segment.

The non-basmati India Gate Brown Rice also continued to find an expanding consumer base in the metros of Delhi, Mumbai and Bengaluru on its health factor. The Company's efforts during the past few years to strengthen its brand Unity found considerable success with the products gaining significant acceptance in the domestic market. Further, the Company's brand Sunflower and India Gate Kolum Regional Rice (a new variant launched in 2014-15) witnessed increasing acceptance in the domestic market.

Strong branding initiatives through advertising, marketing and offering retailer-centric schemes has enabled the Company to be amongst the most popular and trusted domestic brands. This has enabled the Company's brand to achieve consistent growth over the years. The Company undertakes significant investments in BTL (below the line) activities such as Promotions, Price-offs, Primary Visibility, Secondary Visibility, Promoter Activity, Cross-Promotions, Incentives for sales persons, and Traditional Trade schemes, among others. ATL (above the line) activities such as Print advertisements, TV ad campaigns, Radio campaigns and participation in culinary events are undertaken periodically. The Company also supports its retail partners through providing attractive rebate offers and participation in retailer events (Swad Utsav, Basmati Bonanza, Own it Activity etc.)

In a market survey conducted by IMRB One (a globally recognised market research company) for top of mind brand awareness, India Gate emerged as a runaway leader.

Brand Awareness - Top of Mind (TOM)

(figures in %)

TOM	All India	Zones				Consumption Frequency			MOCB-Price Wise	
		North	South	West	East	Daily	Weekly	Monthly / Less	< ₹ 90	> ₹ 90
Base : All	**2661**	**727**	**882**	**650**	**402**	**400**	**1192**	**1069**	**1238**	**1423**
India Gate	41 (40)	34 (37)	56 (57)	25 (19)	47 (45)	29 (28)	46 (40)	40 (45)	24 (29)	56 (56)
Peer 1	17	19	12	23	15	21	15	19	18	17
Peer 2	10	7	6	16	11	10	9	10	11	8
Peer 3	3	7	-	2	3	3	4	2	5	1
Peer 4	2	3	1	2	5	1	3	3	3	2
Peer 5	2	-	6	-	-	1	2	3	1	3
Peer 6	1	1	-	5	-	6	1	-	3	-
Peer 7	1	1	-	2	1	2	1	1	2	-
Peer 8	1	5	-	-	1	1	2	1	2	1
Unpackaged	12 (8)	11 (7)	11 (10)	14 (7)	11 (8)	17 (8)	8 (7)	14 (10)	19 (13)	5 (3)

Margin ↑ ...driven by west market

Significant ↑ ...driven by both key market

(Source: Market Survey by IMRB One)

Out of a total of 2,661 respondents, 41% consider India Gate as the first rice brand that comes to their mind, which is one percentage point higher than the previous survey results driven by an increase in awareness in the Western India market from 19% to 25% currently. 56%, 34% and 47% of the respondents in South, North and East India market respectively consider India Gate as the first rice brand that comes to their mind.

In terms of consumption frequency, India Gate is again the top of the mind brand, with 29% of the 400 daily rice consuming respondents, 46% of the 1,192 weekly rice consuming respondents and 40% of the 1,069 monthly/less rice consuming respondents eating it.

In terms of price category, 24% of the 1,238 respondents having below ₹ 90/kg rice prefers India Gate, while 56% of the 1,423 respondents having above ₹ 90/kg rice prefer India Gate.

The survey clearly brings out that India Gate is the most preferred and top of the mind premium category rice.

In March 2016, the Company participated in Uttar Pradesh AgriHorti Tech initiative, a mega event organised by PHD Chamber and Radeecal Communications in association with the Government of Uttar Pradesh. Shri Akhilesh Yadav, Hon'ble Chief Minister of Uttar Pradesh, was the chief guest of the event.

The event was extremely successful and one of its kind in the largest agricultural state of India. It brought together executives from international agriculture and allied sectors, institutional investors, analysts, academia, venture capitalists, progressive farmers and other experts providing them opportunity to shape the future collaboration landscape of agricultural technology.

The event is expected to bring about the much-needed technological advancement in the agriculture sector boosting the overall productivity and profitability for all the stakeholders.

Transfer to Reserves

Out of the amount of ₹ 1,294 Crores which is available for appropriation, your Directors propose to transfer ₹ 60 Crores to General Reserve. Total Reserves and Surplus increased from ₹ 1,301 Crores in the previous year to ₹1,600 Crores as at March 31, 2016.

Application of Funds

The Company made total investments of ₹ 282 Crores in Fixed Assets (including CWIP) which includes setting up new Wind Power Plant with capacities of 21 MW in the State of Maharashtra. Apart from this, normal capital expenditure were also incurred during the year.

Working Capital

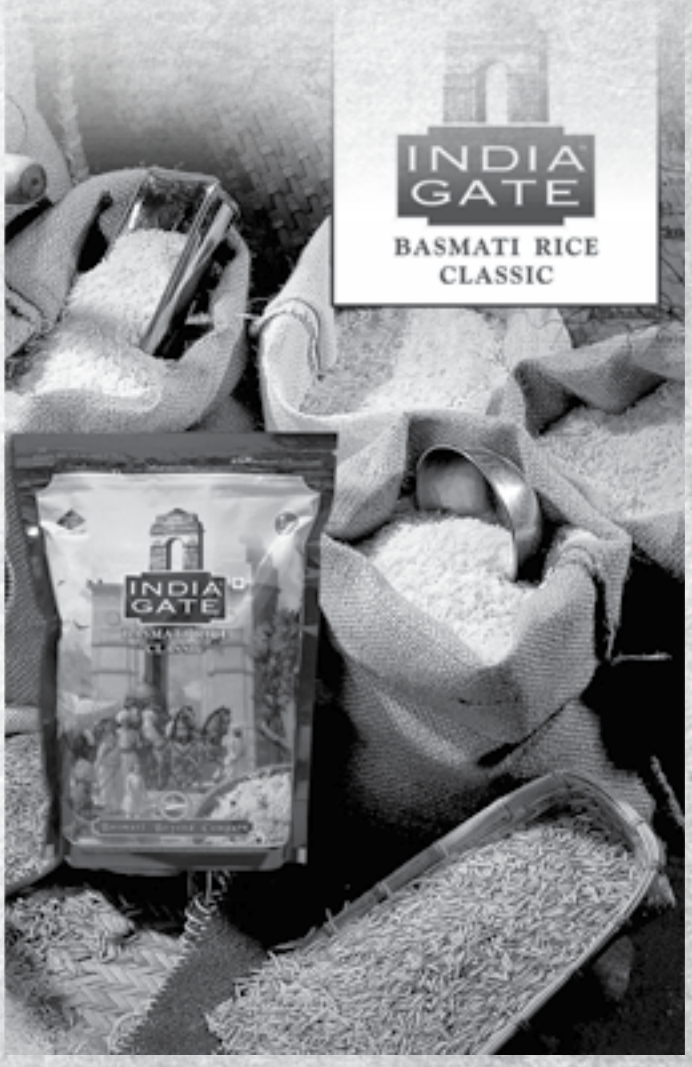
The Company continues to make concerted efforts to improve the working capital cycle. Better inventory management systems improved the inventory days from 218 days in FY 2014-15 to 189 days in FY 2015-16.

Loan Profile and Funding Cost

The Company total debt, as on March 31, 2016, stood at ₹ 1,160 Crores, while cash and cash equivalents were at ₹ 28 Crores and the resultant net debt stood at ₹ 1,132 Crores as compared to ₹ 1,327 Crores in the previous year. Debt equity ratio of the Company also improved from 1.02:1 as on March 31, 2015 to 0.70:1 as on March 31, 2016.

Forward-looking statements

Statement in this report, particularly those which relate to Management Discussion and Analysis, describing your Company's objectives, projections, estimates and expectations may constitute "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may materially differ from those expressed or implied.



INDIA GATE
BASMATI RICE

DIRECTORS' REPORT

DIRECTORS' REPORT

To
The Members,
KRBL Limited
5190, Lahori Gate,
Delhi - 110 006

Your Directors are delighted to present their Report on Company's Business Operations along with the Audited Statement of Accounts for the Financial Year ended March 31, 2016.

1. RESULTS OF OUR OPERATIONS

Your Company's financial performance for the year under review has been encouraging. Key aspects of Consolidated and Standalone Financial Performance of KRBL Limited for the current financial year 2015-16 along with the previous financial year 2014-15 are tabulated below:

(₹ in Lacs, except as stated)

PARTICULARS	Consolidated		Standalone	
	Year Ended March 31, 2016	Year Ended March 31, 2015	Year Ended March 31, 2016	Year Ended March 31, 2015
Revenue from Operations	3,37,375.73	3,15,968.54	3,35,884.50	3,11,301.16
Other Operating Income	5,437.21	3,750.56	-	-
Other Income	751.37	611.05	9,258.05	338.26
Total Income	**3,43,564.31**	**3,20,330.15**	**3,45,142.55**	**3,11,639.42**
Operating Expenditure	2,89,503.14	2,67,143.75	2,87,660.17	2,62,543.70
Earnings before Interest, Tax, Depreciation and Amortization (EBITDA)	**54,061.17**	**53,186.40**	**57,482.38**	**49,095.72**
Depreciation and Amortization Expenses	5,005.94	5,269.35	5,004.36	5,268.03
Finance Cost	6,341.64	8,088.52	6,335.15	8,086.09
Profit before Exceptional Items and Tax	**42,713.58**	**39,828.53**	**46,142.87**	**35,741.60**
Exceptional Items - Foreign Exchange Fluctuation (Gain)/Loss	(255.17)	418.99	(255.57)	418.99
Profit before Tax (PBT)	**42,968.75**	**39,409.54**	**46,398.44**	**35,322.61**
Tax expense:				
Current Year	10,013.10	7,465.34	10,013.10	7,465.00
Earlier Year	-	0.21	-	0.21
Deferred Tax	669.27	(228.36)	669.27	(228.36)
Mat Credit Entitlement	(1,420.91)	-	(1,420.91)	-
Profit After Tax (PAT)	**33,707.29**	**32,172.35**	**37,136.98**	**28,085.76**
Balance as per the last Financial Statements	**1,00,107.84**	**78,116.70**	**94,763.78**	**76,859.24**
Appropriations				
i) Interim Dividend	4,472.41	-	4,472.41	-
ii) Proposed Dividend-Final	-	4,001.63	-	4,001.63
iii) Transfer to General Reserve	6,000.00	6,000.00	6,000.00	6,000.00
iv) Transitional Adjustment on Account of Depreciation	-	179.59	-	179.59
Closing Balance of P&L A/c	**1,23,342.72**	**1,00,107.83**	**1,21,428.35**	**94,763.78**
EARNING PER EQUITY SHARE (Face Value of ₹ 1 each)	**14.32**	13.67	**15.78**	11.93
i) Basic	**14.32**	13.67	**15.78**	11.93
ii) Diluted				

2. FINANCIAL REVIEW

Pushed by strong shift in consumer preference towards branded basmati rice in the domestic market and export market, KRBL reported excellent numbers during the year 2015-16. The Company performed extremely well and the highlights of the performance on consolidated basis are as under:

- Company's Revenue from Operations increased by 7% to ₹ 3,374 Crores (P.Y. ₹ 3,160 Crores).
- Company is able to maintain its strong Earnings before Interest, Tax, Depreciation and Amortization (EBITDA) and the same is increased by 3% to ₹ 543 Crores (P.Y. ₹ 528 Crores).
- Company's Profit before Tax increased by 9% to ₹ 430 Crores (P.Y. ₹ 394 Crores) and Profit after Tax (PAT) increased by 5% to ₹ 337 Crores (P.Y. ₹ 322 Crores).
- Company's Return on Capital Employed (ROCE) stands at 20%.
- Net Worth of the Company increased by 23% to ₹ 1,624 Crores (P.Y. ₹ 1,325 Crores).
- Market Capitalization increased by 32% to ₹ 5,193 Crores (P.Y. ₹ 3,925 Crores).
- 3 years Net Sales growth CAGR of 17% and EBITDA growth CAGR of 21%.
- Earning per Equity Share increased to ₹ 14.32 (P.Y. ₹ 13.67).
- Dividend declared/paid by the Company on the Profits earned in FY 2015-16 is 190% as compared to 170% in the previous year.

3. DIVIDEND

Based on Companys' performance in the current year, the Board of Directors of the Company at their meeting held on March 10, 2016 has declared an interim dividend @ 190% that is ₹ 1.90 per paid up equity share of ₹ 1/- each for the financial year 2015-16 and the same was paid to Equity Shareholders on March 19, 2016. Details of Dividend paid by the Company in the year 2015-16 as compared to the year 2014-15 are as below:

(Amount in ₹)

Particulars of Dividend	Total Dividend Outgo	
	March 31, 2016	March 31, 2015
Interim Dividend on 23,53,89,892 Equity shares of ₹ 1 each @ ₹ 1.90 per share	44,72,40,795	-
Final Dividend on 23,53,89,892 Equity shares of ₹ 1 each @ ₹ 1.70 per share	-	40,01,62,816

In view of the amended provision of section 115-O(1A)(i) of the Income Tax Act, 1961, no Corporate Dividend Tax has been deposited as the same has been set-off by Foreign Dividend received from its Subsidiary Company against declared dividend of KRBL Limited.

4. NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR

During the financial year ended March 31, 2016, no entity became or ceased to be the subsidiary, joint venture or associate of the Company.

5. TRANSFER TO RESERVES

In view of the robust financial strength of the Company, a sum of ₹ 60 Crores has been transferred to General Reserves out of the amount available for appropriations and an amount of ₹ 1,233 Crores has been carried over to the Balance Sheet.

6. SHARE CAPITAL

The Paid up Equity Share Capital of the Company as on March 31, 2016 was ₹ 23.54 Crores. There has been no change in the Equity Share Capital of the Company during the year. The Company has no other type of securities except equity shares forming part of paid up capital.

7. TRANSFER TO INVESTOR EDUCATION & PROTECTION FUND

Pursuant to the provisions of Section 124 read with Section 125 of the Companies Act, 2013, previously Section 205C of the Companies Act, 1956, your Company has transferred ₹ 1,98,610 during the year 2015-16 to the Investor Education and Protection Fund. This amount was lying unclaimed/ unpaid with the Company for a period of seven years after Declaration of Dividend for the financial year ended 2007-08.

8. AMALGAMATION OF RADHA RAJ ISPAT PRIVATE LIMITED WITH KRBL LIMITED

The Scheme of Amalgamation between Radha Raj Ispat Private Limited ("Amalgamating Company") and their respective shareholders and creditors with "KRBL Limited ("the Amalgamated Company") was approved by the Hon'ble High Court of Delhi vide its order dated April 7, 2016 (Pronouncement Date). The formal order of Hon'ble High Court of Delhi was also issued on May 24, 2016 which was placed before the Board at their meeting held on dated May 26, 2016. The appointed date for the Scheme was April 1, 2015. The Scheme was effective from June 1, 2016, being the date of filing of the High Court order with the Registrar of Companies, NCT of Delhi & Haryana.

The Amalgamated Company has also issued and allotted Equity Shares to the Equity Shareholders of the Amalgamating Company in the proportion of their Equity Shareholding in the Amalgamating Company.

9. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relates and the date of this Report.

10. CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of the Company during the financial year ended March 31, 2016.

11. SEGMENT REPORTING

A separate reportable segment forms part of Notes to the Accounts.

12. SUBSIDIARY COMPANY AND CONSOLIDATED FINANCIAL STATEMENTS

Your Company has two subsidiaries viz., KRBL DMCC, Dubai and K B Exports Private Limited, India. There are no associate companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act"). Further there has been no material change in the nature of business of the subsidiaries.

The Consolidated Financial Statements of your Company for the financial year 2015-16 are prepared in compliance with applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder, applicable Accounting Standards and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "SEBI Listing Regulations"). The consolidated financial statements have been prepared by consolidating audited financial statements of your Company and its subsidiaries, as approved by the respective Board of Directors. Further, pursuant to the proviso of sub section (3) of section 129 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 a separate statement containing the salient features of the financial statements of Subsidiaries of the Company in the prescribed form AOC-1 has been disclosed in the Consolidated Financial Statements, which forms part of this report.

Consolidated Turnover grew by 7% to ₹ 3,374 Crores as compared to ₹ 3,160 Crores in the same period previous year. Consolidated Net Profit after Tax grew by 5% to ₹ 337 Crores as compared to ₹ 322 Crores in the previous year.

The financial statements of the subsidiary companies and related information are available for inspection by the members at the Registered Office of your Company during business hours on all days except Saturdays, Sundays and public holidays upto the date of the Annual General Meeting ('AGM') as required under Section 136 of the Companies Act, 2013. Any member desirous of obtaining a copy of the said financial statements may write to the Company Secretary at the Registered Office of your Company. The financial statements including the consolidated financial statements, financial statements of subsidiaries and all other documents shall also be available on Company's website www.krblrice.com in a downloadable format.

13. BOARD OF DIRECTORS

As on March 31, 2016, your Company's Board has a strength of 9 (Nine) Directors including 1 (One) Women Directors. The Chairman of the Board is an Executive Director. The composition of the Board is as below:

Category	No. of Directors	% to Total No. of Directors
Executive Directors (Including Woman Director)	5	56%
Independent Non-Executive Directors	4	44%

The detailed section on 'Board of Directors' is given in the separate section titled 'Report on Corporate Governance' forming part of this Annual Report.

During the year Dr. Narpinder Kumar Gupta, Independent Non-Executive Director, has resigned from the office of Independent Non-Executive Director of the company. Further, no other Director or Key Managerial Personnel has been appointed or has retired or resigned during the year.

Pursuant to the provisions of Section 149(13) of the Companies Act, 2013 and Articles of Association of the Company all directors except Independent Directors are liable to be retire by rotation. The Independent Directors of your Company hold office upto 31st March, 2019 and are not liable to retire by rotation.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. Anoop Kumar Gupta, Joint Managing Director and Mr. Ashok Chand, Whole Time Director, retiring by rotation at the ensuing Annual General Meeting, are eligible for re-appointment. This shall not constitute a break in the office of Mr. Anoop Kumar Gupta and Mr. Ashok Chand as the Joint Managing Director and whole Time Director respectively in the Company.

The brief resume of the Directors being reappointed, the nature of their expertise in specific functional areas, names of companies in which they have held Directorships, Committee Memberships/ Chairmanships, their shareholding etc., are furnished in the explanatory statement to the notice of the ensuing Annual General Meeting.

The Board recommends their re-appointment at the ensuing Annual General Meeting.

14. AUDIT COMMITTEE

As on March 31, 2016, the Audit Committee of KRBL Limited comprises of following 4 (four) Members, all are Independent Non-Executive Directors:

Name	Designation	Category
Mr. Devendra Kumar Agarwal	Chairman	Non-Executive & Independent
Mr. Ashwani Dua	Member	Non-Executive & Independent
Mr. Shyam Arora	Member	Non-Executive & Independent
Mr. Vinod Ahuja	Member	Non-Executive & Independent

All the recommendation made by the Audit Committee were accepted by the Board of Directors. The Powers and role of the Audit Committee are included in Corporate Governance Report forming part of this Annual Report.

15. KEY MANAGERIAL PERSONNELS

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

S. No.	Name of KMPs	Designation
1.	Mr. Anil Kumar Mittal	Chairman & Managing Director
2.	Mr. Anoop Kumar Gupta	Joint Managing Director
3.	Mr. Arun Kumar Gupta	Joint Managing Director
4.	Mr. Ashok Chand	Whole Time Directors
5.	Ms. Priyanka Mittal	Whole Time Directors
6.	Mr. Rakesh Mehrotra	Chief Financial Officer
7.	Mr. Raman Sapra	Company Secretary

During the year there was no change (appointment or cessation) in the office of any KMP.

16. POLICY ON REMUNERATION OF DIRECTORS, KMPs, SENIOR MANAGEMENT PERSONNEL AND OTHER EMPLOYEES

The remuneration paid to the Directors is in accordance with the Nomination and Remuneration Policy of KRBL Limited formulated in accordance with Section 134(3)(e) and Section 178(3) of the Companies Act, 2013 read with Regulation 19 of SEBI Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force). The salient aspects covered in the Nomination and Remuneration Policy have been outlined below:

i) To identify the persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.

ii) To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, key managerial personnel and other employees of KRBL Limited.

iii) To formulate the criteria for evaluation of Independent Director and the Board.

iv) To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board and to determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

v) To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

vi) To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.

vii) To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

viii) To develop a succession plan for the Board and to regularly review the plan.

ix) To assist the Board in fulfilling responsibilities.

x) To implement and monitor policies and processes regarding principles of corporate governance.

The Nomination and Remuneration policy of KRBL Limited is available on the website of the company at the weblink *www.krblrice.com/policy-guidelines/nomination-renumeration-policy.pdf*.

17. NUMBER OF MEETINGS OF THE BOARD

During the Financial Year 2015-16, 5 (Five) Board meetings were held. For details thereof kindly refer to the section 'Board Meeting and Procedures - Details of Board Meetings held and attended by the directors during the financial year 2015-16, in the Corporate Governance Report forming part of this Annual Report.

18. PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

As the ultimate responsibility for sound governance and prudential management of a company lies with its Board, it is imperative that the Board remains continually energized, proactive and effective. An important way to achieve this is through an objective stock taking by the Board of its own performance.

The Board evaluated the effectiveness of its functioning and that of the Committees and of individual directors by seeking their inputs on various aspects of Board/Committee Governance.

The aspects covered in the evaluation included the contribution to and monitoring of corporate governance practices, participation in the long-term strategic planning and the fulfillment of Directors' obligations and fiduciary responsibilities, including but not limited to, active participation at the Board and Committee meetings.

The Companies Act, 2013 not only mandates board and directors evaluation, but also requires the evaluation to be formal, regular and transparent. Subsequently, SEBI Listing Regulations has also contained the provisions regarding requirement of performance evaluation of independent directors by the entire board of directors.

In accordance with the framework as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, the Board of Directors of the Company in its Meeting held on February 2, 2016, authorized the Nomination and Remuneration Committee to carry out the performance evaluation process.

The Independent Directors of the Company met separately without the presence of Non-Independent Directors and the members of management and reviewed, inter-alia, the performance of Non-Independent Directors and Board as a whole and the performance of the Chairman of the Company after taking into consideration the views of Executive and Non-Executive Directors.

In compliance with the provisions of SEBI Listing Regulations, the Board of Directors has also carried out evaluation of every independent director's performance during the year. Board members had submitted to Nomination and Remuneration Committee, their response on a scale from 5 (Excellent) to 1 (Performance Needs Improvement) for evaluating the entire Board, respective Committees of which they are members and of their peer Board members, including Chairman of the Board.

The Nomination and Remuneration Committee has also carried out evaluation of every Director's performance.

The Directors expressed their satisfaction with the evaluation process.

It was further acknowledged that every individual Member and Committee of the Board contribute its best in the overall growth of the organization.

19. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, the Directors confirm:

i) that in the preparation of the Annual Accounts for the year ended March 31, 2016, the applicable Accounting standards have been followed and that there are no material departures;

ii) that appropriate accounting policies have been selected and applied consistently and judgments and estimates that are reasonable and prudent have been made so as to give a true and fair view of the state of affairs as at March 31, 2016 and of the profit of the Company for the Financial year ended March 31, 2016;

iii) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv) that the annual accounts for the year ended March 31, 2016 have been prepared on a going concern basis;

v) that they had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

vi) that they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

20. DECLARATION BY INDEPENDENT DIRECTOR(S) AND RE-APPOINTMENT, IF ANY

All Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 read with SEBI Listing Regulations so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and SEBI Listing Regulations.

21. OPERATIONS, PERFORMANCE AND FUTURE OUTLOOK OF THE COMPANY

A detailed review of operations and performance and future outlook of the Company is given separately under the head 'Management Discussion & Analysis' pursuant to Regulation 34 read with Part B of Schedule V of SEBI Listing Regulations, is annexed and forms part of this Annual Report.

22. ENERGY CONSERVATION, RESEARCH AND DEVELOPMENT TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Pursuant to provisions of Section 134 of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, the details of activities in the nature of Energy Conservation, Research and Development, Technology Absorption and Foreign Exchange Earnings and Outgo is attached as '***Annexure 1***' which forms part of this Annual Report.

23. PARTICULARS OF REMUNERATION OF DIRECTORS AND KMP'S

A statement containing the details of the Remuneration of Directors and KMP's as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as '***Annexure 2***' which forms part of this Annual Report.

24. EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return in Form MGT-9 is attached as ***'Annexure 3'*** which forms part of this Annual Report.

25. AUDITORS AND AUDITORS' REPORT

i) STATUTORY AUDITORS

M/s. Vinod Kumar Bindal & Co., Chartered Accountants, having their office at Shiv Sushil Bhawan, D-219, Vivek Vihar Phase-1, New Delhi-110095, are the Statutory Auditors of the Company.

Pursuant to the resolution passed by the Members of the Company at the 21st Annual General Meeting (AGM) held on September 9, 2014, in respect of appointment of M/s. Vinod Kumar Bindal & Co., Chartered Accountants, as Statutory Auditors of the Company, to hold the office till the conclusion of the AGM to be held in the year 2017 and as required under the provisions of Companies Act, 2013, a resolution seeking members approval for the ratification and confirmation of the appointment of M/s. Vinod Kumar Bindal & Co., Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of the 24th Annual General Meeting to be held in the year 2017 forms part of the Notice convening the Annual General Meeting of the Company.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

ii) COST AUDITORS

As per Section 148 of the Companies Act, 2013 read with notification issued by Ministry of Corporate Affairs regarding the Cost Audit of Power Generation segment, the Company is required to have the audit of its cost records conducted by a Cost Accountant in Practice. In this connection, the Audit Committee of KRBL Limited has recommended to the Board of Directors and the Board of Directors has approved the re-appointment of M/s. HMVN & Associates, Cost Accountants, having their office at, 1011, Pearls Best Heights-II, C-9, Netaji Subhash Place, Pritampura, Delhi-110034, as Cost Auditors of the Company to conduct the Cost Audit Functions for the financial year 2016-17.

As required under the provisions of Companies Act, 2013, a resolution seeking members approval for the remuneration payable to the Cost Auditors forms part of the Notice convening the Annual General Meeting of the Company.

The Cost Audit Report for the financial year 2014-15 was filed with Ministry of Corporate Affairs.

iii) SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s DMK Associates, Company Secretaries, having their office at, 31/36 Basement, Old Rajender Nagar, Delhi-110060, to undertake the Secretarial Audit functions of the Company.

The Secretarial Audit Report submitted by M/s DMK Associates in the prescribed form MR- 3 is attached as '***Annexure 4***' which forms part of this Annual Report.

As per the observation as given by the Secretarial Auditors regarding the Non-Composition of Board, the explanation to the same has been given to the Secretarial Auditors which forms part of the Secretarial Audit Report and the detailed explanation is also being given in under the head Board of Directors under Size and Composition of Board in the Corporate Governance Report which forms part of this Annual Report.

As per the observation as given by the Secretarial Auditors regarding the CSR Amount not spent by the company, the explanation to the same has been given to the Secretarial Auditors which forms part of the Secretarial Audit Report and the detailed justification to the same is also being given in Annexure 5 under Annual Report on CSR Activities which forms part of the Directors Report.

26. CORPORATE GOVERNANCE

At KRBL Limited, it is our firm belief that the quintessence of Good Corporate Governance lies in the phrase 'Your Company'. It is 'Your Company' because it belongs to you – the stakeholders. The Chairman and Directors are 'Your' fiduciaries and trustees.

Your Company has evolved and followed the corporate governance guidelines and best practices sincerely to not just boost long-term shareholder value, but to also respect minority rights. We consider it our inherent responsibility to disclose timely and accurate information regarding our financials and performance, as well as the leadership and governance of the Company.

Your Company is devoted to benchmarking itself with global standards for providing Good Corporate Governance. The Companies Act, 2013 and SEBI Listing Regulations have strengthened the governance regime in the country. Your Company is in compliance with the governance requirements provided under the new law and listing regulations.

The Board has also evolved and implemented a Code of Conduct based on the principles of Good Corporate Governance and best management practices being followed globally. The Code is available on the Company's website at the web link: www.krblrice.com/policyguidelines/code_of_business_conduct_ethics.pdf. A separate section titled 'Report on Corporate Governance' has been included in this Annual Report along with Auditors Certificate on Corporate Governance.

The Company has also adopted the below mentioned policies and Codes in line with new governance requirements:

- Policy on Preservation of Documents of KRBL Limited.
- Nomination and Remuneration Policy.
- Vigil Mechanism (Whistle Blower Policy).
- Corporate Social Responsibility Policy.
- Dividend Policy.
- Policy for Determination of Materiality.
- Policy on Related Party Transactions.
- Policy for Determining Material Subsidiaries.
- Board Diversity Policy.
- Code of Fair Disclosure.
- Code of Conduct to Regulate, Monitor and Report Trading by Insiders.
- Code of Business Conduct and Ethics for The Board of Directors, Senior Management Personnel and Other Employees.

All the above mentioned policies are available on the Company's website *www.krblrice.com* under the head Investor Relations.

27. CORPORATE SOCIAL RESPONSIBILITY (CSR)

KRBL Limited believes sustained growth of business lies on triple bottom line that is growth of people around our operation, protection of environment where we operate and profit from our business. We understand wellbeing of the community around our business helps in growth of business and hence we value people around our operational locations and promote inclusive growth.

We endeavour to serve the society and achieve excellence. We continue to remain focused on improving the quality of life and engaging communities through ensuring environment sustainability, promoting healthcare, promoting education and many more activities.

Pursuant to Section 135 of the Companies Act, 2013, and the relevant rules, the Company is having in place the Corporate Social Responsibility (CSR) Committee under the chairmanship of Mr. Anil Kumar Mittal, Chairman and Managing Director. The other members of the Committee are Mr. Anoop Kumar Gupta, Joint Managing Director and Ms. Priyanka Mittal, Whole Time Director and Mr. Ashwani Dua, Independent Non-Executive Director.

The Company's policy on CSR envisages expenditure in areas falling within the purview of Schedule VII of the Companies Act, 2013. The detailed CSR policy is available on the company's website at the weblink: *www.krblrice.com/policy-guidelines/policy-corporate-social-reponsiblity.pdf*.

During the year Company was involved in various CSR activities. The Annual Report on CSR activities is attached as '***Annexure 5***' which forms part of this report.

28. INTERNAL FINANCIAL CONTROL SYSTEM

According to Section 134(5)(e) of the Companies Act, 2013, the term Internal Financial Control (IFC) means the policies and procedures adopted by the company for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

The Company has a well-placed, proper and adequate internal financial control system which ensures that all assets are safeguarded and protected and that the transactions are authorized, recorded and reported correctly.

Your Company has appointed M/s. Ernst & Young LLP ("EY"), Golf View Corporate Tower-B, Sector-42, Sector Road, Gurgaon-122002, Haryana, as the Internal Auditors of the Company w.e.f October 1, 2015, to focus on review of business processes and suggest improvements as applicable.

Independence of the audit and compliance is ensured by direct reporting of Internal Audit Team to the Audit Committee of the Board.

29. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Companies Act, 2013 re-emphasizes the need for an effective Internal Financial Control system in the Company. The system should be designed and operated effectively. Rule 8(5)(viii) of Companies (Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board`s report.

To ensure effective Internal Financial Controls the Company has laid down the following measures:

- All operations are executed through Standard Operating Procedures (SOPs) in all functional activities for which key manuals have been put in place. The manuals are updated and validated periodically.
- The Company's books of accounts are maintained in SAP and transactions are executed through SAP (ERP) setups to ensure correctness/effectiveness of all transactions, integrity and reliability of reporting.
- The Company has a comprehensive risk management framework.
- The Company has in place a well-defined Vigil Mechanism (Whistle Blower Policy).
- Compliance of secretarial functions is ensured by way of secretarial audit.
- Compliance relating to cost records of the company is ensured by way of cost audit.

30. RISK MANAGEMENT

A key factor in determining a company's capacity to create sustainable value is the risks that the company is willing to take (at strategic and operational levels) and its ability to manage them effectively. Many risks exist in a company's operating environment and they emerge on a regular basis. The Company's Risk Management processes focuses on ensuring that these risks are identified on a timely basis and addressed.

The company has laid down a risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process. A detailed exercise is being carried out to identify, evaluate, manage and monitor and non-business risks.

31. ADOPTION OF NEW ARTICLES OF ASSOCIATION OF YOUR COMPANY

During the financial year 2015-16, the new Articles of Association of your Company were adopted with the prior approval of shareholders in accordance with the provisions of the Companies Act, 2013 read with the Rules thereunder.

32. RATINGS

The Company received various ratings, which are as follows:

- **ICRA:** In September 2015, "ICRA" has reviewed and reaffirmed [ICRA] AA- (pronounced as ICRA AA Minus) rating for Term Loan Facilities & Fund Based facilities and A1+ (pronounced as ICRA A one plus) for Non Fund Based Facilities.
- **ICRA:** In May 2016, "ICRA" has also reviewed and reaffirmed [ICRA] A1+ (pronounced as ICRA A one plus) rating for Commercial Paper (CP) programme for ₹ 400 Crores.

33. DISCLOSURE ON DEPOSITS UNDER CHAPTER V

The Company has neither accepted nor renewed any deposits during the Financial Year 2015-16 in terms of Chapter V of the Companies Act, 2013. Further, the Company is not having any unpaid or unclaimed deposits at the end of the Financial Year.

34. PERSONNEL

During the year under review, no employees, whether employed for the whole or part of the year, was drawing remuneration exceeding the limits as laid down u/s Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Hence the details required under Section 197(12) are not required to be given.

35. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company is committed to provide a protective environment at workplace for all its women employees. To ensure that every woman employee is treated with dignity and respect and as mandated under "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" the Company has in place a formal policy for prevention of sexual harassment at work place and the Company has also Constituted the Internal Complaint Committee across all its locations in Compliance with the requirement of the Act.

The Company has not received any Complaints on Sexual Harassment during the year. The Internal Complaints Committees of the Company has also submitted its Annual Report on Sexual Harassment to Mr. Anoop Kumar Gupta, Joint Managing Director, and also to Concerned District officer where the Committee locates declaring that no Complaints were received during the year.

36. DEPOSITORY SYSTEMS

As the members are aware, the Company's shares are compulsorily tradable in electronic form. As on March 31, 2016, almost 99.83% of the Company's Paid-up Capital representing 23,49,90,406 Equity Shares are in dematerialized form with both the depositories.

Your Company has established connectivity with both depositories – National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). In view of the numerous advantages offered by the depository system, members holding Shares in physical mode are requested to avail of the dematerialization facility with either of the depositories.

Your Company has appointed M/s. Alankit Assignments Limited, a Category-I SEBI registered R&T Agent as its Registrar and Share Transfer Agent across physical and electronic alternative.

37. CHANGE IN CAPITAL STRUCTURE AND LISTING OF SHARES

The Company's shares are listed and actively traded on the below mentioned Stock Exchanges:

I. National Stock Exchange of India Limited (NSE)

"Exchange Plaza" C-1, Block G,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051

II. BSE Limited (BSE)

Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai – 400 001

During the year under review there is no Change in Capital Structure and Listing of Shares.

38. PARTICULARS OF LOAN(S), GUARANTEE(S) OR INVESTMENT(S) UNDER SECTION 186 OF THE COMPANIES ACT, 2013

During the financial year ended March 31, 2016, the Company has neither made any investment(s) nor given any loan(s) or guarantee(s) or provided any security.

39. CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188(1) OF THE COMPANIES ACT, 2013

During the financial year 2015-16, your Company has entered into transactions with related parties as defined under Section 2(76) of the Companies Act, 2013, read with Companies (Specification of Definitions Details) Rules, 2014, all of which were in the ordinary course of business and on arm's length basis and in accordance with the provisions of the Companies Act, 2013, read with the Rules issued thereunder and the SEBI Listing Regulations. Further, there were no transactions with related parties which qualify as material transactions under the SEBI Listing Regulations.

The details of the related party transactions as per Accounting Standard 18 are set out in Note 30.24 to the Standalone Financial Statements forming part of this report.

The Company has also adopted a Related Party Transactions Policy. The Policy, as approved by the Board, is uploaded on the Company's website at the weblink: *www.krblrice.com/policy-guidelines/policy-related-party.pdf*.

40. DISCLOSURE ON VIGIL MECHANISM (WHISTLE BLOWER POLICY)

Pursuant to Regulation 22 of SEBI Listing Regulations, your Company has established a mechanism called 'Vigil Mechanism (Whistle Blower Policy)' for directors and employees to report to the appropriate authorities of unethical behaviour, actual or suspected, fraud or violation of the Company's code of conduct or ethics policy and provides safeguards against victimization of employees who avail the mechanism. The policy permits all the directors and employees to report their concerns directly to the Chairman of the Audit Committee of the Company.

'The Vigil Mechanism (Whistle Blower Policy)' as approved by the Board, is uploaded on the Company's website at the weblink *www.krblrice.com/policy-guidelines/vigilmechanism-whistleblower-policy.pdf*.

41. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERNS STATUS AND COMPANY'S OPERATIONS IN FUTURE

The Company has not received any significant or material orders passed by any Regulatory Authority, Court or Tribunal which shall impact the going concern status and Company's operations in future.

42. INDUSTRIAL RELATIONS

The Company maintained healthy, cordial and harmonious industrial relations at all levels. Despite severe competition, the enthusiasm and unstinting efforts of the employees have enabled the Company to remain at the forefront of the Industry. It has taken various steps to improve productivity across organization.

Your Company continued to receive co-operation and unstinted support from the distributors, retailers, stockists, suppliers and others associated with the Company as its trading partners. The Directors wish to place on record their appreciation for the same and your Company will continue in its endeavor to build and nurture strong links with trade, based on mutuality, respect and co-operation with each other and consistent with consumer interest.

43. APPRECIATION

It is our strong belief that caring for our business constituents has ensured our success in the past and will do so in future. The Board acknowledges with gratitude the co-operation and assistance provided to your company by its bankers, Financial institutions, and government as well as Non-Government agencies. The Board wishes to place on record its appreciation to the contribution made by employees of the company during the year under review. The Company has achieved impressive growth through the competence, hard work, solidarity, cooperation and support of employees at all levels. Your Directors thanks the customers, clients, vendors and other business associates for their continued support in the Company's growth.

The Board also takes this opportunity to express its deep gratitude for the continued co-operation and support received from its valued shareholders.

for **and on behalf of the Board of Directors**

Sd/-
Anil Kumar Mittal
Chairman & Managing Director
DIN-00030100

Place : Noida, Uttar Pradesh
Date : July 23, 2016

INDIA GATE
BASMATI RICE

Annexure-1

DISCLOSURE PURSUANT TO SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014

A. CONSERVATION OF ENERGY

(a) Energy Conservation Measures Taken:

Your Company is committed to continuously reduce energy consumption at its various units. Besides sustaining previous year initiatives, new measures were implemented during the year under report. Your Company has been striving to ensure environment friendly initiatives when implementing various projects on energy saving at its units. List of initiatives taken in this regard are as under:

At Ghaziabad Unit of KRBL Limited:

Following are the key changes done during the year to conserve energy and to provide automation for optimum production:

i) Installation of Variable Frequency Drive on New Cooling Tower Pump and Fan.

ii) Installation of Power Capacitors for improvement of Power Factor.

iii) Replacement of 28 watt tube lights with the 18 watt LED lights for indoor illumination in the plant.

iv) Replacement of Mercury/ Sodium conventional lights with the new generation LED lights .

v) Installation of Steam Flow Meter in the process plant for accurate measurement of steam and to optimize the process use.

vi) Synchronization of air compressor for optimum use of this resource.

vii) Installation of temperature transmitter on the condenser's inlet water temperature for optimum running of cooling tower fan.

viii) Reuse of Treated effluent.

ix) By the installation of various number of steam traps on the steam lines either in the process plant or on the steam line, which increases the maximize reuse of condensate water.

x) Reduces the power consumption on the Blower by the use VFD.

xi) By the recirculation of Boiler Bank's and APH ash into the furnace which reduces the problem of un burnt fuel and increasing the boiler efficiency.

At Dhuri Unit of KRBL Limited:

Following are the key changes done during the year to conserve energy and to provide automation for optimum production:

i) Started using Low Pressure Steam instead of High Pressure Steam in Furfural Reactors.

ii) Started recycling Furfural Plant distillation light ends and pitch residue in husk fired steam boilers as a fuel.

iii) Started heating soaking water for Golden Sella with waste heat instead of live steam.

iv) Started using flash steam for dryer air heating in berico plant as well as both sella plants.

v) VFD's installed on ETP sludge recirculation/transfer pumps and equalization tanks air blowers.

vi) VFD's installed on LP steam boiler feed water pumps.

vii) VFD's installed on New Sella Plant cleaner, bag filters and dryers air circulation fans.

(b) Additional Investments and proposals, if any, being implemented for reduction of consumption of energy: Nil

(c) Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods: Energy conservation measures have helped the Company in its drive towards cost reduction substantially.

Disclosure of Particulars with Respect to Conservation of Energy: 2015-16

(a) Power and Fuel Consumption

S. No.	Particulars			Current Year	Previous Year	Reason for Variation
1.	**Electricity**					
	(A)	**Purchased**				
		Unit		24,91,400	30,20,762	
		Total Amount		1,80,09,259	2,05,37,710	Increase in Own Production through steam turbine.
		Rate/Unit		7.23	6.80	
	(B)	**Own Generation**				
		(i)	Through Diesel Generator (DG)			
			Unit	4,95,606	11,56,793	
			Units Per ltrs. of Diesel Oil	3.13	3.31	Dependency on DG generated electricity is decreased
			Cost/Unit	14.17	16.73	
		(ii)	Through Steam Turbine			
			Unit	5,75,27,998	4,75,49,681	
			Husk/Unit (in KG)	1.41	1.50	Increase in Production
			Cost/Unit	4.75	6.41	

S. No.	Particulars	Current Year	Previous Year	Reason for Variation
2.	**Coal (Specify quantity and where used)**			
	Quantity (Tonnes)	-	-	-
	Total Cost	-	-	-
	Average Rate	-	-	-
3.	**Furnace Oil**			
	Quantity (k. ltrs.)	-	-	-
	Total Cost	-	-	-
	Average Cost	-	-	-
4.	**Other/Internal Generation**			
	Quantity	-	-	-
	Total Cost	-	-	-
	Rate/Unit	-	-	-

(b) Total Energy Consumption and Energy Consumption Per MT of Production:

Total Energy Consumption is as under: **(In Units)**

Particulars	As at March 31, 2016	As at March 31, 2015
Production Unit-Ghaziabad	1,93,01,897	1,77,53,663
Production Unit-Dhuri	3,58,08,338	2,90,54,274

Energy Consumption Per MT of Production is as under: **(In Units)**

Particulars	As at March 31, 2016	As at March 31, 2015
Production Unit-Ghaziabad		
Paddy Milling	75	72
Production Unit-Dhuri		
Paddy milling	66	70
Rice Bran Oil	213	224
Rice	101	110

B. RESEARCH AND DEVELOPMENT (R & D)

Disclosure of Particulars with Respect to Research and Development (R & D): 2015-16

a) Your Company continues to pursue innovation and applied research as means to sustain its global leadership in a competitive environment. Following are the areas in which the R&D is being carried out by the Company in the Financial Year 2015-16:

i) Development, testing and specification setting of packaging materials.

ii) Formulation and evaluation of Agricultural inputs to enhance farm productivity, crop quality and for other such applications.

b) Benefits derived as a result of the above R&D:

i) Cost reduction, import substitution and strategic resource management.

ii) Quality evaluation of finished products and raw materials.

iii) Ensuring product quality.

iv) Entering new market segments.

c) Future plan of action:

Your Company's creative & innovation team will continue to work on energy efficient process like:

i) Reducing packaging weight / volume.

ii) Roll out of new range of differentiated products of international quality.

iii) Improvement of process and resource use efficiencies.

iv) Enlarge the scope of Agri-inputs options.

v) All the efforts are being continued in the directions of product/process development as mentioned above.

d) Expenditure on R & D (₹ in Lacs)

Your Company has incurred the following expenditure on R & D in the Financial Year 2015-16:

i)	Capital	Nil	(P.Y. Nil)
ii)	Recurring	369.31	(P.Y. 357.66)
iii)	Total	369.31	(P.Y. 357.66)
iv)	Total R&D expenditure as a percentage of total turnover	0.11%	(P.Y. 0.11%)

C. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

Disclosure of Particulars with Respect to Technology Absorption, Adaptation and Innovation: 2015-16

a) Efforts, in brief, made towards technology absorption, adaptation and innovation:

Technologies were successfully absorbed, resulting in a high production and new product development to meet existing and new customer requirements.

Technology innovations were successfully implemented to increase production and reduce the consumption of raw material, energy and utilities.

b) Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc.:

Low density Boiler was commissioned to cope with existing turbine depending on the usage.

c) Imported Technology (imported during the last three year reckoned from the beginning of the financial year):

I) Technology Imported (during the Financial year 2015-16):

i) During the Financial year 2015-16, Company has imported Capital Goods like Wet Holding Bin, Carter Day Indent Cylinders, Komatsu Diesel Engine Forklift Truck, Rice Polisher with standard Accessories, Combilift, Sortex Electronic Auto Colour Sorting, Toyota Internal Combustion Engine Forklift Truck from USA, Japan, Thailand, Ireland and U.K. Hongkong, China U.K. and Japan and Spares of Capital Goods like Spare Parts for Steam Turbine, Wood Frame Bottom for Destoner Part, Wood Frame Top for Destoner Part, Screen (with Teflon Coating) from Japan, Spain and Thailand.

ii) Has technology been fully absorbed: Yes, Technology imported was fully absorbed.

iii) If not fully absorbed, areas where this has not taken place, reasons therefore and future plans of action: N.A.

II) Technology Imported (during the financial year 2014-15):

i) During the Financial year 2014-15, Company has imported Plant & Machinery and Spares of Capital Goods like Furniture, Sortex Colour Sorting Machine, Hard Bound Marketing Broucher, Spare parts for Steam Turbine, Spare Parts of Rice Dryer Machine from Hongkong, China U.K. and Japan.

ii) Has technology been fully absorbed: Yes, Technology imported was fully absorbed.

iii) If not fully absorbed, areas where this has not taken place, reasons therefore and future plans of action: N.A.

III) Technology Imported (during the financial year 2013-14):

i) During the Financial year 2013-14, Company imported Plant & Machinery, Capital Goods, and Spares of Capital Goods like New Komatsu Diesel Forklift Trucks, Sortex Colour Sorting Machine with S Module, Woven Wire Screens, Separating Trays, Furniture,Automatic Packaging System from Japan, U.K., USA, Thailand, China etc.

ii) Has technology been fully absorbed: Yes, Technology imported was fully absorbed.

iii) If not fully absorbed, areas where this has not taken place, reasons therefore and future plans of action: N.A.

D. FOREIGN EXCHANGE EARNINGS AND OUTGO

Disclosure of Particulars with respect to Foreign Exchange Earnings and Outgo: 2015-16

i) Activities relating to exports, initiatives taken to increase exports, development of new export markets for products, services and export plans:

The Company major income comes from rice, which are sold throughout the world and company highly professional teams of marketing personnel, distributors, dealers and retailers continuously steering the Company's growth strategy in the global markets. Company Brand India Gate continued to command a significant premium over most other brands in the Global industry. Company's other brand is also have overwhelming response in overseas market.

Your Company is certified as BRC for meeting the requirements of Global Standard for Food Safety issued by SGS and also meeting the requirements of the SQF Code, 7th Edition, for Comprehensive Safety and Quality Management System. Your Company is also certified by SGS for Food Safety System Certification, 22000 – a clear endorsement of its strong quality thrust.

ii) Total foreign exchange used and earned:

The Company is engaged continuously in exploring new international markets. During the year under review, the Company reported exports (FOB value) of ₹ 1,75,300.17 Lacs (P.Y. ₹ 1,22,489.86 Lacs) on Standalone basis.

Further, the Company, on Standalone basis, expended ₹ 2,375.67 Lacs (P.Y. ₹ 2,364.45 Lacs) in foreign exchange while earnings in foreign exchange on mercantile basis were ₹ 1,75,459.36 Lacs (P.Y. ₹ 1,22,698.20 Lacs). Thus the net inflow in foreign exchange was ₹ 1,73,083.69 Lacs (P.Y. ₹ 1,20,333.75 Lacs) during the year under review.

for **and on behalf of the Board of Directors**

Sd/-
Anil Kumar Mittal
Chairman & Managing Director
DIN-00030100

Place : Noida, Uttar Pradesh
Date : July 23, 2016

Annexure-2

DETAILS UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

PARTICULARS OF REMUNERATION

A. The Ratio of the Remuneration of each Director to the Median Remuneration of the Employees of the Company for the Financial Year 2015-16:

S. No.	Nature of Directorships Held & Name of Directors	Ratio of Median Remuneration
1	**Executive Directors**	
a)	Mr. Anil Kumar Mittal	43.30 : 1
b)	Mr. Arun Kumar Gupta	43.30 : 1
c)	Mr. Anoop Kumar Gupta	43.30 : 1
d)	Mr. Ashok Chand	15.44 : 1
e)	Ms. Priyanka Mittal	24.42 : 1
2	**Non-Executive Directors**	
a)	Mr. Ashwani Dua	Nil
b)	Mr. Devendra Kumar Agarwal	Nil
c)	Dr. Narpinder Kumar Gupta*	Nil
d)	Mr. Shyam Arora	Nil
e)	Mr. Vinod Ahuja	Nil

** Dr. Narpinder Kumar Gupta, Independent Non-Executive Director, has resigned from the Directorship w.e.f. January 19, 2016.*

B. The Percentage Increase in Remuneration of each Director, Chief Financial Officer, Company Secretary, if any, in the Financial Year 2015-16:

S. No.	Name of Person	% Increase in remuneration
1.	Mr. Anil Kumar Mittal	Nil
2.	Mr. Arun Kumar Gupta	Nil
3.	Mr. Anoop Kumar Gupta	Nil
4.	Mr. Ashok Chand	Nil
5.	Mr. Ashwani Dua	Nil
6.	Mr. Devendra Kumar Agarwal	Nil
7.	Ms. Priyanka Mittal	18%
8.	Mr. Shyam Arora	Nil
9.	Mr. Vinod Ahuja	Nil
10.	Mr. Rakesh Mehrotra, Chief Financial Officer	12%
11.	Mr. Raman Sapra, Company Secretary	17%

C. The Percentage Increase in the Median Remuneration of Employees in the Financial Year 2015-16: .13%

D. The Number of Permanent Employees on the rolls of Company: 2080

E. The Explanation on the Relationship between Average Increase in Remuneration and Company Performance: On an average, employees received an increase of 13%. The increase in remuneration is in line with the market trends. In order to ensure that remuneration reflects company performance, the performance pay is linked to organization performance.

F. Comparison of the Remuneration of the Key Managerial Personnels Against the Performance of the Company:

Particulars	₹/Lac
Remuneration of Key Managerial Personnels (KMPs) during financial year 2015-16 (aggregated)	324.84
Revenue from operations	3,35,884.50
Remuneration (as % of revenue)	0.10%
Profit before tax (PBT)	46,398.44
Remuneration (as % of PBT)	0.70%

G. Variations in the Market Capitalization of the Company, Price Earnings Ratio, Earning Per Share (EPS) and Percentage Increase in the Market Share of the Company as at the Closing Rate of the Current Financial Year and Previous Financial Year:

Particulars	Unit	As at March 31, 2016	As at March 31,2015	Variation
Closing rate of share at BSE	₹	220.60	166.75	32%
EPS (Consolidated)	₹	14.32	13.67	5%
Market Capitalization	₹/Lac	5,19,270.10	3,92,512.64	32%
Price Earnings Ratio	Ratio	15.41	12.20	26%

H. Average Percentile Increase already made in the Salaries of Employees other than the Managerial Personnel in the last Financial Year and its Comparison with the Percentile Increase in the Managerial Remuneration: The average increase in salaries of employees other than managerial personnel in 2015-16 was 13%, Percentage increase in the managerial remuneration for the year was 2%

I. Comparison of Each Remuneration of the Key Managerial Personnel against the Performance of the Company:

Particulars	Executive Directors	Chief Financial Officer	Company Secretary
	₹/Lac	₹/Lac	₹/Lac
Remuneration	282.29	35.40	7.15
Revenue	3,35,884.50	3,35,884.50	3,35,884.50
Remuneration (as % of revenue)	0.08%	0.01%	0.002%
Profits before tax (PBT)	46,398.44	46,398.44	46,398.44
Remuneration (as % of PBT)	0.61%	0.08%	0.02%

J. The Key Parameters for any Variable Component of Remuneration Availed by the Directors: Not applicable.

K. The Ratio of the Remuneration of the Highest Paid Director to that of the Employees who are not Directors but receive Remuneration in excess of the Highest Paid Director during the year: Not applicable.

L. Affirmation that the remuneration is as per the remuneration policy of the Company: The Company's remuneration policy is driven by the success and performance of the individual employees and the Company. Through its compensation package, the Company endeavours to attract, retain, develop and motivate a high performance staff. Individual performance pay is determined by business performance and the performance of the individuals measured through the annual appraisal process. The Company affirms remuneration is as per the remuneration policy of the Company.

M. Pecuniary Relationship or Transactions of Non-Executive Directors: During the year, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company.

for **and on behalf of the Board of Directors**

Sd/-
Anil Kumar Mittal
Chairman & Managing Director
DIN-00030100

Place : Noida, Uttar Pradesh
Date : July 23, 2016

Annexure-3

Form MGT-9
EXTRACT OF ANNUAL RETURN
AS ON THE FINANCIAL YEAR ENDED 31.03.2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

S. No.	Particulars	
1.	CIN	L01111DL1993PLC052845
2.	Registration Date	30/03/1993
3.	Name of the Company	KRBL Limited
4.	Category / Sub-Category of the Company	Public Limited company /Indian Non Government Company
5.	Address of the Registered office and contact details	5190, Lahori Gate, Delhi, 110006 Tel : (011) 23968328, Fax : (011) 23968327 Email id- investor@krblindia.com Website : www.krblrice.com
6.	Whether listed company	Yes
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Alankit Assignments Limited Alankit Heights, 1E/13, Jhandewalan Extension, New Delhi-110055 TEL: (011)-42541955, 59, Fax : (011)-23552001 Email id- ramap@alankit.com Website : www.alankit.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

Business activities of the company contributing 10% or more of the total turnover is stated below:-

S. No.	Name and Description of main Products / Services	NIC Code of the Product/ Service	% to total turnover of the company
1.	Rice	10612	94%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: -

S. No.	Name and Address of the Company	CIN/GLN/License No.	Holding/Subsidiary/ Associate	% of Shares Held	Applicable Section
1.	KRBL DMCC Unit No. AG-14-K. Floor no 14, AG Tower (Silver), Plot No.11, Jumeirah Lake Tower P.O. Box: 116461, Dubai, United Arab Emirates	Trade License No. DMCC-30637	Subsidiary	100%	2(87)(ii)
2.	K B Exports Pvt. Ltd. 5190, Lahori Gate, Delhi-110006	CIN: U70200DL1998PTC096113	Subsidiary	70%	2(87)(ii)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Shareholding:

Category of Shareholders	No. of Shares held at the beginning of the year (As on April 01, 2015)				No. of Shares held at the end of the year (As on March 31, 2016)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTERS									
(1) Indian									
a) Individuals/HUF	11,05,26,024	-	11,05,26,024	46.95%	11,05,26,024	-	11,05,26,024	46.95%	-
b) Central Govt./ State Govt.	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	2,79,13,892	-	2,79,13,892	11.86%	2,79,13,892	-	2,79,13,892	11.86%	-
d) Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):	**13,84,39,916**	**-**	**13,84,39,916**	**58.81%**	**13,84,39,916**	**-**	**13,84,39,916**	**58.81%**	**-**
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	-	-	-	-	-	-	-	-	-
d) Banks / Financial Institutions	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A) = (A) (1)+(A)(2)	**13,84,39,916**	**-**	**13,84,39,916**	**58.81%**	**13,84,39,916**	**-**	**13,84,39,916**	**58.81%**	**-**
B. PUBLIC SHAREHOLDING									
1. Institutions									
a) Mutual Funds / UTI	-	3,000	3,000	-	43,353	3,000	46,353	0.02%	0.02%
b) Financial Institutions / Banks	53,491	-	53,491	0.02%	42,377	-	42,377	0.02%	-
c) Central Government / State Government(s)	20	-	20	-	20	-	20	-	-
d) Venture Capital Funds	-	-	-	-	-	-	-	-	-
e) Insurance Companies	-	-	-	-	-	-	-	-	-
f) Foreign Institutional Investors	1,29,61,393	-	1,29,61,393	5.51%	30,26,073	-	30,26,073	1.28%	(4.23%)
g) Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
h) Qualified Foreign Investors	4,56,014	-	4,56,014	0.19%	-	-	-	-	(0.19%)
i) Foreign Portfolio Investor	7,75,660	-	7,75,660	0.33%	1,22,43,728	-	1,22,43,728	5.20%	4.87%
j) Any Other (Specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):	**1,42,46,578**	**3,000**	**1,42,49,578**	**6.05%**	**1,53,55,551**	**3,000**	**1,53,58,551**	**6.52%**	**0.47%**
2. Non-Institutions									
a) Bodies Corporates									
i) Indian	40,26,061	13,000	40,39,061	1.72%	35,33,747	13,000	35,46,747	1.51%	(0.21%)
ii) Overseas	2,29,00,000	-	2,29,00,000	9.73%	2,29,00,000	-	2,29,00,000	9.73%	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 2 lacs	1,89,77,449	3,98,947	1,93,76,396	8.23%	1,67,24,025	3,83,486	1,71,07,511	7.27%	(0.96%)
ii) Individual shareholders holding nominal share capital in excess of ₹ 2 lacs	1,78,61,027	-	1,78,61,027	7.59%	1,99,44,756	-	1,99,44,756	8.47%	0.88%

Category of Shareholders	No. of Shares held at the beginning of the year (As on April 01, 2015)				No. of Shares held at the end of the year (As on March 31, 2016)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
c) Others									
i) Foreign Nationals	1,61,00,000	-	1,61,00,000	6.84%	1,61,00,000	-	1,61,00,000	6.84%	-
ii) NRI	11,68,640	-	11,68,640	0.50%	9,55,767	-	9,55,767	0.41%	(0.09%)
iii) Clearing House/Clearing Member	1,47,689	-	1,47,689	0.06%	2,83,682	-	2,83,682	0.12%	0.06%
iv) NBFC Registered with RBI	3,04,528	-	3,04,528	0.13%	1,12,630	-	1,12,630	0.05%	(0.08%)
v) Limited Liability Partnership	2,000	-	2,000	-	42,892	-	42,892	0.02%	0.02%
vi) Hindu Undivided Family/ Association of Persons	8,01,057	-	8,01,057	0.34%	5,95,940	-	5,95,940	0.25%	(0.09%)
vii) Trust	-	-	-	-	1,500	-	1,500	-	-
Sub-total (B)(2):	**8,22,88,451**	**4,11,947**	**8,27,00,398**	**35.14%**	**8,11,94,939**	**3,96,486**	**8,15,91,425**	**34.67%**	**(0.47%)**
Total Public Shareholding (B)=(B)(1)+(B)(2)	**9,65,35,029**	**4,14,947**	**9,69,49,976**	**41.19%**	**9,65,50,490**	**3,99,486**	**9,69,49,976**	**41.19%**	**-**
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	**23,49,74,945**	**4,14,947**	**23,53,89,892**	**100.00%**	**23,49,90,406**	**3,99,486**	**23,53,89,892**	**100.00%**	**-**

(ii) Shareholding of Promoters:

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	
Individuals/HUF								
1.	Rashi Gupta	1,50,000	0.06%	-	1,50,000	0.06%	-	-
2.	Neha Gupta	1,80,000	0.08%	-	1,80,000	0.08%	-	-
3.	Priyanka Mittal	2,50,000	0.11%	-	2,50,000	0.11%	-	-
4.	Ayush Gupta	4,00,000	0.17%	-	4,00,000	0.17%	-	-
5.	Akshay Gupta	4,00,000	0.17%	-	4,00,000	0.17%	-	-
6.	Tara Devi	19,00,000	0.81%	-	-	-	-	(0.81%)
7.	Anil Kumar Mittal C/o Anil Kumar Mittal (HUF)	36,00,000	1.53%	-	36,00,000	1.53%	-	-
8.	Kunal Gupta	41,00,000	1.74%	-	41,00,000	1.74%	-	-
9.	Ashish Mittal	46,00,000	1.95%	-	46,00,000	1.95%	-	-
10.	Arun Kumar Gupta C/o Arun Kumar Gupta (HUF)	48,50,000	2.06%	-	48,50,000	2.06%	-	-
11.	Anulika Gupta	55,50,000	2.36%	-	55,50,000	2.36%	-	-
12.	Binita Gupta	67,00,000	2.85%	-	67,00,000	2.85%	-	-
13.	Preeti Mittal	69,00,000	2.93%	-	69,00,000	2.93%	-	-
14.	Anil Kumar Mittal C/o. Bhagirath Lal (HUF)	71,00,000	3.02%	-	71,00,000	3.02%	-	-
15.	Anoop Kumar Gupta C/o Anoop Kumar Gupta (HUF)	73,00,000	3.10%	-	73,00,000	3.10%		-
16.	Anil Kumar Mittal	1,84,90,648	7.86%	-	1,91,23,982	8.12%		0.27%
17.	Anoop Kumar Gupta	1,88,96,876	8.03%	-	1,95,30,209	8.30%		0.27%
18.	Arun Kumar Gupta	1,91,58,500	8.14%	-	1,97,91,833	8.41%	-	0.27%
Bodies Corporate								
19	Radha Raj Ispat Pvt. Ltd.	2,79,13,892	11.85%	-	2,79,13,892	11.86	-	-
Total Shareholding of Promoters		**13,84,39,916**	**58.81%**	**-**	**13,84,39,916**	**58.81**	**-**	**-**

(iii) Change in Promoters' Shareholding:

S. No	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	**Tara Devi**				
	At the beginning of the year	19,00,000	0.81%	19,00,000	0.81%
	Inter-se Transfer on 15/02/2016	19,00,000	0.81%	19,00,000	0.81%
	At the End of the year	Nil	Nil	Nil	Nil
2.	**Anoop Kumar Gupta**				
	At the beginning of the year	1,88,96,876	8.03%	1,88,96,876	8.03%
	Inter-se Transmission/ Acquired on 15/02/2016	19,00,000	0.81%	2,07,96,876	8.84%
	Inter-se Transfer on 14/03/2016	12,66,667	0.54%	1,95,30,209	8.30%
	At the End of the year	1,95,30,209	8.30%	1,95,30,209	8.30%
3.	**Anil Kumar Mittal**				
	At the beginning of the year	1,84,90,648	7.86%	1,84,90,648	7.86%
	Inter-se Transmission/ Acquired on 14/03/2016	6,33,334	0.26%	1,91,23,982	8.12%
	At the End of the year	1,91,23,982	8.12%	1,91,23,982	8.12%
4.	**Arun Kumar Gupta**				
	At the beginning of the year	1,91,58,500	8.14%	1,91,58,500	8.14%
	Inter-se Transmission/ Acquired on 14/03/2016	6,33,333	0.27%	1,97,91,833	8.41%
	At the End of the year	1,97,91,833	8.41%	1,97,91,833	8.41%

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

S. No	Shareholder's Name	Shareholding at the beginning of the year		Change in Shareholding during the year		Shareholding at the end of the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	Reliance Commodities DMCC	2,29,00,000	9.73%	-	-	2,29,00,000	9.73%
2.	Anil Kumar Goel	75,10,000	3.19%	13,30,000	0.57%	88,40,000	3.76%
3.	Abdulla Ali Obeid Balsharaf	75,00,000	3.19%	-	-	75,00,000	3.19%
4.	Omar Ali Obeid Balsharaf	75,00,000	3.19%	-	-	75,00,000	3.19%
5.	Kotak Mahindra International Limited*	-	-	45,27,529	1.92%	45,27,529	1.92%
6.	Som Nath Aggarwal	37,29,256	1.58%	9,156	-	37,38,412	1.59%
7.	Quant Foreign Value Small Cap Fund	31,54,200	1.34%	-	-	31,54,200	1.34%
8.	Seema Goel	21,00,000	0.89%	4,20,000	0.18%	25,20,000	1.07%
9.	Premier Investment Fund Limited*	7,68,473	0.33%	1,64,082	0.07%	9,32,555	0.40%
10.	Vanguard Total International Stock Index Fund*	-	-	7,87,176	0.33%	7,87,176	0.33%

** Not in the list of Top 10 shareholders as on April 1, 2015. The same has been reflected above since the shareholder was one of the Top 10 shareholders as on March 31, 2016.*

The above details are given as on March 31, 2016. The Company is listed and 99.83% shareholding is in dematerialized form. Hence, it is not feasible to track movement of shares on daily basis. The aforesaid holdings by top ten shareholders are due to market operations. Further, Company has not allotted/ transferred or issued any bonus or sweat equity shares during the year.

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Shareholder's Name	Shareholding at the beginning of the year		Change in Shareholding during the year		Shareholding at the end of the year	
		No. of Shares	% of total Shares of the Company	Date of Change and No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
Directors							
1.	Mr. Anil Kumar Mittal	1,84,90,648	7.86%	6,33,334 (Inter-se Transfer)	0.26%	1,91,23,982	8.12%
2.	Mr. Arun Kumar Gupta	1,91,58,500	8.14%	6,33,333 (Inter-se Transfer)	0.27%	1,97,91,833	8.41%
3.	Mr. Anoop Kumar Gupta	1,88,96,876	8.03%	15/02/2016 19,00,000 Inter-se Transmission (6,33,334) 14/03/2016 Inter-se Transfer (6,33,333) 14/03/2016 Inter-se Transfer	0.81% (0.27%) (0.27%)	1,95,30,209	8.30%

S. No.	Shareholder's Name	Shareholding at the beginning of the year		Change in Shareholding during the year		Shareholding at the end of the year	
		No. of Shares	% of total Shares of the Company	Date of Change and No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
4.	Mr. Ashok Chand	-	-	-	-	-	-
5.	Mr. Ashwani Dua	-	-	-	-	-	-
6.	Mr. Devendra Kumar Agarwal	-	-	-	-	-	-
7.	Dr. Narpinder Kumar Gupta*	29,000	0.01%	-	-	29,000	0.01%
8.	Ms. Priyanka Mittal	2,50,000	0.11%	-	-	2,50,000	0.11%
9.	Mr. Shyam Arora	-	-	-	-	-	-
10.	Mr. Vinod Ahuja	-	-	-	-	-	-
Key Managerial Personnels							
11.	Mr. Rakesh Mehrotra	-	-	-	-	-	-
12.	Mr. Raman Sapra	-	-	-	-	-	-

** Dr Narpinder Kumar Gupta has resigned from Directorship w.e.f. January 19, 2016.*

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

(Amount in ₹ Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (April 1, 2015)				
i) Principal Amount	1,30,586.40	4,517.21	-	1,35,103.61
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	192.39	-	-	192.39
Total (i+ii+iii)	**1,30,778.79**	**4,517.21**	-	**1,35,296.00**
Change in Indebtedness during the financial year				
Addition	12,909.75	11,227.26	-	24,137.02
Reduction	(45,659.41)	(1,017.21)	-	(46,676.62)
Exchange Difference	(211.93)	-	-	(211.93)
Net Change	**(32,961.59)**	**10,210.05**	-	**(22,751.53)**
Indebtedness at the end of the financial year (March 31, 2016)				
i) Principal Amount	97,683.16	14,727.26	-	1,12,410.42
ii) Interest due but not paid		-	-	-
iii) Interest accrued but not due	134.04	-	-	134.04
Total (i+ii+iii)	**97,817.20**	**14,727.26**	-	**1,12,544.47**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director and Whole-time Directors:

(Amount in ₹ Lacs)

S. No	Particulars of Remuneration	Name of Managing Directors and Whole-time Directors					Total Amount
		Mr. Anil Kumar Mittal	Mr. Arun Kumar Gupta	Mr. Anoop Kumar Gupta	Mr. Ashok Chand	Ms. Priyanka Mittal	
1	Gross salary						
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	72.00	72.00	72.00	25.68	40.61	282.29
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.40	0.40	0.40	0.39	0.39	1.98
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	-	-	-	-	-	-
2	Stock option	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-
4	Commission - as % of profit - Other, specify	-	-	-	-	-	-
5	Other, please specify	-	-	-	-	-	-
Total (A)		**72.40**	**72.40**	**72.40**	**26.07**	**41.00**	**284.27**
Ceiling as per the Act		10% of Net profit for all Executive Directors - Managing and Whole-time Directors i.e. ₹ 4,668.27 Lacs					

B. Remuneration to other directors:

(Amount in ₹)

S. No	Particulars of Remuneration	Name of Directors					Total Amount
		Mr. Ashwani Dua	Mr. Devendra Kumar Agarwal	Dr. Narpinder Kumar Gupta	Mr. Shyam Arora	Mr. Vinod Ahuja	
1.	Independent Directors						
	• Fee for attending board	30,000	50,000	20,000	30,000	30,000	1,60,000*
	• Committee meetings	-	-	-	-	-	-
	• Commission	-	-	-	-	-	-
	• Others	-	-	-	-	-	-
	Total(1)	**30,000**	**50,000**	**20,000**	**30,000**	**30,000**	**1,60,000***
2.	Other Non-Executive Directors	None					
	• Fee for attending board • Committee meetings • Commission • Others	N.A.					
	Total (2)	-	-	-	-	-	-
Total (B)=(1+2)		**30,000**	**50,000**	**20,000**	**30,000**	**30,000**	**1,60,000***
Overall Ceiling as per the Act							

** The Above is the sitting fees and the same is excluding Service Tax.*

C. Remuneration to Key Managerial Personnel Other than Managing Director and Whole-time Directors:

(Amount in ₹ Lacs)

S. No	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Rakesh Mehrotra, CFO	Mr. Raman Sapra, CS	Total
1.	Gross salary			
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	35.40	7.15	42.55
		-	-	-
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
2.	Stock option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission	-	-	-
	- as % of profit	-	-	-
	- Other, specify	-	-	-
5.	Other, please specify	-	-	-
Total (C)		**35.40**	**7.15**	**42.55**

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ Court]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment			**None**		
Compounding					
B. DIRECTORS					
Penalty					
Punishment			**None**		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment			**None**		
Compounding					

for **and on behalf of the Board of Directors**

Sd/-

Anil Kumar Mittal

Chairman & Managing Director

DIN-00030100

Place : Noida, Uttar Pradesh

Date : July 23, 2016

Annexure-4

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016

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

To
The Members,
M/s KRBL Limited
5190, Lahori Gate,
Delhi -110 006

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2016 (Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter along with ***Annexure 1*** attached to this report:-:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2016 according to the provisions of:

I. The Companies Act, 2013 (the Act) and the rules made thereunder;

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; **(Not applicable to the Company during the Audit Period)**

III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment(FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings(ECB); **(No fresh FDI, ODI and ECB was taken by the company during the Audit Period)**

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the Company during the Audit Period)**;

d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not applicable to the Company during the Audit Period**)

e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period)** ;

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable as the Company is not registered as Registrar to an issue and Share Transfer Agent during the Audit Period)** ;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **(Not applicable to the Company during the Audit Period)**

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period)**

VI. OTHER LAWS SPECIFICALLY APPLICABLE TO THE COMPANY

1) Foods Safety & Standards Act, 2006 & Foods Safety & Standards (Licensing & Registration of Food Business), Regulations, 2011;

2) The Boilers Act, 1923 and rules made thereunder;

3) The Uttar Pradesh Krishi Utpadan Mandi Adhiniyam, 1964 and rules made thereunder;

4) The Bureau of India Standards Act, 1986 and rules made there under;

5) Legal Metrology Act, 2009 and Rules & Regulations made there under;

6) The Punjab Agricultural Produce Market Act, 1961 and rules made thereunder;

7) The Petroleum Act, 1934 and rules made thereunder.

8) Electricity Act, 2003 and the respective State Government Policy/ Guidelines for the Wind and Solar Power Projects.

9) MPERC(Terms & Conditions for the intra-state open access in Madhya Pradesh) Regulation, 2005.

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

a) Secretarial Standards issued by The Institute of Company Secretaries of India;

b) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited & BSE Limited;

c) Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, and Guidelines to the extent applicable, Standards, etc. mentioned above subject to following:

1) *As per Provision of section 135 of the Companies Act, 2013, the eligible amount required to be spent by the Company is ₹ 5.96 Crores during the Financial year, 2015-16, however as per information provided,* the Company despite of best efforts for the utilization of eligible amount towards CSR, could spend only ₹ 63.39 Lacs. Few CSR Projects of the Company are in process. Further the Company is in process of identifying feasible projects/programmes wherein it can deploy the CSR expenditure amount.

2) *Dr. Narpinder Kumar Gupta had resigned from the Company with effect from January 19, 2016 as Independent Non Executive Director. As per regulation 17 of SEBI (SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015(SEBI - LODR), the Company is required to appoint five Independent Directors however after the resignation of Dr. Narpinder Kumar Gupta, the number of Independent Directors has fallen down to four. In terms of sub regulation 6 of regulation 25 of the SEBI- LODR, the Company had to appoint new Independent Director at the earliest but not later than the immediate next meeting of the Board of Directors or three months from the date of such vacancy, whichever is later. Therefore, the composition of the Board of the Company is not as per regulation 17 of SEBI LODR, however as per information provided,* the company has already initiated an action and is in process to induct a suitable Non-Executive Independent Director on the Board of the Company.

Based on the information received and records maintained, we further report that:

1. The Board of Directors of the Company comprises of Executive, Non-Executive, Women and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Further as per SEBI LODR, t*he Company is required to appoint five Independent Directors, however after the resignation of Dr. Narpinder Kumar Gupta as Independent Non Executive Director, the number of Independent Directors has fallen down to four. In terms of sub regulation 6 of regulation 25 of the SEBI LODR, the Company had to appoint new Independent Director at the earliest but not later than the immediate next meeting of the Board of Directors or three months from the date of such vacancy, whichever is later. Therefore, the composition of the Board of the Company is not as per Regulation 17 of SEBI LODR.*

2) Adequate notice of at least seven days was given to all directors to schedule the Board Meetings along with agenda and detailed notes on agenda and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

3) Majority decision is carried through and recorded in the minutes of the Meetings. Further as informed, no dissent was given by any director in respect of resolutions passed in the board and committee meetings.

Based on the compliance mechanism established by the company and on the basis of the Compliance Certificate(s) issued by Whole Time Director, Mr. Ashok Chand, COO, Mr. Ravinder Kumar Sharma, CFO Mr. Rakesh Mehrotra and CS, Mr. Raman Sapra of the Company, and taken on record by the Board of Directors at their meeting(s),

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the company has not incurred any specific event / action that can have major bearing on the company's affairs in pursuance of above referred laws, rules, regulations; guidelines, standards etc. except as follows:

a) Special Resolution under section 14 of the Companies Act, 2013 was passed by the members at its Annual General Meeting held on September 28, 2015 for adoption of new set of Articles of Association containing regulations in conformity with the Companies Act, 2013.

b) Special Resolution under section 42 of the Companies Act, 2013 was passed by the members at its Annual General Meeting held on September 28, 2015 for issue of redeemable non convertible debentures upto an aggregate amount not exceeding ₹ 500 Crores.

c) Special Resolution under section 391 to 394 of the Companies Act, 1956 and corresponding applicable provisions of the Companies Act, 2013 was passed by the members through postal ballot process for merger of M/s. Radha Raj Ispat Private Limited with the Company through a court approved scheme of amalgamation.

for **DMK Associates**
Company Secretaries

Sd/-
Deepak Kukreja
FCS NO. 4140
C.P. No. 8265

Place: Noida, Uttar Pradesh
Date: July 23, 2016

Annexure-1 to the Secretarial Audit Report

To
The Members,
M/s KRBL LIMITED
5190, Lahori Gate,
Delhi -110 006

Sub: Our Secretarial Audit for the Financial Year ended March 31, 2016 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

for **DMK Associates**
Company Secretaries

Sd/-
Deepak Kukreja
FCS No. 4140
C.P. No. 8265

Place: Noida, Uttar Pradesh
Date: July 23, 2016

INDIA GATE
BASMATI RICE

Annexure-5

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

[Pursuant to Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014]

1. **Company's policy on CSR — An Overview:**

   Every organization has the right to exist in a society. With the right, there comes a duty to give back the society a portion of what it receives from it. As a corporate citizen we receive various benefits out of society and it is our co-extensive responsibility to pay back in return to the society.

   KRBL believes that creation and maximization of value to stakeholders is paramount, and it generates profit in long term. The Company is committed to improving the quality of life of the workforce and their families as well as of the local community and society at large. With the Companies Act, 2013 mandating the Corporate to contribute for social development and welfare, KRBL would fulfil this mandate and supplement the government's efforts.

2. **Our CSR Vision:**

   Endeavour to serve the society and achieve excellence.

3. **Our CSR Mission:**

   Strive to improve our image in the eyes of all the stakeholders by ensuing wellbeing of community around our operation.

4. **Composition of the CSR Committee:**

Name of Committee Members	Designation	Category
Mr. Anil Kumar Mittal*	Chairman	Executive & Chairman & Managing Director
Mr. Ashwani Dua	Member	Non-Executive & Independent Director
Mr. Anoop Kumar Gupta	Member	Executive & Joint Managing Director
Ms. Priyanka Mittal	Member	Executive & Whole-Time Director

** Mr. Anil Kumar Mittal was appointed as a Chairman of the Committee in the CSR Committee Meeting as held on dated November 24, 2015. Previously Mr. Ashwani Dua was acting as a Chairman of CSR Committee Meeting.*

5. **Average Net Profit of the Company for last three Financial Years:** ₹ 298.21 Crores.

6. **Required CSR Expenditure (Two Percent of the amount as in item 5 above):** ₹ 5.96 Crores.

7. **Justification for unspent money out of 2% of the average net profit of the last 3 (three) financial years:**

   As per Section 135 of the Companies Act, 2013, the Company was required to spend ₹ 5.33 Crores towards CSR activities out of which ₹ 63.39 Lacs was utilized on activities specified in Schedule VII of the Companies Act, 2013. A few of the projects undertaken are multi-year projects in addition and as part of its ongoing CSR Programs. The CSR Village Development Project of the Company by way of Providing & Laying of sewerage Line at Bhasaur Village, Punjab, which requires the expenditure of ₹ 1.5 Crores is in process. The KRBL Vidhya Jyoti CSR Initiative by way of setup a Library in Government Primary School in Village Chhapraula, Gautam Budh Nagar, Uttar Pradesh, which requires the expenditure of ₹ 10 Lacs is in process. Both the above mentioned projects are already approved by the CSR Committee of the Company.

   The CSR Committee of KRBL Limited during the financial year 2015-16 meets 5 times to discuss the CSR Initiatives. The Company is also in the process of identifying feasible projects/programmes wherein it can deploy the CSR expenditure amount.

   We strongly believe that your Company plays a very significant role in improving the quality of the society within which it operates and the Company can flourish only if it operates in a society that is healthy, orderly, just and which grants freedom and scope to individuals and their lawful enterprises. Your Company is committed to spend in CSR activities over a period of time as it scales up its initiatives and the supporting infrastructure. Your Company will spend its resources very judiciously as it does in all areas.

8. **Details of CSR spent during the financial year:**

   a) Amount spent during the year: ₹ 63.39 lacs

   b) Amount unspent, if any: ₹ 5.33 Crores

c) Manner in which the amount spent during the financial year is detailed below:

(Amount in ₹ Lacs)

1	2	3	4	5	6		7	8
S. No.	**CSR Project or Activity**	**Sector in which the Project is covered**	**Location where project was undertaken State (Local Area/ District)**	**Amount outlay (budget) project or Programmes wise**	**Amount spent on the project or Programmes**		**Cumulative expenditure upto the reporting period**	**Amount spent: Direct or through implementing agency**
					Direct Expenditure	**Overheads**		
CSR Projects identified in the year 2015-16 and Successfully Completed								
1.	Project for Sponsoring Scholarship for providing Education to the Students	Promoting Education including Special Education	Sonepat, Haryana	48.00	48.00	-	48.00	Implementing Agency - Society
2.	Project for Publishing the State of Art Book	Promoting Healthcare including Preventive Healthcare	New Delhi	10.00	10.00	-	10.00	Implementing Agency - Trust
3.	Project for Sponsoring Scholarship for providing Education to the Students*	Promoting Education including Special Education	Sangrur, Punjab	0.25	0.25	-	0.25	Direct
4.	Project for Environment Sustainability to Protect Plants	Ensuring Environment Sustainability	Sangrur, Punjab	1.00	1.00	-	1.00	Direct
5.	Project for Providing Facilities to the School for the healthcare and betterment of its students	Promoting Education including Special Education and Promoting Healthcare including Preventive Healthcare	Sangrur, Punjab	1.15	1.15	-	1.15	Direct
6.	Promoting Health Care for the Rickshaw Drivers	Promoting Healthcare including Preventive Healthcare	Ghaziabad, Uttar Pradesh	0.22	0.22	-	0.22	Direct
CSR Projects identified in the year 2015-16 and in process								
7.	"Vidhya Jyoti" project to promote education in the form of setting up a library in Village school	Promoting Education including Special Education	Gautam Buddha Nagar, Uttar Pradesh	10.00	2.19	-	2.19	Direct
8.	Village Development Activity/ Sanitation	Village Development Project	Sangrur, Punjab	150.00	0.58	-	0.58	Direct
Total				**220.62**	**63.39**	**-**	**63.39**	

** This is a continuous project and will also be continued in the next year.*

9. Responsibility Statement of the CSR Committee for the implementation and monitoring of CSR policy in compliance with CSR objectives and Policy of the Company.

The CSR Committee confirms that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and the policy of the company.

for **and on behalf of the Board of Directors**

Sd/-
Anil Kumar Mittal
Chairman & Managing Director &
Chairman - CSR Committee
DIN-00030100

Place : Noida, Uttar Pradesh
Date : July 23, 2016

INDIA GATE
BASMATI RICE

REPORT ON CORPORATE GOVERNANCE

REPORT ON CORPORATE GOVERNANCE

"Good corporate governance is about 'intellectual honesty' and not just sticking to rules and regulations, capital flowed towards companies that practiced this type of good governance."

Mervyn King

KRBL Limited ('KRBL' or 'the Company') beliefs that good corporate governance is about ensuring that companies are managed as efficiently as possible in the interests of the shareholders. Efficient corporate governance requires a clear understanding of the respective roles of the Board and of senior management and their relationships with others in the corporate structure. The relationships of the Board and management shall be characterized by sincerity, their relationships with employees shall be characterized by fairness, their relationships with the communities in which they operate shall be characterized by good citizenship, and their relationships with government shall be characterized by a commitment to compliance.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

In KRBL, Corporate Governance philosophy stems from our belief that corporate governance is an integral element in improving efficiency and growth as well as enhancing investor confidence level. The Board of Directors has the important role of overseeing management performance on behalf of Stakeholders. Stakeholders necessarily have little voice in the day to day management of corporate operations, but have the right to elect representatives (Directors) to look out for their interests and to receive the information they need to make investment and voting decisions.

Over the last few years, the Board of Directors of your Company has from time to time developed corporate governance practices to enable the Directors to effectively and efficiently discharge their responsibilities individually and collectively to the shareholders of the Company in the areas of; - fiduciary duties - oversight of the Management - evaluation of the Management performance – support and guidance in shaping company policies and business strategies.

KRBL Corporate Governance has been a high priority both in letter as well as in spirit. The Company's Board of Directors represents the Stakeholders interest in perpetuating a successful business and optimizing long term financial returns in a manner consistent with applicable legal requirements and ethical considerations. The Board is responsible for identifying and taking reasonable actions to help and assure that the Company is managed in a way designed to achieve this result.

The Company is fully compliant with the mandatory requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "SEBI Listing Regulations") formulated by the Securities and Exchange Board of India.

2. BOARD OF DIRECTORS

A. SIZE AND COMPOSITION OF BOARD

The present policy of KRBL regarding size and composition of the Board is to have an optimum combination of Executive and Non-Executive Directors with Woman Director as well to clearly demarcate the functions of governance and management.

As on March 31, 2016, your Company's Board has a strength of 9 (Nine) Directors including 1 (One) Women Directors. The Chairman of the Board is an Executive Director. The composition of the Board is given below:

Category	No. of Directors	% to Total No. of Directors
Executive Directors (Including Woman Director)	5	55.56%
Independent Non-Executive Directors	4	44.44%

As per Regulation 17(b) of the SEBI Listing Regulations, where the listed entity does not have a regular non-executive Chairperson, at least half of the Board of Directors shall comprise of independent directors. The Chairperson of KRBL Board is an executive director and a promoter as well. Accordingly, at least half of the Board of KRBL should comprise of independent directors.

Further, at present there are 4 (four) independent & non-executive directors on the Board of KRBL Limited which is not in compliance with the provisions of Composition of Board as per SEBI Listing Regulations. This situation has arised due to resignation of Dr. Narpinder Kumar Gupta who was acting as Non-Executive Independent Director of the Company.

Further, the company has already initiated an action to induct a suitable Non-Executive Independent Director on the Board of the Company.

Keeping in mind the size and nature of business of the Company, your board requires a person who must possess requisite qualification, knowledge and experience in the field of its operations. Due to this, the Company has not been able to comply with the provision of SEBI Regulations within the stipulated time. Further being a regular complier to all the laws/regulations including SEBI Listing Regulations, the Company is in the process to make this compliance good shortly.

All Independent Directors are drawn from amongst eminent professionals with expertise in Business/Finance/Law/Public Enterprises and other allied field. All Independent Directors adhere to the criteria defined under Regulation 16 of SEBI Listing Regulations read with the provisions of Section 152 of the Companies Act, 2013, at every Annual General Meeting.

B. ROTATION OF DIRECTORS

The Members of the Company at the 21st Annual General Meeting held on September 9, 2014 had fixed the tenure of Mr. Vinod Ahuja, Mr. Ashwani Dua, Mr. Shyam Arora and Mr. Devendra Kumar Agarwal as Independent Non-Executive Directors of the Company to hold office for 5 (five) consecutive years with effect from the date of the Annual General Meeting with an option to retire from the office at any time during the term of appointment.

Pursuant to the provisions of Section 149(13) of the Companies Act, 2013, and as per Amended Articles of Association of the Company all directors except Independent Directors are liable to be retire by rotation.

In accordance with the provisions of Section 152 of the Companies Act, 2013, and as per amended Articles of Association of the Company, Mr. Anoop Kumar Gupta, Joint Managing Director and Mr. Ashok Chand, Whole Time Director, retiring by rotation at the ensuing Annual General Meeting and are eligible for re-appointment. This shall not constitute a break in office of Mr. Anoop Kumar Gupta and Mr. Ashok Chand as Joint Managing Director and Whole Time Director respectively in the Company.

All the Board of Directors are entrusted with the ultimate responsibility of the management, general affairs, direction and performance of the Company and has been vested with the requisite powers, authorities and duties.

C. DIRECTORS ATTENDANCE RECORD AND THEIR OTHER DIRECTORSHIP(S) AND COMMITTEE MEMBERSHIP(S)

As mandated by Regulation 26 of the SEBI Listing Regulations, none of the Director is a member of more than 10 (Ten) Board level Committees or Chairman of more than 5 (Five) Committees across all listed companies in which he/she is a Director. Directors' attendance at the Board Meetings during the financial year and the last Annual General Meeting (AGM) and also their other Directorships and Committee Memberships are given below:

COMPOSITION OF THE BOARD, ATTENDANCE RECORD, DIRECTORSHIPS AND COMMITTEE MEMBERSHIP FOR THE FINANCIAL YEAR 2015-16

BRIEF INFORMATION ABOUT DIRECTORS		ATTENDANCE RECORD DURING FINANCIAL YEAR 2015-16			DIRECTORSHIP/MEMBERSHIP/ CHAIRMANSHIP AS ON MARCH 31, 2016		
Name of the Directors	Directors Identification Number	No. of Board Meeting held and attended		Attendance at the last AGM	Number of Directorships in all Other Companies* as on March, 31, 2016	Number of Committee Positions held in all Companies** as on March, 31, 2016	
		Held	Attended			Chairman	Member
Executive Directors							
Mr. Anil Kumar Mittal	00030100	5	5	Yes	15	–	–
Mr. Arun Kumar Gupta	00030127	5	5	Yes	15	–	–
Mr. Anoop Kumar Gupta	00030160	5	5	Yes	15	–	–
Mr. Ashok Chand	00030318	5	4	Yes	-	–	–
Ms. Priyanka Mittal	00030479	5	4	Yes	4	–	–
Independent Non Executive Directors							
Mr. Ashwani Dua	01097653	5	3	No	5	1	2
Mr. Devendra Kumar Agarwal	06754542	5	5	Yes	-	1	1
Dr. Narpinder Kumar Gupta^	00032956	5	2	No	5	-	-
Mr. Shyam Arora	00742924	5	3	Yes	2	-	2
Mr. Vinod Ahuja	00030390	5	3	Yes	16	-	2

^ Dr. Narpinder Kumar Gupta has resigned from Directorship w.e.f. January 19, 2016.

* This includes Directorships in all other Companies (Listed, Unlisted Public and Private Limited Companies) incorporated in India including KRBL Limited. Further, Mr. Anil Kumar Mittal, Mr. Arun Kumar Gupta, Mr. Anoop Kumar Gupta and Ms. Priyanka Mittal were also Directors of Radha Raj Ispat Private Limited. Radha Raj Ispat Private Limited was amalgamated with KRBL Limited effective from June 1, 2016, pursuant the Scheme of Amalgamation approved by the Hon'ble High Court of Delhi vide its Formal Order dated May 24, 2016.

** For the purpose of considering the limit of the committees on which a directors can serve, all public limited companies, whether listed or not, are considered. Further Committees considered for the purpose are those prescribed under explanation to Regulation 26(1)(b) of the SEBI Listing Regulations viz. Audit Committee and Stakeholders Relationship Committee of Indian public limited companies including KRBL Limited.

D. LIMIT ON THE NUMBER OF DIRECTORSHIPS

In compliance with Regulation 25 of the SEBI Listing Regulations, the Independent Directors on the Board of the Company does not serve as Independent Directors in more than 7 (Seven) Listed Companies and in case he/she is serving as a Whole Time Director in any Listed Company, does not hold position of Independent Director in more than 3 Listed Companies.

E. MAXIMUM TENURE OF INDEPENDENT DIRECTORS

In accordance with the provisions of Section 149(11) of the Companies Act, 2013, the current tenure of Independent Directors of the Company has been fixed for a period of 5 (Five) consecutive years from the date of Annual General Meeting held on September 9, 2014 upto the conclusion of Annual General Meeting to be held in the year 2019.

F. FORMAL LETTER OF APPOINTMENT TO INDEPENDENT DIRECTORS

a. In accordance with the provisions of SEBI Listing Regulations read with Schedule IV of the Companies Act, 2013, the Company has issued formal letters of appointment to all the Independent Directors.

b. The terms and conditions of Appointment of Independent Directors has been disseminated on the Company's website at the weblink: *www.krblrice.com/policy-guidelines/terms_conditions_for_appointmen_of_independent_directors.pdf.*

G. PERFORMANCE EVALUATION OF INDEPENDENT DIRECTORS

The Board of Directors, upon the recommendation of Nomination and Remuneration Committee, in its meeting held on February 2, 2016, has laid down the criteria for performance evaluation of Board of the Company, its Committees and the individual Board members, including Independent Directors.

The performance evaluation of independent directors has done by the entire Board of Directors excluding the director being evaluated.

H. SEPARATE MEETINGS OF THE INDEPENDENT DIRECTORS

During the reporting Financial Year, a separate Meeting of the Independent Directors of the Company was held on February 2, 2016, at the Corporate Office of the Company at C-32, 6th Floor, Sector 62, Noida-201301, Uttar Pradesh, whereat the following items as enumerated under Schedule IV of the Companies Act, 2013, read with Regulation 25 of the SEBI Listing Regulations were discussed:

- Review of Performance of Non-Independent Directors and Board as a whole.
- Review of Performance of the Chairman of the Company after taking into consideration the views of Executive and Non-Executive Directors.
- Assessment of the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

I. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

I In compliance with the provisions of Regulation 25 of the SEBI Listing Regulations, All Independent Directors are familiarized about the company, through various programmes from time to time, including the following:

(a) nature of the industry in which the company operates;

(b) business model of the company;

(c) roles, rights, responsibilities of independent directors; and

(d) any other relevant information.

II The policy on the familiarization programmes for Independent Directors has been uploaded on the Company's website at the weblink: *www.krblrice.com/policy-guidelines/familiarization_programme_for_independent_directors.pdf.*

J. NO. OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON-EXECUTIVE DIRECTORS

No Non-Executive Directors holds the Equity Shares and/or convertible instruments of the company. Earlier, Dr. Narpinder Kumar Gupta, who has resigned from Directorship w.e.f. January 19, 2016, was holding 29,000 Equity Shares of the Company.

K. ROLES AND RESPONSIBILITIES OF THE BOARD

The primary role of the Board is that of trusteeship to protect and enhance shareholder value through strategic direction to the company. As trustee, the Board of Directors has fiduciary responsibility to ensure that the company has clear goals aligned to shareholder value and its growth. The Board exercises its duties with care, skill and diligence and exercises independent judgment. The Board sets strategic goals and seeks accountability for their fulfillment. The Board also directs and exercises appropriate control to ensure that the Company is managed in a manner that fulfills stakeholders' aspirations and societal expectations.

- **Disclosure of Information**
  - Members of board of directors and key managerial personnel shall disclose to the board of directors whether they, directly, indirectly or on behalf of third parties, have a material interest in any transaction or matter directly affecting the company.
  - The board of directors and senior management shall conduct themselves so as to meet the expectations of operational transparency to stakeholders while at the same time maintaining confidentiality of information in order to foster a culture of good decision-making.

- **Key functions of the Board**
  - The Board reviews and Guides Corporate Strategy, Major Plans of Action, Risk Policy, Annual Budgets and Business Plans; Setting Performance Objectives; Monitoring Implementation and Corporate Performance; and Overseeing Major Capital Expenditures, Acquisitions and Divestments.
  - Board monitors the effectiveness of the Company's governance practices and making changes as needed.
  - Selects, Compensates, Monitors and, when necessary, replaces key executives and overseeing succession planning.
  - Ensures a transparent board nomination process with the diversity of thought, experience, knowledge, perspective and gender in the Board.
  - Monitors and manages potential conflicts of interest of management, board members and shareholders, including misuse of corporate assets and abuse in related party transactions.
  - Ensures the integrity of the Company's Accounting and Financial Reporting Systems, including the Independent Audit, and that appropriate systems of control are in place, in particular, systems for Risk Management, Financial and Operational Control, and Compliance with the law and relevant standards.
  - Oversees the process of disclosure and communications.
  - Monitors and reviews Board Evaluation Framework.
  - Aligned key managerial personnel and remuneration of board of directors with the longer term interests of the company and its shareholders.
  - Company has well established committees of the board of directors, and their mandate, composition and working procedures have been well defined and disclosed by the board of directors.

- **Other responsibilities**
  - The Board provides the strategic guidance to the company, ensure effective monitoring of the management and should be accountable to the company and the shareholders.
  - The Board sets corporate culture and the values by which executives throughout a group will behave.
  - Board members acts on a fully informed basis, in good faith, with Due Diligence and Care, and in the best interest of the Company and the shareholders.
  - The Board encourages continuing directors training to ensure that the Board members are kept up to date.
  - Where Board decisions affect different shareholder groups differently, the Board treats all shareholders fairly.
  - The Board applies high ethical standards. It takes into account the interests of stakeholders.
  - The Board is able to exercise objective Independent Judgement on Corporate Affairs.
  - Board considers assigning a sufficient number of Non-Executive Board Members capable of exercising Independent Judgement to tasks where there is a potential for conflict of interest.
  - The Board ensures that, while rightly encouraging positive thinking, these do not result in over-optimism that either leads to significant risks not being recognised or exposes the company to excessive risk.
  - The Board has ability to 'Step Back' to assist executive management by challenging the assumptions underlying: Strategy, Strategic Initiatives (such as acquisitions), Risk Appetite, Exposures and the Key areas of the Company's focus.
  - Board members should be able to commit themselves effectively to their responsibilities.
  - In order to fulfil their responsibilities, board members have access to accurate, relevant and timely information.
  - The Board and Senior Management facilitate the Independent Directors to perform their role effectively as a Board member and also a member of a committee.

- **Role of Independent Directors**

  Independent Directors have emerged as the cornerstones of the worldwide Corporate Governance movement. Their increased presence in the boardroom has been hailed as an effective deterrent to fraud and mismanagement, inefficient use of resources, inequality and unaccountability of decisions and as a harbinger for striking the right balance between individual, economic and social interests.

  Independent Directors play a key role in the decision-making process of the Board. The Independent Directors are committed to act in what they believe to be in the best interest of the Company and its Shareholders. The Independent Directors are professionals, with expertise and experience in general corporate management, Public Policy, Finance, Financial Services and Other allied fields. This wide knowledge of their respective fields of expertise and best-in-class boardroom practices helps foster varied, unbiased, Independent and experienced perspective. The company benefits immensely from their inputs in achieving its strategic direction.

L. INTER-SE RELATIONSHIP AMONGST DIRECTORS

Mr. Anil Kumar Mittal, Chairman & Managing Director, Mr. Arun Kumar Gupta and Mr. Anoop Kumar Gupta, both Joint Managing Directors, all three are brothers and Ms. Priyanka Mittal, Whole

Time Director is the daughter of Mr. Anil Kumar Mittal, Chairman & Managing Director of the Company.

3. BOARD MEETINGS AND PROCEDURES

A. BOARD MEETINGS

Company's Corporate Governance Policy requires the Board to meet at least four times in a year. The maximum gap between two board meetings is not more than 120 (One hundred and twenty) days as prescribed under Regulation 17 of the SEBI Listing Regulations. Additional board meetings may be convened to address the specific needs of the Company. In case of business exigencies or matters of urgency, the board may also approve resolution by circulation as permitted by the Companies Act, 2013.

B. BOARD PROCEDURE

Board Meetings are governed by a structured agenda. The Agenda is prepared in consultation with the Chairman of the Board of Directors and all other Board Members. The agenda for the meetings of the board together with the appropriate supporting documents are circulated well in advance to all the Board members. Detailed presentations are also made to the Board covering operations, Business Performance, Finance, Sales, Marketing, Global and Domestic Business Environment and related details. All necessary information including but not limited to those as mentioned in Part-A Schedule II of the SEBI Listing Regulations are placed before the Board to enable it to discharge its responsibility of strategic supervision of the Company. The Board also reviews periodical compliances of all laws, rules and regulations. At the Board Meeting, members have full freedom to express their opinion and decisions are taken after detailed deliberations. Members of the senior management team are invited to attend the Board Meetings as and when required, which provides additional inputs to the items being discussed by the Board.

C. DETAILS OF BOARD MEETINGS HELD AND ATTENDED BY THE DIRECTORS DURING FINANCIAL YEAR 2015-16

S. No.	Date of Board Meetings	Board Strength	No. of Directors Present	% of attendance
1.	Thursday, May 28, 2015	10	6	60
2.	Thursday, July 30, 2015	10	8	80
3.	Tuesday, November 3, 2015	10	7	70
4.	Tuesday, February 2, 2016	9	9	100
5.	Thursday, March 10, 2016	9	9	100

In terms of Regulation 17 of the SEBI Listing Regulations the gap between any two meetings did not exceed 120 (One hundred and twenty) days.

D. SHAREHOLDING OF DIRECTORS

The Shareholding of Directors (including shares held as Karta of HUF) as on March 31, 2016 are given below:

Name	No. of Shares Held
Mr. Anil Kumar Mittal	2,98,23,982
Mr. Arun Kumar Gupta	2,46,41,833
Mr. Anoop Kumar Gupta	2,68,30,209
Ms. Priyanka Mittal	2,50,000

E. DISCLOSURE PURSUANT TO REGULATION 36 OF THE SEBI LISTING REGULATIONS REGARDING THE APPOINTMENT OR RE-APPOINTMENT OF DIRECTORS AT THE FORTHCOMING AGM

1. Mr. Anoop Kumar Gupta

Mr. Anoop Kumar Gupta, aged about 57 years, is a Science Graduate from Delhi University. He is the one of the first director of the Company, named in the Articles of Association and has been appointed as Joint Managing Director since December 1994.

Nature of his expertise in specific functional areas:

Mr. Anoop Kumar Gupta is having more than 30 years of experience in the field of Rice Industry. Promoter and Director of KRBL. The Promoters have their three generations in the rice business and they enjoy great reputation and respect in the trading and farming community. The Financial Architect and the Chief Strategist of the Company. He has added immense value to the Company's financial stability. He has been the Executive Committee member of All India Rice Exporters Association. He is also responsible for domestic marketing and advertisement.

Disclosure of relationship between directors inter-se:

Mr. Anil Kumar Mittal, Chairman & Managing Director and Mr. Arun Kumar Gupta, Joint Managing Director are elder brothers of Mr. Anoop Kumar Gupta. Ms. Priyanka Mittal, Whole Time Director is the daughter of Mr. Anil Kumar Mittal.

Listed Entities (other than KRBL Limited) in which Mr. Anoop Kumar Gupta holds directorship and committee membership:

Directorship:

Nil

Chairperson of Board Committees:

Nil

Member of Board Committees:

Nil

Shareholding in the Company (including HUF):

2,68,30,209

2. Mr. Ashok Chand

Mr. Ashok Chand, aged about 64 years, B.E. (Honors)-Mechanical, Post Graduate Diploma in Personnel Management & Industrial Relation, Certificate of Entrepreneurship from Indian Institute of Management. He is serving the KRBL Board since 1998.

Nature of his expertise in specific functional areas:

Mr. Ashok Chand is having more than 39 years of Industrial experience in the field of Engineering and Food Processing Industry worked with companies of repute in various capacities such as "Design Engineer" with M/s Engineer India Ltd., "Project& Engineering Manager" with an American Multinational Pharmaceutical company – M/s Pfizer Ltd. and "Project Manager" with Food Multinational company – M/s Nestle India Ltd. From August, 1998 in present assignment with M/s KRBL Ltd., the largest Basmati Rice Processing Company.

Disclosure of relationship between directors inter-se:

Nil

Listed Entities (other than KRBL Limited) in which Mr. Ashok Chand holds directorship and committee membership:

Directorship:

Nil

Chairperson of Board Committees:

Nil

Member of Board Committees:

Nil

Shareholding in the Company (including HUF):

Nil

Further, the relevant details are also forms part of the notice of 23rd Annual General Meeting.

4. COMMITTEES OF THE BOARD

KRBL Limited has 5 (five) Board level Committees:

DETAILS ON THE ROLE AND COMPOSITION OF THESE COMMITTEES, INCLUDING THE NUMBER OF MEETINGS HELD DURING THE FINANCIAL YEAR AND THE RELATED ATTENDANCE ARE PROVIDED BELOW:

A. AUDIT COMMITTEE

I. COMPOSITION OF THE COMMITTEE

As on March 31, 2016, the Audit Committee of KRBL comprises of following Members:

Name	Designation	Category
Mr. Devendra Kumar Agarwal	Chairman	Non-Executive & Independent
Mr. Ashwani Dua	Member	Non-Executive & Independent
Mr. Vinod Ahuja	Member	Non-Executive & Independent
Mr. Shyam Arora^	Member	Non-Executive & Independent
Dr. Narpinder Kumar Gupta*	Member	Non-Executive & Independent

^ Mr. Shyam Arora was inducted as member of the Audit Committee in its meeting held on February 2, 2016.

* Dr. Narpinder Kumar Gupta resigned as member of the Audit Committee w.e.f January 19, 2016.

** Ms. Priyanka Mittal discontinued herself as member of the Audit Committee w.e.f July 30, 2015.

All the members of the Committee have good knowledge of Finance, Accounts and Business management. The Chairman of the Committee, Mr. Devendra Kumar Agarwal, has considerable accounting and related Financial Expertise. The Statutory Auditors, the Internal Auditors and the Cost Auditors of the Company attend the meetings of the Committee on the invitation of the Chairman.

The Composition of the Audit Committee is in compliance with the requirements of Section 177 of the Companies Act, 2013 read with the provisions of Regulation 18 of SEBI Listing Regulations.

The primary objective of the Audit Committee is to monitor and provide an effective supervision of the Management's financial reporting process, to ensure accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting. The audit committee oversees the work carried out in the financial reporting process by the management, the internal auditors and the independent auditors, and notes the process and safeguards employed by each of them.

Mr. Raman Sapra, Company Secretary, acts as Secretary to the Audit Committee.

II. TERMS OF REFERENCE

The roles, powers and functions of the Audit Committee of KRBL are in accordance with the provisions of Section 177 of the Companies Act, 2013, read with Regulation 18 and Part-C of Schedule II of the SEBI Listing Regulations.

The Audit Committee of KRBL have powers, which includes the following:

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- The Audit Committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the company.
- The Audit Committee shall have authority to investigate into any matter in relation to the items specified above or referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the company.

The Role of the Audit Committee of KRBL includes the following:

- The recommendation for appointment, remuneration and terms of appointment of auditors of the company.
- Review and monitor the auditor's independence and performance, and effectiveness of audit process.
- Examination of the financial statement and the auditors' report thereon.
- Approval or any subsequent modification of transactions of the company with related parties.
- Scrutiny of Inter-Corporate Loans and Investments.
- Valuation of undertakings or assets of the Company, wherever it is necessary.
- Evaluation of Internal Financial Controls and Risk Management Systems.
- Monitoring the end use of funds raised through public offers and related matters.
- Oversight of the Company's Financial Reporting Process and the disclosure of its Financial Information to ensure that the financial statement is correct, sufficient and credible.
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
- Approval of payment to Statutory Auditors' for any other services rendered by the Statutory Auditors'.
- Reviewing, with the management, the Annual Financial Statements before submission to the board for approval, with particular reference to:
  - > Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of Section 134 (5) of the Companies Act, 2013.
  - > Changes, if any, in accounting policies and practices and reasons for the same.
  - > Major accounting entries involving estimates based on the exercise of judgment by management.
  - > Significant adjustments made in the Financial Statements arising out of Audit Findings.
  - > Compliance with Listing and Other Legal requirements relating to Financial Statements.
  - > Disclosure of any Related Party Transactions.
  - > Qualifications in the draft Audit Report.
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
- Reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
- Reviewing, with the management, performance of statutory and Internal Auditors, adequacy of the Internal Control Systems.
- Reviewing the adequacy of Internal Audit function, if any, including the structure of the Internal Audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of Internal Audit.
- Discussion with Internal Auditors' any significant findings and follow up there on.
- Reviewing the findings of any Internal Investigations by the Internal Auditors' into matters where there is suspected fraud or irregularity or a failure of Internal Control Systems of a material nature and reporting the matter to the board.
- Discussion with Statutory Auditors' before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- To look into the reasons for substantial defaults in the payment to the Depositors, Debenture Holders, Shareholders (in case of Non-payment of declared dividends) and creditors.
- To review the functioning of the Vigil Mechanism/ Whistle Blower, in case the same is existing.
- Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.

- Carrying out any other function as is mentioned in the Terms of Reference of the Audit Committee.

III. MEETINGS AND ATTENDANCE

During the financial year 2015-16, 4 (four) meetings of Audit Committee were held. Details of Audit Committee Meetings held and attended by members during the financial year 2015-16 are as follows:

S. No.	Date of Committee Meetings	Committee Strength	No. of Members Present	% of attendance
1.	Thursday, May 28, 2015	5	3	60
2.	Thursday, July 30, 2015	5	3	60
3.	Tuesday, November 3, 2015	4	2	50
4.	Tuesday, February 2, 2016*	3	3	100

* Mr. Shyam Arora was inducted to the Audit Committee w.e.f. February 2, 2016 and he attended meeting as Special Invitee.

The attendance details of the Audit Committee members are as follows:

S. No.	Name	Position held	Meetings held	Meetings attended
1.	Mr. Devendra Kumar Agarwal	Chairman	4	4
2.	Mr. Ashwani Dua	Member	4	2
3.	Dr. Narpinder Kumar Gupta*	Member	4	2
4.	Ms. Priyanka Mittal**	Member	4	1
5.	Mr. Shyam Arora^	Member	4	-
6.	Mr. Vinod Ahuja	Member	4	2

^ Mr. Shyam Arora was inducted as member of committee in its meeting held on February 2, 2016 and he attended the meeting as Special Invitee.

* Dr. Narpinder Kumar Gupta resigned as member of the Audit Committee w.e.f January 19, 2016

** Ms. Priyanka Mittal has discontinued herself as member of the Audit Committee after the conclusion of Audit Committee Meeting held on July 30, 2015

B. NOMINATION AND REMUNERATION COMMITTEE

I. COMPOSITION OF THE COMMITTEE

As on March 31, 2016, the Nomination and Remuneration Committee of KRBL comprises of following 3 (three) Members, all three are Independent Non-Executive Directors:

Name	Designation	Category
Mr. Ashwani Dua	Chairman	Non-Executive & Independent
Dr. Narpinder Kumar Gupta*	Member	Non-Executive & Independent
Mr. Shyam Arora^	Member	Non-Executive & Independent
Mr. Vinod Ahuja	Member	Non-Executive & Independent

^ Mr. Shyam Arora was inducted as member of the Nomination and Remuneration Committee in its meeting dated February 2, 2016.

* Dr. Narpinder Kumar Gupta resigned as member of the Nomination and Remuneration Committee w.e.f January 19, 2016.

The purpose of the committee is to screen and to review individuals qualified to serve as executive directors, non-executive directors and independent directors, consistent with criteria approved by the Board.

Mr. Raman Sapra, Company Secretary, acts as Secretary to the Nomination and Remuneration Committee.

II. TERMS OF REFERENCE

The role of the Nomination and Remuneration Committee of KRBL also covers such functions and scope as prescribed under Section 178 of the Companies Act, 2013 read with allied Rules framed thereunder and Regulation 19 and Part-D of Schedule II of the SEBI Listing Regulations.

The Role of the Nomination and Remuneration Committee of KRBL includes the following:

– formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel, Senior Management Personnel and other employees of KRBL;

– formulate the criteria for evaluation of performance of independent directors and the board of directors;

– devising a policy on diversity of board of directors;

– identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal; and

– determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

The Nomination and Remuneration Committee of KRBL have the following Duties and Responsibilities, which are as follows:

– To identify the persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.

- To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, key managerial personnel and other employees of KRBL.
- To formulate the criteria for evaluation of Independent Director and the Board.
- To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board and to determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- To develop a succession plan for the Board and to regularly review the plan.
- To assist the Board in fulfilling responsibilities.
- To implement and monitor policies and processes regarding principles of corporate governance.
- To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
- To ensure that relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- To ensure that remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

III. MEETINGS AND ATTENDANCE

During the financial year 2015-16, 2 (two) meetings of Nomination and Remuneration Committee were held. Details of Nomination and Remuneration Committee Meetings held and attended by members during the financial year 2015-16 are as follows:

S. No.	Date of Committee Meetings	Committee Strength	No. of Members Present	% of attendance
1.	Thursday, July 30, 2015	3	2	66.66
2.	Tuesday, February 2, 2016*	2	2	100

* Mr. Shyam Arora was inducted to the Nomination and Remuneration Committee as its meeting held on February 2, 2016 and he attended the meeting as Special Invitee.

The attendance details of the Nomination and Remuneration Committee members are as follows:

S. No.	Name	Position held	Meetings held	Meetings attended	% of attendance
1.	Mr. Ashwani Dua	Chairman	2	1	50
2.	Dr. Narpinder Kumar Gupta*	Member	2	1	50
3.	Mr. Shyam Arora^	Member	2	-	-
4.	Mr. Vinod Ahuja	Member	2	2	100

* Dr. Narpinder Kumar Gupta resigned as member of the Nomination and Remuneration Committee w.e.f January 19, 2016

^ Mr. Shyam Arora was inducted to the Nomination and Remuneration Committee as its meeting held on February 2, 2016 and he attended the meeting as Special Invitee.

IV. REMUNERATION POLICY

During the year the company has revised its Nomination and Remuneration policy in line with the provisions of Companies Act, 2013, and SEBI Listing Regulations.

The Remuneration policy of the Company is to lay down a framework in relation to remuneration of Directors, KMP, Senior Management Personnel and other Employees and directed towards rewarding performance, based on review of achievements on periodic basis

The remuneration paid to Directors, Key Managerial Personnel (KMP) and Senior Management is recommended by the Remuneration Committee and approved by the Board of Directors in the Board Meeting, subject to the subsequent approval by the shareholders (for Directors only) at the General Meeting and such other authorities, as the case may be.

The Non-Executive Directors will be paid with the sitting fee, if any, subject to the approval of board of Directors/including any sub-committee thereof, upto the limit as specified under the Companies Act, 2013 and also in Compliance with the SEBI Listing Regulations.

The Nomination and Remuneration policy is available on the website of the company at the weblink *www.krblrice.com/policy-guidelines/nomination-renumeration-policy.pdf*.

V. REMUNERATION OF DIRECTORS

Details of Remuneration and Sitting Fees paid to the Directors during the Financial Year 2015-16 is as follows:

Name of Directors	Salaries	Perquisites	Sitting Fees*	Total
Mr. Anil Kumar Mittal	72,00,000	39,600	-	72,39,600
Mr. Arun Kumar Gupta	72,00,000	39,600	-	72,39,600
Mr. Anoop Kumar Gupta	72,00,000	39,600	-	72,39,600
Mr. Ashok Chand	25,68,000	39,600		26,07,600
Ms. Priyanka Mittal	40,60,800	39,600		41,00,400
Mr. Ashwani Dua	-	-	30,000	30,000
Mr. Devendra Kumar Agarwal	-	-	50,000	50,000
Dr. Narpinder Kumar Gupta	-	-	20,000	20,000
Mr. Shyam Arora	-	-	30,000	30,000
Mr. Vinod Ahuja	-	-	30,000	30,000

* Independent Non-Executive Directors are being paid with the Sitting fees, further the same is exclusive of Service Tax which is borne by the Company.

C. STAKEHOLDERS RELATIONSHIP COMMITTEE

I. COMPOSITION OF THE COMMITTEE

As on March 31, 2016, the Stakeholders Relationship Committee of KRBL comprises of following 3 (Three) Members and all three are Independent Non- Executive Directors:

Name	Designation	Category
Mr. Ashwani Dua	Chairman	Non-Executive & Independent
Dr. Narpinder Kumar Gupta*	Member	Non-Executive & Independent
Mr. Shyam Arora^	Member	Non-Executive & Independent
Mr. Vinod Ahuja	Member	Non-Executive & Independent

^ Mr. Shyam Arora was inducted as member of the Stakeholders Relationship Committee in its meeting dated February 2, 2016.

* Dr. Narpinder Kumar Gupta resigned as member of the Stakeholders Relationship Committee w.e.f. January 19, 2016.

Mr. Raman Sapra, Company Secretary, acts as Secretary to the Stakeholders Relationship Committee.

II. TERMS OF REFERENCE

The terms of reference and the ambit of powers of Stakeholders Relationship Committee are as per Regulation 20 and Part-D of Schedule II of SEBI Listing Regulations read with Section 178 of the Companies Act, 2013, and allied rules as may be notified from time to time.

The role of the Stakeholders Relationship Committee of KRBL includes the following:

To approve or deal with applications for Transfer, Transmission, Transposition and Mutation of Share Certificates including duplicate, split, sub-division or consolidation of certificates and to deal with all related matters.

- To look into and redress Shareholders / Investors Grievances relating to:
  - Transfer of shares;
  - Non-receipt of Declared Dividends;
  - Non-receipt of Annual Reports;
  - All such complaints directly concerning the Shareholders/ Investors as stakeholders of the Company; and
  - Any such matters that may be considered necessary in relation to Shareholders and investors of the Company.

III. MEETINGS AND ATTENDANCE

During the financial year 2015-16, 4 (four) meetings of Stakeholders Relationship Committee were held. Details of Stakeholders Relationship Committee Meetings held and attended by members during the financial year 2015-16 are as follows:

S. No.	Date of Committee Meetings	Committee Strength	No. of Members Present	% of attendance
1.	Thursday, May 28, 2015	3	2	66.66
2.	Thursday, July 30, 2015	3	2	66.66
3.	Tuesday, November 3, 2015	3	2	66.66
4.	Tuesday, February 2, 2016 *	2	2	100

*Mr. Shyam Arora was inducted to the Stakeholders Relationship Committee on February 2, 2016 and he attended meeting as Special Invitee.

The attendance details of the Stakeholders Relationship Committee members are as follows:

S. No.	Name	Position held	Meetings held	Meetings attended	% of attendance
1.	Mr. Ashwani Dua	Chairman	4	3	75
2.	Dr. Narpinder Kumar Gupta*	Member	4	2	50
3.	Mr. Shyam Arora^	Member	4	-	-
4.	Mr. Vinod Ahuja	Member	4	3	75

* Dr. Narpinder Kumar Gupta resigned as member of the Stakeholders Relationship Committee w.e.f. January 19, 2016

^ Mr. Shyam Arora was inducted as member of the Stakeholders Relationship Committee in its meeting dated February 2, 2016 and he attended meeting as Special Invitee.

IV. INVESTORS GRIEVANCE REDRESSAL

Pursuant to the Regulation 13 of SEBI Listing Regulations, KRBL has duly filed with the recognized stock exchange(s) on a quarterly basis, within twenty one days from the end of each quarter, a statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed off during the quarter and those remaining unresolved at the end of the quarter.

The total number of complaints received by the Company and redressed to the satisfaction of Shareholders during the year under review were 1 (One). No complaints were outstanding as on March 31, 2016. No requests for Transfer/Transmission and for Dematerialization were pending for approval as on March31, 2016. The Registrar and Share Transfer Agents, M/s. Alankit Assignments Limited (RTA), attend to all grievances of the Shareholders and Investors received directly through SEBI, Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies, etc. The Company maintains continuous interaction with the RTA and takes proactive steps and actions for resolving complaints/queries of the shareholder's/ Investors and also takes initiatives for solving critical issues. Shareholders are requested to furnish their telephone numbers and / or e-mail addresses to facilitate prompt action. The Company has designated the e-mail id: *investor@krblindia.com* exclusively for the purpose of registering complaints by Investors electronically. This e-mail id has been displayed on the Company's website: *www.krblrice.com*.

D. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

In accordance with provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014,company has a well-established Corporate Social Responsibility Committee, to formulate and recommend to the Board, CSR activities to be undertaken by the Company as specified in Schedule VII to the Companies Act, 2013, to recommend the amount of expenditure to be incurred on such activities and to monitor the Corporate Social Responsibility Policy of the company from time to time.

During the year Mr. Anil Kumar Mittal, Executive & Chairman & Managing Director, has appointed as Chairman of the CSR Committee of the Company in place of Mr. Ashwani Dua and Mr. Ashwani Dua will act as a member of the CSR Committee of the Company.

I. COMPOSITION OF THE COMMITTEE

As on March 31, 2016, the Corporate Social Responsibility Committee of KRBL comprises of following 4 (Four) Members out of which 3 (Three) are Executive Directors and 1 (one) is Non-Executive Director:

Name	Designation	Category
Mr. Anil Kumar Mittal^	Chairman	Executive & Chairman & Managing Director
Mr. Anoop Kumar Gupta	Member	Executive & Joint Managing Director
Mr. Ashwani Dua	Member	Non-Executive & Independent Director
Ms. Priyanka Mittal	Member	Executive & Whole-Time Director

^ Prior to November 24, 2015, Mr. Anil Kumar Mittal was acting as member of committee. However, w.e.f. November 24, 2015 he has been appointed as Chairman of the Committee replacing Mr. Ashwani Dua.

Mr. Raman Sapra, Company Secretary, acts as Secretary to the CSR Committee.

II. MEETING AND ATTENDANCE

During the financial year 2015-16, 5 (five) meetings of Corporate Social Responsibility Committee were held. Details of Corporate Social Responsibility Committee Meetings held and attended by members during the financial year 2015-16 are as follows:

S. No.	Date of Committee Meetings	Committee Strength	No. of Members Present	% of attendance
1.	Saturday, July 11, 2015	4	4	100
2.	Thursday, July 30, 2015	4	2	50
3.	Tuesday, November 3, 2015	4	3	75
4.	Tuesday, November 24, 2015	4	3	75
5.	Tuesday, February 2, 2016	4	4	100

The attendance details of the Corporate Social Responsibility Committee members are as follows:

S. No.	Name	Position held	Meetings held	Meetings attended	% of attendance
1.	Mr. Anil Kumar Mittal *	Chairman	5	5	100
2.	Mr. Anoop Kumar Gupta	Member	5	5	100
3.	Mr. Ashwani Dua*	Member	5	2	40
4.	Ms. Priyanka Mittal	Member	5	4	80

* Prior to November 24, 2015, Mr. Anil Kumar Mittal was acting as member of committee. However, w.e.f. November 24, 2015 he has been appointed as Chairman of the Committee replacing Mr. Ashwani Dua.

III. TERMS OF REFERENCE

The Terms of Reference of Corporate Social Responsibility Committee includes the Duties and Functions of the Corporate Social Responsibility Committee of KRBL are as per Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The Corporate Social Responsibility Committee of KRBL is responsible for the functions which includes the following:

- Formulate and Recommend to the Board, a Corporate Social responsibility Policy which shall indicate the activities to be under taken by the company as specified in Schedule VII of the Companies Act, 2013.
- To recommend the amount of expenditure to be incurred on the activities referred in policy.
- Monitor Corporate Social Responsibility Policy of the company from time to time.
- Prepare transparent monitoring mechanism for ensuring implementation of the projects, programmes, activities proposed to be undertaken by the Company.

The Duties of the Corporate Social Responsibility Committee of KRBL includes the following:

- Consider and formulate the Company's value and strategy as regards to CSR.
- Develop and review the CSR policies relating to workplace quality, environmental protection, operating practices and community involvement;
- Identify CSR issues, and related risks and opportunities that are relevant to the Company's operations, and incorporate the issues or factors into the Company's existing risk management;
- Monitor and oversee the implementation of the Company's CSR policies and practices to ensure compliance with the applicable legal and regulatory requirements;
- Evaluate and enhance the Company's CSR performance and make recommendation to the Board for improvement;
- Review and endorse the Company's Annual CSR Report for the Board's approval for public disclosure.
- Contribute towards better society and a Cleaner Environment.
- Develop and review the CSR policies relating to workplace quality, Environmental Protection, Operating Practices and Community Involvement.
- Identify CSR issues, and related risks and opportunities that are relevant to the Company's operations, and incorporate the issues or factors into the Company's existing Risk Management.
- Evaluate and enhance the Company's CSR performance and make recommendation to the Board for improvement.
- Prepare Transparent monitoring mechanism for ensuring implementation of the projects, programmes, activities proposed to be undertaken by the KRBL.
- Monitor Corporate Social Responsibility Policy of the KRBL time to time.

The company has formulated the CSR Policy in line with Schedule VII of the Companies Act, 2013, which is available on the website of the Company at the web link *www.krblrice.com/policy-guidelines/policycorporate-social-responsibility.pdf*.

E. RISK MANAGEMENT COMMITTEE

Pursuant to the provisions of Regulation 21 of the SEBI Listing Regulations, the company through its Board of Directors has constituted a Risk Management Committee on February 18, 2015.

The purpose of Risk Management Committee of the Board of Directors is to assist the Board in fulfilling its corporate governance oversight responsibilities with regard to the Identification, Evaluation and Mitigation of Operational, Strategic and External Environment Risks.

I. COMPOSITION OF THE COMMITTEE

As on March 31, 2016, the Risk Management Committee of KRBL comprises of following 4 (Four) Members out of which 3 (Three) are Executive Directors and 1 (one) Chief Financial officer:

Name	Designation	Category
Mr. Arun Kumar Gupta	Chairman	Executive & Joint Managing Director
Mr. Anoop Kumar Gupta	Member	Executive & Joint Managing Director
Mr. Ashok Chand	Member	Executive & Whole Time Director
Mr. Rakesh Mehrotra	Member	Chief Financial officer

Mr. Raman Sapra, Company Secretary, acts as Secretary to the Risk Management Committee.

II. MEETING AND ATTENDANCE

During the Financial Year 2015-16, 1 (One) Meeting of the Risk Management Committee was had meeting and Attendance details of Risk Management Committee meeting are as follows:

Meeting and Attendance details of Risk Management Committee are as follows:

S. No.	Date of Committee Meetings	Committee Strength	No. of Members Present	% of attendance
1.	Thursday, July 30, 2015	4	4	100

The attendance details of the Risk Management Committee members are as follows:

S. No.	Name	Position held	Meetings held	Meetings attended	% of attendance
1.	Mr. Arun Kumar Gupta	Chairman	1	1	100
2.	Mr. Anoop Kumar Gupta	Member	1	1	100
3.	Mr. Ashok Chand	Member	1	1	100
4.	Mr. Rakesh Mehrotra	Member	1	1	100

III. TERMS OF REFERENCES

The role of the Risk Management Committee of KRBL is to identify the risks impacting the Company's business and formulate and administer Policies/ Strategies aimed at Risk Minimization and risk mitigation as part of risk management.

The Risk Management Committee of KRBL is responsible for the Duties and functions which includes the following:

- The Risk Management Committee shall annually review and approve the Risk Management Policy and associated frameworks, processes and practices of the Company.
- The Risk Management Committee shall ensure that the Company is taking the appropriate measures to achieve prudent balance between risk and reward in both ongoing and new business activities.
- The Risk Management Committee shall evaluate significant risk exposures of the Company and assess management's actions to mitigate the exposures in a timely manner.
- The Risk Management Committee will coordinate its activities with the Audit Committee in instances where there is any overlap with audit activities (e.g. internal or external audit issue relating to risk management policy or practice).
- The Risk Management Committee may form and delegate authority to subcommittees when appropriate. The risk management committee shall make regular reports to the Board.
- The Risk Management Committee shall review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval.
- The Board shall review the performance of the risk management committee annually.
- The Risk Management Committee shall have access to any internal information necessary to fulfil its oversight role. The risk management committee shall also have authority to obtain advice and assistance from internal or External Legal, accounting or other advisors.

5. SUBSIDIARY COMPANIES – MONITORING FRAMEWORK

KRBL does not have any material subsidiary as defined under Regulation 16(1)(c) of the SEBI Listing Regulations. Material Subsidiary means a Subsidiary Company whose income or net worth (i.e. paid-up capital and free reserves) exceeds 20% of the consolidated income or net worth respectively, of the listed holding Company and its subsidiaries in the immediately preceding accounting year.

The Company's Audit Committee reviews the Consolidated Financial Statements of the Company as well as the Financial Statements of the subsidiaries, including the investments made by the subsidiaries. The minutes of the Board Meetings, along with a report of the significant transactions and arrangements of the unlisted subsidiaries of the Company are periodically placed before the Board of Directors of the Company.

The Company has formulated a policy for determining its Material Subsidiaries and the same is available on the website of the Company at the weblink: *www.krblrice.com/policy-guidelines/policy_for_determining_material_subsidiaries.pdf*

6. GENERAL BODY MEETINGS

A. GENERAL BODY MEETING HELD DURING LAST 3 YEARS

Year	Time, Day, Date and Location	Summary of Resolutions Passed in regard to Special Resolutions
22nd AGM – 2015	11.00 A.M. Monday September 28, 2015 FICCI K. K. Birla Auditorium, Tansen Marg, New Delhi-110001	- Adoption of New Set of Articles of Association of the Company containing regulations in conformity with the provisions of Companies Act, 2013. - Approval of Issue of Redeemable Non Convertible Debenture On Private Placement Basis.
21st AGM – 2014	11.00 A.M. Tuesday September 9, 2014 FICCI K. K. Birla Auditorium, Tansen Marg, New Delhi-110001	- Re-appointment of Mr. Anil Kumar Mittal as Chairman & Managing Director of the Company and revision in remuneration - Re-appointment of Mr. Arun Kumar Gupta as Joint Managing Director of the Company and revision in remuneration - Re-appointment of Mr. Anoop Kumar Gupta as Joint Managing Director of the Company and revision in remuneration - Alteration of Articles of Association of the Company by inserting new Article 111A
20th AGM – 2013	11.00 A.M. Monday September 23, 2013 FICCI Auditorium, Tansen Marg, New Delhi-110001	- Re-appointment of Ms. Priyanka Mittal as Whole Time Director and revision in remuneration - Revision in remuneration of Mr. Arun Kumar Gupta, Joint Managing Director.

B. SPECIAL RESOLUTION PASSED THROUGH POSTAL BALLOT

I. SPECIAL RESOLUTION PASSED THROUGH POSTAL BALLOT DURING THE FINANCIAL YEAR 2015-16 PURSUANT TO THE REQUIREMENT OF COMPANIES ACT, 2013

During the Financial Year 2015-16, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, Postal Ballot was conducted (Including E-voting) seeking approval of shareholders by way of special resolution.

The voting (including e-voting) was available from June 5, 2015 10.00 A.M. to July 4, 2015 5.30 P.M. The cut off date for the purpose of e-voting was May 29, 2015.

Mr. Deepak Kukreja, Partner, DMK Associates, FCS No. 4140, CP No. 8265, Practicing Company Secretaries, was appointed as Scrutinizer for conducting the Postal Ballot process. The report of scrutinizer was submitted on July 6, 2015. Based on the Scrutinizer's Report, Mr. Anil Kumar Mittal, Chairman and Managing Director, declared the result of the voting exercise on July 6, 2015, as follows:

Item No.1: Merger of Radha Raj Ispat Private Limited with KRBL through a High Court approved Scheme of Amalgamation:

S. No.	Particulars	No. of members voted in Physical postal ballot forms	No. of votes Cast (Shares)-Physical Ballot forms	No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	Total no. of votes cast(shares) through E-voting and physical postal ballot forms	% of total number of valid votes cast	% of Total Paid up Equity Shares
1.	Total postal ballot and E-Votes received	175	71,964	69	5,32,25,108	5,32,96,802	100.00	22.64
2.	Less: invalid votes	29	11,168	-	-	11,168	0.02	0.0047
3.	Net valid votes	146	60,526	69	5,32,25,108	5,32,85,634	99.98	22.63
4.	With Assent	123	53,525	66	5,32,24,858	5,32,78,383	99.99	22.63
5.	With dissent	12	7,001	3	250	7,251	0.01	0.0031

II. SPECIAL RESOLUTION PASSED THROUGH POSTAL BALLOT DURING THE FINANCIAL YEAR 2015-16 PURSUANT TO THE REQUIREMENT OF HONB'LE HIGH COURT READ WITH THE PROVISIONS OF COMPANIES ACT, 2013

During the Financial Year 2015-16, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, Postal Ballot was conducted (Including E-voting) seeking approval of shareholders by way of special resolution.

The voting (including e-voting) was available from August 10, 2015 10.00 A.M. to September 11, 2015, 5.30 P.M. The cut-off date for the purpose of e-voting was May 29, 2015.

Mr. Deepak Kukreja, Partner, DMK Associates, FCS No. 4140, CP No. 8265, Practicing Company Secretaries, was appointed as Scrutinizer for conducting the Postal Ballot process. The report of scrutinizer was submitted on September 15, 2015. Based on the Scrutinizer's Report, Mr. Anil Kumar Mittal, Chairman and Managing Director, declared the result of the voting exercise on September 16, 2015, as follows:

Item No.1: Merger of Radha Raj Ispat Private Limited with KRBL through a High Court approved Scheme of Amalgamation

S. No.	Particulars	No. of members voted in Physical postal ballot forms	No. of votes Cast (Shares)-Physical Ballot forms	No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	Total no. of votes cast (shares) through E-voting and physical postal ballot forms	% of total number of valid votes cast	% of Total Paid up Equity Shares
1.	Total postal ballot and E-Votes received	237	39,48,951	56	95,12,554	1,34,61,505	100	5.72
2.	Less: invalid votes	26	10,073	-	-	10,073	0.07	0.004
3.	Net valid votes	211	39,38,878	56	95,12,554	1,34,51,432	99.93	5.71
4.	With assent	187	39,25,930	55	95,12,294	1,34,38,224	99.90	5.71
5.	With dissent	24	12,948	1	260	13,208	0.10	0.006

Further none of the businesses which are proposed to be transacted at the ensuing Annual General Meeting require passing a resolution through Postal Ballot.

7. DISCLOSURES

A. MANAGEMENT DISCUSSION AND ANALYSIS

The Annual Report has a detailed chapter on Management Discussion and Analysis, which forms part of this report.

B. MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS

Related party transactions as required by the Accounting Standard AS-18 on "Related Party Disclosures" issued by the Institute of Chartered Accountants of India (ICAI) disclosed in Notes to the Annual Accounts. Members may refer to the notes to accounts for details of Related Party Transactions. However these are not having potential conflict with the interest of the Company at large.

The Company has formulated a Policy on Related Party Transactions and on dealing with Related Party Transactions, in accordance with relevant provisions of the Companies Act, 2013 read with the provisions of Regulation 23 of the SEBI Listing Regulations. The Policy has been disclosed on the website of the company at the web link *http://krblrice.com/policy-guidelines/policy-related-party.pdf*.

C. STATUTORY COMPLIANCE, PENALTIES AND STRICTURES

There were no cases of non-compliance with stock exchanges or SEBI Regulations. Also no penalties or strictures were imposed by any Stock Exchange or SEBI or any other statutory authorities for any violation related to the capital market during the last 3 (three) years.

D. VIGIL MECHANISM POLICY

The Company promoted ethical behavior in all its business activities and in line with the best international governance practices, KRBL has established a system through which Directors, employees, business associates may report unethical behavior, malpractices, wrongful conduct, fraud, violation of Company's code of conduct without fear of reprisal. The Company has a policy, under which all Directors, Employees, Business Associates have direct access to the Chairman of the Audit Committee. The Policy has been disclosed on the website of the company at the weblink *www.krblrice.com/policy-guidelines/vigilmechanism-whistle-blower-policy.pdf*.

E. PECUNIARY RELATIONSHIP OR TRANSACTIONS WITH NON-EXECUTIVE DIRECTORS

There is no pecuniary relationship or transactions with Non-Executive Directors.

F. DISCLOSURE REGARDING APPOINTMENT AND RE-APPOINTMENT OF DIRECTORS

Disclosure regarding Directors appointed/re-appointed is given under the head Directors. Further, the relevant details also forming part of the Notice of 23rd Annual General Meeting of the Company.

G. RISK MANAGEMENT

As required under Regulation 21 of the SEBI Listing Regulations, the Company has a review procedure to apprise the Board of Directors of the Company on the Key Risk Assessment areas and suggest Risk Mitigation Mechanism.

H. CORPORATE SOCIAL RESPONSIBILITY

The detailed Annual Report on Corporate Social Responsibility have also been disclosed as ***Annexure-5*** in the Directors' Report Section of the Annual Report.

I. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company is committed to provide a protective environment at work place for all its women employees. To ensure that every woman employee is treated with dignity and respect and as mandated under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has a formulated policy for prevention of sexual harassment of its women employees. The Policy is available on the website of the company at the weblink *www.krblrice.com/policy-guidelines/SEXUAL%20HARASSMENT%20POLICY.pdf*

J. CEO/ CFO CERTIFICATION

The CEO and CFO certification on the Financial Statements and the cash flow statement for the year is placed at the end of the Corporate Governance Report.

8. MEANS OF COMMUNICATION

FINANCIAL RESULTS AND ANNUAL REPORTS ETC.

The Quarterly Unaudited Financial Results and the Annual Audited Financial Results as approved and taken on record by the Board of Directors of the Company are published during the year under review in Leading National Newspapers, i.e. Economic Times, Business Standard and Nav Bharat Times, and are also sent immediately to all the Stock Exchanges within which the Shares of the Company are listed.

The Quarterly and Annual Financial Statements, Balance Sheet, Profit & Loss Account, Directors' Report, Auditors' Report, Cash Flow Statements, Corporate Governance Report, Report on Management Discussion and Analysis and Shareholding Pattern, etc. can also be retrieved by Investors from the website of the Company *www.krblrice.com*.

9. GENERAL SHAREHOLDER INFORMATION

ANNUAL GENERAL MEETING

Day, Date & Time	Thursday, September 8, 2016, 11.00 A. M.
Venue	Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi-110003
Financial Calendar	The Financial year of the Company start from 1st April of a year and ends on 31st March of the following year.

10. CODE OF CONDUCT

The Company has adopted a Code of Business Conduct and Ethics for Board of Directors, Senior Management Personnel and Other Employees. The code of Business Conduct and Ethics for Board of Directors, Senior Management Personnel and Other Employees is available on the website at the weblink *www.krblrice.com/policy-guidelines/code_of_business_conduct_ethics.pdf*

Company has obtained affirmation for adherence to the Code. The declaration from the Chairman & Managing Director to the effect forms a part of this report.

Declaration as required under Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
All Directors, Senior Management and every employee of the Company have affirmed compliance with the KRBL Code of Business Conduct and Ethics for the Financial Year ended March 31, 2016.

	Sd/- **Anil Kumar Mittal**
Noida, Uttar Pradesh July 23, 2016	Chairman & Managing Director DIN: 00030100

11. CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING AND CODE OF PRACTICE AND PROCEDURE FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

KRBL has duly adopted Code of Conduct to Regulate, Monitor and Report Trading by Insider. Pursuant to the requirement of SEBI Circular No. CIR/ISD/02/2015 dated September 16, 2015, KRBL has adopted the revised Disclosure Formats under SEBI (Prohibition of Insider Trading) Regulations, 2015 with September 16, 2015. The said Code with all updation is available on the website of the Company at the weblink *www.krblrice.com/policy-guidelines/code_of_conduct_insider_trading.pdf.*

Further pursuant to Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015, KRBL has also adopted a Code of Practices and Procedure for Fair Disclosure of Unpublished Price Sensitive Information in adherence to the principles set out in Schedule A to the said Regulations. The said Code is available on the website of the Company at the weblink *www.krblrice.com/policy-guidelines/code_of_fair_disclosure.pdf*

FINANCIAL REPORTING

Financial Year	**April 1 to March 31**
For the Financial Year 2015-16 results were announced on:	
1st Quarter ended June 30, 2015	July 30, 2015
2nd Quarter and Half Year ended September 30, 2015	November 3, 2015
3rd Quarter ended December 31, 2015	February 2, 2016
4th Quarter and Year Ended March 31, 2016	May 26, 2016

For the Financial Year 2016-17, result are likely to be announced on: (Tentative and subject to change)	
1st Quarter ended June 30, 2016	By Last Week of Second Week of August, 2016
2nd Quarter and Half Year ended September 30, 2016	By Second Week of November, 2016
3rd Quarter ended December 31, 2016	By Second Week of February, 2017
4th Quarter and Year Ended March 31, 2017	By Last Week of May, 2017

12. DATE OF BOOK CLOSURE

The dates of Book Closure shall be from Tuesday, August 30, 2016 to Thursday, September 8, 2016 (both days inclusive).

13. DIVIDEND PAYMENT DATE

The Board of Directors at its meeting held on March 10, 2016 had recommended an Interim Dividend of ₹ 1.90 (190%) per paid up equity shares of ₹ 1/- each aggregating to ₹ 4,472.41 Lacs for the financial year 2015-16. The interim dividend was paid to those shareholders whose names were provided by the depositories after the close of business hours on March 18, 2016 being record date fixed for the purpose. The Interim Dividend was paid on March 19, 2016.

The Board of Directors of the Company have not recommended any final dividend for the financial year 2015-16. Hence, the interim dividend is treated as final dividend for the financial year 2015-16.

14. REGISTRAR AND SHARE TRANSFER AGENT

The Company has appointed M/s. Alankit Assignments Limited, having its office at Alankit Heights, 1E/13, Jhandewalan Extension, New Delhi-110 055 as its Registrar and Transfer Agent (RTA) for electronic mode of Transfer of Share of both the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as well as physical transfer of shares.

The Company's shares are traded in the Stock Exchanges compulsorily in demat mode. Pursuant to the provisions of Regulation 40 of SEBI Listing Regulations, physical shares sent for transfer are duly transferred, if they are complete in all respects; or if company has any objection are returned back such share, as the case may be, within 15 days of receipt of the documents. Share transfers in physical form can be lodged with Alankit Assignments Limited, Registrar & Transfer Agents (RTA) at the above mentioned address. The Stakeholders Relationship Committee reviews the Share transfers approved by the RTA, Company Secretary or Manager-Corporate Affairs, who have been delegated with requisite authority. All requests for Dematerialization of shares are processed and confirmed to the depositories, NSDL and CDSL, within 15 days. The Members holding shares in electronic mode should address all their correspondence to their respective Depository Participants (DP) regarding change of address, change of bank mandates and nomination.

15. DEMATERIALIZATION OF SHARES AND LIQUIDITY

Pursuant to the provisions of Regulation 31 of SEBI Listing Regulations, Company's shares are required to be traded compulsorily in the Dematerialized form and are available for trading under both the depository systems in India – NSDL and CDSL. The International Securities Identification Number (ISIN) allotted to the Company's Equity Shares under the depository system is INE001B01026. The Annual Custodial Fees for the Financial Year 2016-17 has been paid to both the depositories.

During the year under review 15,561 shares of the company covered in 14 requests were converted into Dematerialized form and 100 shares of the company covered in 1 request were converted into physical form. As on March 31, 2016, 23,49,90,406 shares of the company constituting 99.83% of the Paid-up share capital are in Dematerialized form.

For guidance on depository services, shareholders may write to the Company or to the respective depositories:

National Securities Depository Limited (NSDL)	Central Depository Services (India) Limited (CDSL)
Trade World, 4th Floor Kamala Mills Compound Senapati Bapat Marg, Lower Parel Mumbai – 400 013 Telephone: (022) 24994200 Facsmile: (022) 24972933 E-mail: investor@nsdl.co.in Website: www.nsdl.co.in	Phiroze Jeejeebhoy Towers 28th Floor, Dalal Street Mumbai - 400 023 Telephone: (022) 22723333 Facsmile: (022) 22723199 E-mail: info@cdslindia.com Website: www.cdslindia.com

16. LISTING ON STOCK EXCHANGES

The Company's shares are listed and actively traded on the below mentioned Stock Exchanges:

I. National Stock Exchange of India Limited (NSE)

"Exchange Plaza" C-1, Block G,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051
Website: www.nseindia.com
Symbol: KRBL, Series: Eq.

II. BSE Limited (BSE)

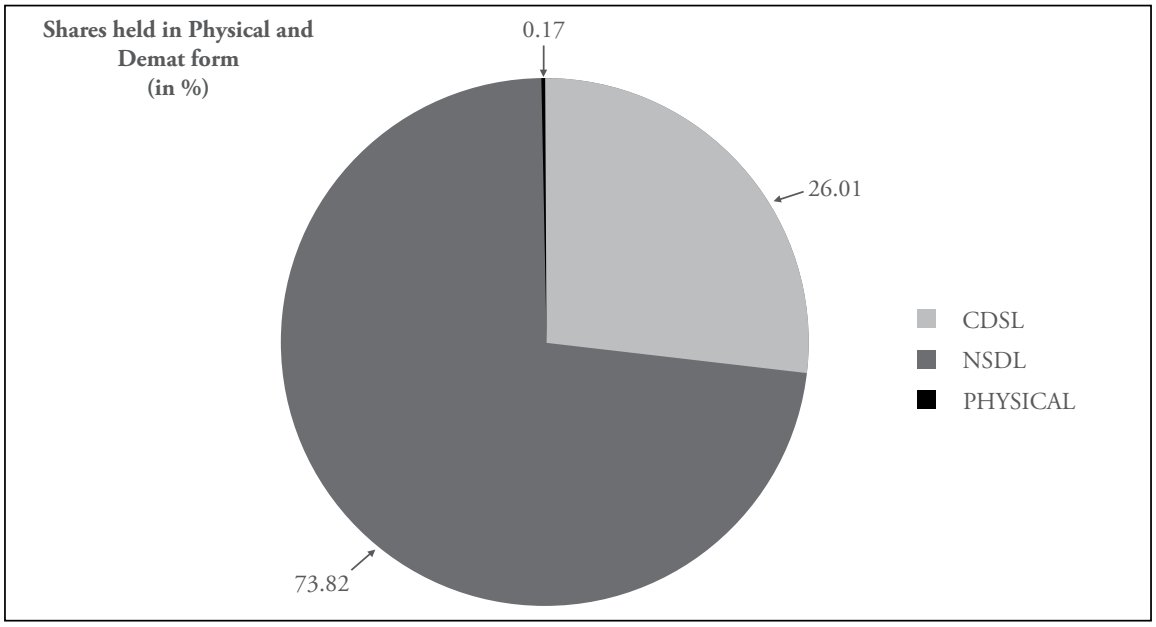
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai – 400 001
Website: www.bseindia.com
Stock Code: 530813

Your Company has paid the listing fees to BSE and NSE for the Financial Year 2015-16.

17. DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2016

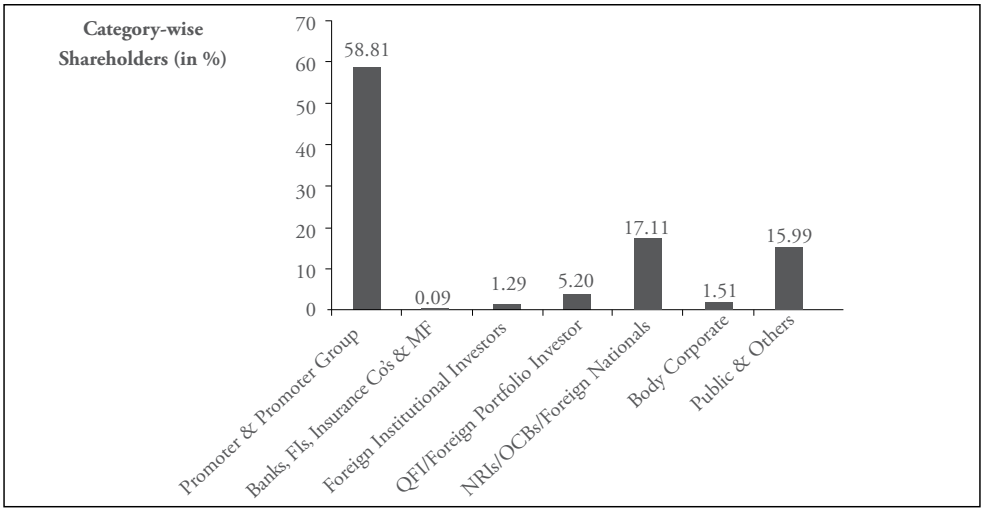
No. of Shares held (₹ 1 paid up)	Folios		Shares of ₹ 1 Paid up	
	Numbers	%	Numbers	%
1 – 50	5,927	32.77	1,32,058	0.06
51 – 100	2,899	16.03	2,69,008	0.11
101 – 500	4,962	27.43	14,73,692	0.63
501 – 1000	1,821	10.07	15,49,026	0.66
1001 – 5000	1,770	9.79	42,39,051	1.80
5001 – 10000	270	1.49	20,30,545	0.86
10001 – 50000	310	1.71	69,64,915	2.96
50001 – 100000	49	0.27	35,02,519	1.49
100000 & Above	80	0.44	21,52,29,078	91.43
Total	**18,088**	**100.00**	**23,53,89,892**	**100.00**

18. SHARES HELD IN PHYSICAL AND DEMATERIALIZED FORM AS ON MARCH 31, 2016 (IN %)



19. CATEGORY OF SHAREHOLDING AS ON MARCH 31, 2016

Category	No. of Shares held	%
Promoter& Promoter Group	13,84,39,916	58.81
Banks, FIs, Insurance Company's, Venture Capital Fund, Provident Fund, Mutual Fund, Alternate Investment Fund & NBFC's	2,01,360	0.09
Foreign Institutional Investors (FIIs)	30,26,073	1.29
Qualified Foreign Investor, Foreign Portfolio Investor& Foreign Venture Capital Investor	1,22,43,728	5.20
Foreign Nationals, Clearing Members, Trust, Employee Trust, NRIs, LLPs	4,02,83,841	17.11
Body Corporate	35,46,747	1.51
Public and Others	3,76,48,227	15.99
Total	**23,53,89,892**	**100.00**



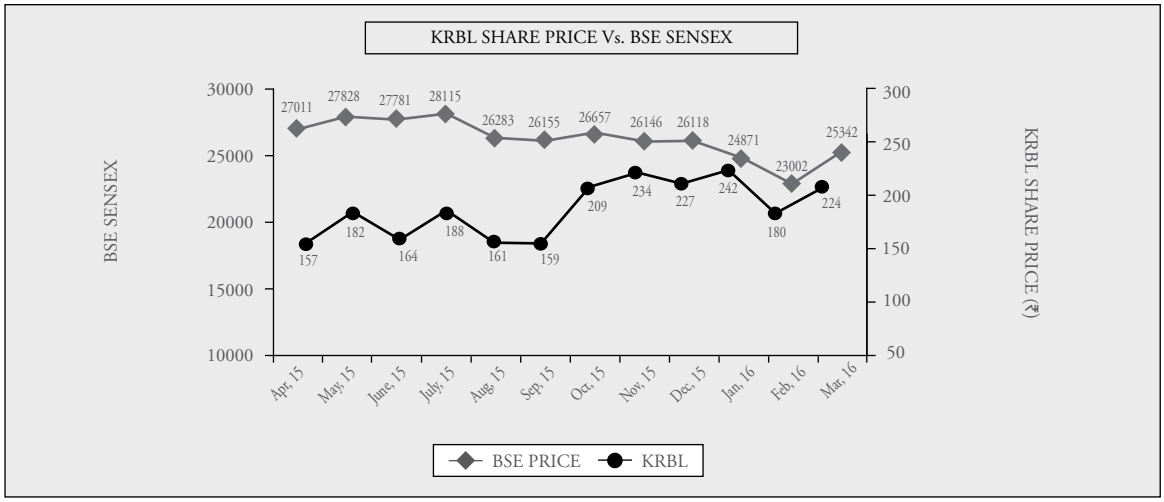
20. TOP TEN SHAREHOLDERS (OTHER THAN PROMOTERS) AS ON MARCH 31, 2016

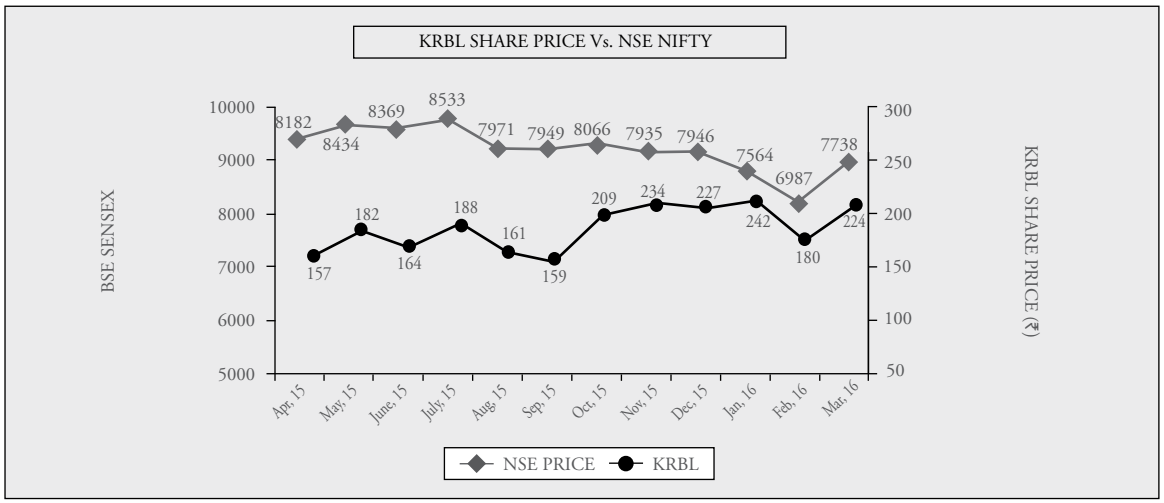
S. No.	Name	No. of Shares
1.	Reliance Commodities DMCC	2,29,00,000
2.	Anil Kumar Goel	88,40,000
3.	Abdulla Ali Obeid Balsharaf	75,00,000
4.	Omar Ali Obeid Balsharaf	75,00,000
5.	Kotak Mahindra (International) Limited	45,27,529
6.	Som Nath Aggarwal	37,38,412
7.	Quant Foreign Value Small Cap Fund	31,54,200
8.	Seema Goel	25,20,000
9.	Premier Investment Fund Limited	9,32,555
10.	Vanguard Total International Stock Index Fund	7,87,176

21. MARKET PRICE DATA

Monthly High and Low quotes and volume of shares traded on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE):

Month	BSE Limited				National Stock Exchange of India Limited			
	High (₹)	Low (₹)	No. of Shares Traded	Turnover (₹ in Lacs)	High (₹)	Low (₹)	No. of Shares Traded	Turnover (₹ in Lacs)
April, 2015	199.90	157.00	8,21,343	1,462.97	200.00	157.00	55,28,617	9,797.91
May, 2015	185.75	160.25	7,91,693	1,374.78	188.00	158.30	53,38,354	9,262.64
June, 2015	189.65	154.00	4,50,967	779.14	190.70	153.90	27,31,640	4,729.96
July, 2015	198.45	163.40	11,41,390	2,013.63	198.35	163.75	46,26,887	8,278.98
August, 2015	197.00	148.95	6,01,035	1,061.59	197.50	148.50	50,35,947	8,646.28
September, 2015	162.00	141.00	4,08,236	624.66	161.90	139.50	31,11,536	4,736.93
October, 2015	224.95	151.00	16,53,963	3,237.61	224.90	151.80	1,10,01,680	21,108.70
November, 2015	249.65	204.00	24,54,394	5,608.53	249.70	204.00	1,16,36,371	26,626.44
December, 2015	244.40	221.10	10,81,089	2,499.25	244.35	222.05	37,89,988	8,783.20
January, 2016	248.00	220.00	11,00,198	2,549.69	246.90	221.00	41,31,310	9,631.70
February, 2016	246.90	174.50	12,03,904	2,507.87	246.90	174.00	45,67,294	9,543.01
March, 2016	225.00	182.30	9,53,430	2,023.43	225.00	176.00	54,49,589	11,615.69





22. OUTSTANDING ADRS/GDRS/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS AND LIKELY IMPACT ON EQUITY

The Company had allotted 34,28,594 nos. of underlying equity shares of ₹ 10/- each at a premium of ₹ 145.08 aggregating to ₹ 5,316.94 Lacs pursuant to the offer of 17,14,297 Global Depository Receipts (GDRs) made by the Company on February 24, 2006 to Foreign Investors, in accordance with the provisions of Section 81 and 81(1A) of the Companies Act, 1956 and Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipts Mechanism) Scheme, 1993, on preferential basis.

The Company's Global Depository Receipts (GDRs) were listed on the Luxembourg Stock Exchange (Code: US4826571030), at de la Bourse de Luxembourg, 11, av de la Porter – Neuve, L-2227 Luxembourg. As all GDRs were converted into Equity Shares, so Company delist its GDRs from Luxembourg Stock Exchange w.e.f. July 7, 2010. However, listing of the underlying equity shares are continued on the BSE Limited and National Stock Exchange of India Limited.

23. SHARE TRANSFER SYSTEM

All share transfer and other communications regarding share certificates, change of address, dividends, etc. should be addressed to Registrar and Transfer Agent. Stakeholders Relationship Committee is authorized to approve transfer of shares in the physical segment. The Committee has delegated authority for approving transfer and transmission of shares and other related matters to the officers of the Company. Such transfers take place on weekly basis. A summary of a ll the transfers/ transmissions etc. so approved by officers of the Company is placed at every Committee Meeting. All share transfers are completed within statutory time limit from the date of receipt, provided the documents meet the stipulated requirement of statutory provisions in all respects. The Company obtains from a Company Secretary in practice half yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of SEBI Listing Regulations, and files a copy of the same with the Stock Exchanges.

24. RECONCILIATION OF SHARE CAPITAL AUDIT

Mr. Deepak Kukreja, Partner, DMK Associates, FCS No. 4140, CP No. 8265, Practicing Company Secretaries, carries out the Reconciliation of Share Capital Audit as mandated by SEBI, and reports on the Reconciliation of Total Issued and Listed Capital with that of total share capital admitted / held in dematerialized form with NSDL and CDSL and those held in physical form. This audit is carried out on quarterly basis and the report thereof is submitted to the Stock Exchanges, where the Company's shares are listed and is also placed before the Stakeholders Relationship Committee of the Board.

25. UNPAID DIVIDEND

Pursuant to the provisions of Section 124 read with Section 125 of the Companies Act, 2013, previously Section 205C of the Companies Act, 1956, the Company is required to transfer the Dividend unpaid for a period of 7 (seven) years from the due date to the Investor Education and Protection Fund (IEPF) set up by the Central Government. Accordingly, the unclaimed Final Dividend for the year 2007-08 has been transferred and necessary Statement in Form-1 INV pursuant to Rule 3 of the Investor Education and Protection Fund (Awareness and Protection of Investors) Rule, 2001 has been filed.

Time frame of transfer of Unclaimed Dividend to Investor Education and Protection Fund (IEPF):

Date of Declaration of Dividend	Dividend for the year	Due date of transfer to IEPF
29/09/2009	2008-09	05/11/2016
28/01/2010	2009-10 (Interim)	06/03/2017
21/09/2010	2009-10 (Final)	28/10/2017
27/09/2011	2010-11	03/11/2018
25/09/2012	2011-12	01/11/2019
23/09/2013	2012-13	30/10/2020
09/09/2014	2013-14	16/10/2021
28/09/2015	2014-15	05/11/2022
10/03/2016	2015-16 (Interim)	16/04/2023

Attention is drawn that the Unclaimed Final Dividend for the Financial Year 2008-09 will be due for transfer to IEPF later this year. Communication has been sent by the Company to the concerned shareholders advising them to lodge their claim with respect to unclaimed Dividend. Once unclaimed Dividend is transferred to IEPF, no claims will lie in respect thereof.

26. FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

During the year 2015-16, the Company had managed the foreign exchange risk and hedged to the extent considered necessary. The Company enters into forward contracts for hedging foreign exchange exposures against exports and imports. The details of foreign currency exposure are disclosed in Note No. 30.27 to the Standalone Financial Statements forming part of this Annual report.

27. COMPLIANCE OFFICER

Raman Sapra
Company Secretary
5190, Lahori Gate, Delhi-110 006
Phone: (011) 23968328
E-mail: investor@krblindia.com

28. PLANT LOCATION

1. 9th Milestone, Post-Dujana, Bulandshahr Road, Dist. Gautambudh Nagar, Uttar Pradesh-203 207.
2. 29/15-29/16, Village Jindpur, G. T. Karnal Road, Alipur, Delhi-110 036.
3. Plot No. 258-260, Extended Lal Dora, Alipur, Delhi-110 036.
4. Village Bhasaur, Tehsil Dhuri, Distt. Sangrur, Punjab-148 024.
5. Village Akbarpur Barota, Distt. Sonipat, Haryana-131104

29. REGISTERED OFFICE & ADDRESS FOR CORRESPONDENCE

5190, Lahori Gate,
Delhi-110 006
Phone: (011) 23968328
Fax: (011) 23968327
E-mail: investor@krblindia.com
Website: www.kbrlrice.com
CIN: L01111DL1993PLC052845

for **and on behalf of the Board of Directors**

Sd/-
Anil Kumar Mittal
Chairman & Managing Director
DIN-00030100

Place: Noida, Uttar Pradesh
Date: July 23, 2016

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members,
M/s KRBL Limited
5190, Lahori Gate,
Delhi -110006

We have examined the compliance of conditions of corporate governance by KRBL Limited ('the Company') for the year ended March 31, 2016, as stipulated in regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paragraph C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") with Stock Exchanges in India.

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

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 Regulations.

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 **DMK ASSOCIATES**
Company Secretaries

Sd/-
Deepak Kukreja
C.P. No. 8265

Place: Noida, Uttar Pradesh
Date: July 23, 2016

CEO'S AND CFO CERTIFICATION

We, Anil Kumar Mittal, Chairman & Managing Director and Rakesh Mehrotra, Chief Financial Officer, responsible for finance function certify that:

1. We have reviewed financial statements and the cash flow statement for the year ended on March 31, 2016 and that to the best of our knowledge and belief:
   a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   b) These statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended on March 31, 2016 which are fraudulent, illegal or violative of the Company's code of conduct.

3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we 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 the steps we have taken or propose to take to rectify these deficiencies.

4. The Company's other certifying officers and we have disclosed, based on our recent evaluation, wherever applicable, to the Company's Auditors and through them to the Audit Committee of the Company's Board of Directors:
   i) Significant changes in internal control over financial reporting during the year 2015-16;
   ii) Significant changes in accounting policies during the year 2015-16 and that the same have been disclosed in the notes to the financial statements; and
   iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

	Sd/-	Sd/-
Place: Noida, Uttar Pradesh	**Anil Kumar Mittal**	**Rakesh Mehrotra**
Date: May 26, 2016	Chairman & Managing Director	Chief Financial Officer

CONSOLIDATED FINANCIAL STATEMENTS

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INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

To the Members of KRBL Limited, New Delhi

REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

We have audited the accompanying Consolidated Financial Statements of KRBL Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") which comprise the Consolidated Balance Sheet as at March 31, 2016, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors are responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the Consolidated financial position, Consolidated financial performance and Consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (particularly Accounting Standard AS-21, Consolidated Financial Statements and Accounting Standard AS-27, Financial Reporting of Interest in Joint Ventures). The respective Board of Directors of the companies are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these Consolidated Financial Statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Consolidated Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the Consolidated Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Holding Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Directors, as well as evaluating the overall presentation of the Consolidated Financial Statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

OPINION

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

(i) In the case of the Consolidated Balance Sheet, of the consolidated state of affairs of the Group as at March 31,2016

(ii) In the case of the Consolidated Statement of Profit & Loss, of the consolidated Profit & Loss for the year ended on that date; and

(iii) In the case of the Consolidated Cash Flow Statement, of the consolidated cash flows for the year ended on that date.

OTHER MATTER

We did not audit the financial statements / financial information of the Subsidiary Companies, whose financial statements / financial information reflect total assets (net) of ₹ 46.10 Crores as at March 31, 2016, total revenue of ₹ 74.63 Crores and net cash flows amounting to ₹ (6.99) Crores for the year ended March 31, 2016. These financial statements/financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiaries and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditors.

INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of this matter with respect to our reliance on the work done and the reports of the other auditors.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Sub-section (3) of Section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements of a subsidiaries, as noted in the 'Other Matter' paragraph, we report, to the extent applicable, that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements;

   (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;

   (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements;

   (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

   (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2016 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, none of the directors of the said Group companies is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164(2) of the Act;

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding company and Subsidiaries and the operating effectiveness of such controls, refer to our separate Report in "Annexure I"; and

   (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of subsidiaries, as noted in the 'Other Matter' paragraph:

   i. There were no pending litigations which would impact the Consolidated financial position of the Group. However, according to information and explanations given to us, the following dues of income tax and value added tax have not been deposited by the Holding Company on account of disputes:

Name of the statue	Nature of dues	Amount (in ₹ Lacs)	Period to which the amount relates	Forum where dispute is pending
Income-tax	Income-tax	12.67	AY 2012-13	CIT (A), XXX, New Delhi
Punjab VAT	Purchase-tax on paddy purchased in the course of exports	679.11	AY 2009-10	VAT Tribunal, Chandigarh
Punjab VAT	Additional Demand of Purchase-tax on paddy	924.85	AY 2013-14	Deputy Excise and Taxation Commissioner (DETC), Punjab

   ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company.

for **Vinod Kumar Bindal & Co.**
Chartered Accountants
(Firm Registration No. 003820N)

Shiv Sushil Bhawan,
D-219, Vivek Vihar, Phase-1,
New Delhi-110 095
Dated: May 26, 2016

Sd/-
Vinod Kumar Bindal
Proprietor
(Membership No. 80668)

ANNEXURE I TO THE INDEPENDENT AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

(Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act)

In conjunction with our audit of the Consolidated Financial Statements of KRBL Limited ("the Holding Company") as of and for the year ended March 31, 2016, we have audited the internal financial controls over financial reporting of the Holding Company and its subsidiary companies incorporated as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Holding company and its subsidiary companies are responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and audit evidence obtained by other auditor in terms of their report referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the company's internal financial controls system over financial reporting.

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

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, the Holding Company and its subsidiary companies have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal controls over financial reporting criteria established by the company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

OTHER MATTERS

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to subsidiary companies is based on the corresponding report of the auditor of such company.

for **Vinod Kumar Bindal & Co.**
Chartered Accountants
(Firm Registration No. 003820N)

Shiv Sushil Bhawan,
D-219, Vivek Vihar, Phase-1,
New Delhi-110 095
Dated: May 26, 2016

Sd/-
Vinod Kumar Bindal
Proprietor
(Membership No. 80668)

CONSOLIDATED BALANCE SHEET

as at March 31, 2016

(₹ in Lacs except as stated)

S. No.	Particulars	Note No.	As at March 31, 2016	As at March 31, 2015
I.	**EQUITY & LIABILITIES**			
	Shareholder's Funds			
	Share Capital	3	2,353.90	2,353.90
	Reserves and Surplus	4	1,60,018.16	1,30,123.25
	Total Shareholder's Funds (A)		**1,62,372.06**	**1,32,477.15**
	Minority Reserve (B)		**88.27**	**88.25**
	Non-Current Liabilities			
	Long-Term Borrowings	5	20,062.81	23,628.88
	Deferred Tax Liabilities (Net)	6	1,935.90	1,266.63
	Long- Term Provisions	7	364.12	248.35
	Total Non-Current Liabilities (C)		**22,362.83**	**25,143.86**
	Current Liabilities			
	Short-Term Borrowings	8	89,138.96	1,04,516.87
	Trade Payables	9	14,217.27	15,506.56
	Other Current Liabilities	10	13,280.54	24,306.25
	Short- Term Provisions	11	1,253.39	4,567.01
	Total Current Liabilities (D)		**1,17,890.16**	**1,48,896.69**
	Total (A+B+C+D)		**3,02,713.32**	**3,06,605.95**
II.	**ASSETS**			
	Non-Current Assets			
	Fixed Assets			
	Tangible Assets	12	77,343.60	63,797.42
	Intangible Assets	12	160.12	160.03
	Capital Work-in-progress		10,026.41	11,373.52
	Long-Term Loans and Advances	13	4,954.60	2,443.14
	Other Non-Current Assets	14	373.22	134.16
	Total Non-Current Assets (A)		**92,857.95**	**77,908.27**
	Current Assets			
	Current Investments	15	731.32	659.25
	Inventories	16	1,74,424.33	1,85,967.14
	Trade Receivables	17	25,360.12	33,998.34
	Cash & Bank Balances	18	2,830.17	2,433.80
	Short- Term Loans and Advances	19	5,091.43	4,881.13
	Other Current Assets	20	1,418.00	758.02
	Total Current Assets (B)		**2,09,855.37**	**2,28,697.68**
	Total (A+B)		**3,02,713.32**	**3,06,605.95**
	Significant Accounting Policies	2		
	The Accompanying Notes form an integral part of the Financial Statements	29		

for **and on behalf of the Board of Directors**

Annexure to our Report of Date

for **Vinod Kumar Bindal & Co.**
Chartered Accountants

Sd/-
Vinod Kumar Bindal
Proprietor
Firm Regn. No. 003820N, M. No. 80668

Sd/-
Anoop Kumar Gupta
Joint Managing Director
DIN-00030160

Sd/-
Raman Sapra
Company Secretary
M. No. 29044

Sd/-
Anil Kumar Mittal
Chairman & Managing Director
DIN-00030100

Sd/-
Rakesh Mehrotra
Chief Financial Officer
M. No. 84366

Place: Noida, Uttar Pradesh
Date: May 26, 2016

CONSOLIDATED STATEMENT OF PROFIT AND LOSS
for the year ended March 31, 2016

(₹ in Lacs except as stated)

Particulars	Note No.	Year Ended March 31, 2016	Year Ended March 31, 2015
INCOME			
Revenue from Operations	21	3,37,375.73	3,15,968.54
Other Operating Income		5,437.21	3,750.56
Other Income	22	751.37	611.05
TOTAL INCOME		**3,43,564.31**	**3,20,330.15**
EXPENDITURE			
Cost of Materials Consumed	23	2,72,151.79	2,44,674.17
Purchases of Stock in Trade	24	2,556.61	5,752.98
Changes in Inventories of Finished Goods ,Work in Progress & Stock in Trade	25	(15,596.98)	(10,318.93)
Employee Benefits Expenses	26	6,363.14	5,434.03
Finance Costs	27	6,341.64	8,088.52
Depreciation & Amortization Expenses		5,005.94	5,269.35
Other Expenses	28	24,028.59	21,601.50
TOTAL EXPENDITURE		**3,00,850.73**	**2,80,501.62**
PROFIT BEFORE TAXATION & EXCEPTIONAL ITEMS		**42,713.58**	**39,828.53**
Exceptional Items-Foreign Exchange Fluctuation (Gain)/Loss		(255.17)	418.99
PROFIT BEFORE TAXATION		**42,968.75**	**39,409.54**
Tax Expense:			
Current Year		10,013.10	7,465.34
Earlier Year		-	0.21
Deferred Tax		669.27	(228.36)
Mat Credit Entitlement		(1,420.91)	-
PROFIT/(LOSS) FOR THE YEAR AFTER TAX		**33,707.29**	**32,172.35**
EARNING PER EQUITY SHARE (Face Value of ₹1 each)			
1) Basic (₹)		14.32	13.67
2) Diluted (₹)		14.32	13.67
Significant Accounting Policies	2		
The Accompanying Notes form an integral part of the Financial Statements	29		

for **and on behalf of the Board of Directors**

Annexure to our Report of Date

for **Vinod Kumar Bindal & Co.**
Chartered Accountants

Sd/-
Vinod Kumar Bindal
Proprietor
Firm Regn. No. 003820N, M. No. 80668

Sd/-
Anoop Kumar Gupta
Joint Managing Director
DIN-00030160

Sd/-
Raman Sapra
Company Secretary
M. No. 29044

Sd/-
Anil Kumar Mittal
Chairman & Managing Director
DIN-00030100

Sd/-
Rakesh Mehrotra
Chief Financial Officer
M. No. 84366

Place: Noida, Uttar Pradesh
Date: May 26, 2016

CONSOLIDATED CASH FLOW STATEMENT

for the year ended March 31, 2016

(₹ in Lacs)

S. No.	Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
A.	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit Before Tax from Continuing Operations	42,968.75	39,409.54
	Adjustment for :		
	Depreciation & Amortization Expenses	5,005.94	5,269.35
	Loss/(Profit) on Sale of Fixed Assets	(8.97)	7.38
	Effect of Exchange Rate Difference	(255.17)	418.99
	Profit on Sale of Investment	(6.54)	(5.98)
	Interest Expense	6,341.64	8,088.52
	Interest Receipt	(455.49)	(440.75)
	Loss/(Profit) on Revaluation of Current Investment	(72.07)	(22.93)
	Foreign Currency Translation Reserve	660.02	88.74
	Dividend on Investment	(38.26)	(25.44)
	Operating Profit Before Working Capital Changes	**54,139.85**	**52,787.42**
	Adjustments for Working Capital Changes		
	Increase/(Decrease) in Long -Term Provisions	115.77	99.70
	Increase/(Decrease) in Trade Payable	(1,289.29)	548.13
	Increase/(Decrease) in Other Current Liabilities	(11,025.71)	9,515.91
	Increase/(Decrease) in Short -Term Provisions	239.68	76.58
	Decrease/(Increase) in Inventories	11,542.80	(16,965.18)
	Decrease/(Increase) in Trade Receivables	8,638.22	(5,272.64)
	Decrease/(Increase) in Long- Term Loans and Advances	(1,090.54)	2,028.63
	Decrease/(Increase) in Other Current Assets	(659.97)	(30.80)
	Decrease/(Increase) in Short- Term Loans and Advances	(210.31)	(1,426.02)
	Decrease/(Increase) in Other Non Current Assets	(239.05)	4.65
	Cash Generated From Operations	**60,161.46**	**41,366.38**
	Tax Paid (Net)	(9,572.10)	(7,712.85)
	NET CASH FLOW FROM OPERATING ACTIVITIES (TOTAL-A)	**50,589.36**	**33,653.53**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase of Fixed Assets & WIP	(17,233.51)	(23,205.07)
	Sale of Fixed Assets	19.45	27.26
	Profit on sale of Investment	6.54	5.98
	Dividend on Investments	38.26	25.44
	NET CASH GENERATED / (-) USED IN INVESTING ACTIVITIES (TOTAL - B)	**(17,169.26)**	**(23,146.39)**

CONSOLIDATED CASH FLOW STATEMENT
for the year ended March 31, 2016

(₹ in Lacs)

S. No.	Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
C.	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Increase/(Decrease) in Long- Term Borrowings	(3,566.07)	2,797.15
	Increase/(Decrease) in Short- Term Borrowings	(15,377.91)	(6,600.14)
	Effect of Exchange Rate Difference	255.17	(418.99)
	Interest Expense	(6,341.64)	(8,088.52)
	Interest Income	455.49	440.75
	Dividend Paid	(8,443.04)	(2,816.99)
	Taxes on Dividend Paid	-	-
	Wealth Tax	(5.73)	(5.29)
	NET CASH FLOW FROM FINANCING ACTIVITIES (TOTAL-C)	**(33,023.73)**	**(14,692.03)**
	NET CHANGES IN CASH AND BANK BALANCES (TOTAL A+B+C)	**396.37**	**(4,184.89)**
	Cash & Bank Balance-Opening Balance	2,433.80	6,618.69
	Cash & Bank Balance-Closing Balance	**2,830.17**	**2,433.80**
	Cash & Bank Balance		
	Cash in hand	181.85	231.30
	Balance with Scheduled Bank	2,648.32	2,202.50
		2,830.17	**2,433.80**

Notes.

1 Statement has been prepared under the Indirect Method as set out in the Accounting Standard AS-3 on Cash flow Statement.

2 Figures in Brackets represent outflows.

3 Previous year figures have been recast / rearranged wherever considered necessary.

for **and on behalf of the Board of Directors**

Annexure to our Report of Date

for **Vinod Kumar Bindal & Co.**
Chartered Accountants

Sd/-
Vinod Kumar Bindal
Proprietor
Firm Regn. No. 003820N, M. No. 80668

Sd/-
Anoop Kumar Gupta
Joint Managing Director
DIN-00030160

Sd/-
Raman Sapra
Company Secretary
M. No. 29044

Sd/-
Anil Kumar Mittal
Chairman & Managing Director
DIN-00030100

Sd/-
Rakesh Mehrotra
Chief Financial Officer
M. No. 84366

Place: Noida, Uttar Pradesh
Date: May 26, 2016

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

1. COMPANY INFORMATION

- KRBL Limited (the Company) is a Domestic Public Limited company and listed on the Bombay Stock Exchange Ltd. (BSE) and National Stock Exchange of India Ltd.(NSE). The Company World's leading Basmati Rice player with milling capacity of 195 MT per hour. The company has fully integrated operations with involvement in every aspect of Basmati value chain, right from seed development, contact farming, procurement of paddy, storage, processing, packaging, branding and marketing. Among the many brands launched by the company "India Gate" is the flagship brand both in Domestic and International Markets.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Principles of Consolidation

- The Consolidated financial statements relates to KRBL Limited ('the Company'), its subsidiary Companies ('the Group Companies'). The consolidated financial statements have been prepared on the following basis:
- The financial statements of the parent and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, revenues and expenses after eliminating intra-Group balances / transactions and resulting profits in full.
- The results and financial position of all the Group Companies are translated into the reporting currency as follows:

(i) Current Assets and Liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;

(ii) Income and expenses for each income statement are translated at average exchange rates (unless average rate is not reasonable at the rates prevailing on the transaction dates, in such case income and expenses are translated at the rate on the dates of the transactions); and

(iii) All resulting exchange differences are accumulated in foreign currency translation reserve until the disposal of net investment.

- Minority interest's share in net assets of 'the Group' is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the Company's shareholders.

2.2 Accounting Convention

- The Financial Statements are prepared on the historical cost convention on going concern basis and in accordance with the applicable accounting standards notified under relevant provisions of the Companies Act, 2013 and other Accounting principles generally accepted in India, to the extent applicable.

2.3 Use of Estimates

- The preparation of Financial Statements requires management to make certain assumptions and estimates that affect the reported amount the Financial Statements and Notes thereto. Difference between actual results and estimates are recognized in the period in which they materialize.

2.4 Fixed Assets including intangible Assets

- Fixed Assets are stated at cost of acquisition / installation inclusive of freight, duties, taxes and all incidental expenses and net of accumulated depreciation. In respect of major projects involving construction, related pre-operational expenses form part of the value of assets capitalized. Expenses capitalized also include applicable borrowing costs. All up-gradation / enhancements are generally charged off as revenue expenditure unless they bring similar significant additional benefits.
- Intangible assets are stated at their cost of acquisition.
- Freehold Land is stated at original cost of acquisition.
- Capital work- in- progress is stated at amount spent up to the date of Balance Sheet.

2.5 Depreciation and Amortization

- Depreciation on fixed assets has been provided on straight line method, in terms of useful life of the Assets as prescribed in Schedule II to the Companies Act 2013.
- Computer software charges, patent, trademark & design and Goodwill are recognized as intangible assets and amortized on straight line method over a period of 10 years except one software which is depreciated in 6 years on straight line method based on upon life of servers where it is installed.
- Leasehold land is amortized on straight line method over the lease period.

2.6 Investments

- Investments that are readily realizable and are intended to be held for not more than one year at the point of acquisition are classified as "Current Investments". All other Investments are classified as "Non-Current Investments". Current investments are stated at lower of

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

cost and fair value. Non-current investments are stated at cost. A provision for diminution is made to recognize a decline, other than temporary, in the value of non-current investments.

2.7 Inventories

- Items of inventories are measured at lower of cost or net realizable value. Raw material on shop floor and work-in process is taken as part of raw material and valued accordingly.
- The cost is calculated on weighted average cost method and it comprises expenditure incurred in normal course of business in bringing such inventories to its location and includes, where applicable, appropriate overheads based on normal level of activity. Obsolete, slow moving & defective inventories are identified at the time of physical verification and wherever necessary a provision is made.
- By-products are valued at net realizable value and are deducted from the cost of main product.
- Inventory of Finished Excisable products are valued inclusive of Excise Duty.

2.8 Revenue Recognition and Accounting for Sales & Services

- Export sales are accounted for on the basis of date of bill of lading and adjusted for exchange fluctuations on exports realized during the year and the trade receivable in foreign exchange which are restated at the year end. Domestic sales are recognized on the dispatch of goods to the customers and are net of discounts, Sales Tax, Excise Duty, Returns. Gross sales includes Excise Duty and then reduced thereafter to compute net sales in conformity with AS-14 on disclosure of the revenue from sale transaction. Sale of energy is accounted for on basis of energy supply. Sale of Certified Emission Reduction (CER) is recognized as income on delivery of CERs to the customer. Sale Renewable Energy Certificate (REC) is recognized as income on sale of REC on the IEX/PXIL. Dividend income is recognised when the right to receive Dividend is established. Revenue and Expenditure are accounted for on going concern basis. Interest Income / Expenditure is recognized using the time proportion method based on the rates implicit in the transaction.
- Revenue in respect of Insurance / others claims, Interest, Commission, etc. is recognised only when it is reasonably certain that the ultimate collection will be made.

2.9 Proposed Dividend

- Dividend (including Dividend Tax thereon, if any) are provided for in the books of account as proposed by the Directors pending for approval at the ensuing Annual General Meeting.

2.10 Research and Development

- Revenue expenditure on Research & Development is written off in the year in which it is incurred. Capital Expenditure on Research & Development is included under Fixed Assets.

2.11 Treatment of Employee Benefits

- Contributions to defined provident fund are charged to the profit and loss account on accrual basis. Present liability for future payment of gratuity and unavailed leave benefits are determined on the basis of actuarial valuation at the balance sheet date and charged to the profit and loss account. Gratuity fund is managed by the Kotak Life Insurance.

2.12 Foreign Currency Transactions

- The transactions in foreign currencies are recognized at rate of overseas currencies ruling on the date of transaction. Gain/(loss) arising on account of rise or fall in overseas currencies vis a vis reporting currencies between the date of transaction and that of payment is charged to statement of Profit& loss account.
- Year-end balance of foreign currency monetary items is translated at the year-end rates and the corresponding effect is given in the respective accounts. Transactions completed during the year are adjusted on actual basis.
- Exchange difference on forward contract is also recognized in Profit & Loss Account on change of Exchange rate at the reporting date.
- Transactions covered by cross currency swap contracts to be settled on future dates are recognised at the year-end rates of the underlying foreign currency. Effects arising from swap contracts are adjusted on the date of settlement.
- In respect of Non integral foreign operation - both monetary and non-monetary items are translated at the closing rate and resultant difference is accumulated in foreign currency translation reserve, until the disposal of net investment.
- Non monetary foreign currency item are carried at cost.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

2.13 Government Grant

- Government grant is considered for inclusion in accounts only when conditions attached to them are complied with and it is reasonably certain that ultimate collection will be made. Grant received from government towards fixed assets acquired/constructed by the Company is deducted out of gross value of the asset acquired/ constructed and depreciation is charged accordingly.

2.14 Borrowing Costs

- Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized as a part of such assets till such time as the assets are ready for their intended use or sale. All other borrowing costs are recognised as expense in the period in which they are incurred.

2.15 Taxes on Income

- The liability of Company on Account of Income Tax is estimated considering the provisions of Income tax Act 1961.

  Deferred tax is recognised subject to the consideration of prudence on timing differences being the difference between book and tax profits that originate in one year and capable of reversal in one or more subsequent years.

2.16 Leases

- In respect of Operating leases, rentals are expensed with reference to lease terms and other considerations.

2.17 Provisions, Contingent Liability and Contingent Assets

- The Company creates a provision when there is a present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure of contingent liability is made when there is a possible obligation or a present obligation that will probably not require outflow of resources or where a reliable estimate of the obligation cannot be made. Contingent Assets neither recognised nor disclosed in the Financial Statement.

2.18 Segment Reporting

- Segments are identified based on dominant source and nature of risks and returns and internal financial reporting system to the management Inter segment revenue are accounted for on the basis of transactions which are primarily market led. Revenue and expenses which relate to enterprises as a whole and are not attributable to segments are included under "Other Unallocable Expenditure Net of Unallocable Income".

2.19 Financial and Management Information System

- An Integrated Accounting System has been put to practice which unifies both Financial Books and Costing Records. The books of account and other records have been designated to facilitate compliance with the relevant provisions of the Companies Act on one hand and meet the internal requirements of information and systems for Planning, Review and Internal Control on the other. The Cost Accounts are designed to adopt Costing Systems appropriate to the business carried out by the Division, with each Division incorporating into its costing system, the basic tenets and principles of Standard Costing, Budgetary Control and Marginal Costing as appropriate.

2.20 Impairment of Assets

- The Company assesses at each Balance Sheet date whether there is any indication that an assets may be impaired. If any such Indication exists; the Company estimates the recoverable amount of assets. If such recoverable amount of the assets or the recoverable amount of the cash generating unit to which the assets belong is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Profit & Loss Account. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the assets is reflected at recoverable amount.

2.21 Mergers/Amalgamation

- Mergers/Amalgamations (of the nature of Merger) of other company/body Corporate with the company are accounted for on the basis of purchase method, the assets/ Liabilities being incorporated in terms of values of assets and Liabilities appearing in the books of transferor entity on the date of such merger/amalgamation for the purpose of arriving at the figure of Good will or capital reserve.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

3. SHARE CAPITAL

The Authorised, Issued, Subscribed and Paid-up Share Capital comprises of Equity Shares having par value of ₹ 1 each as follows:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Authorised Shares		
30,00,00,000 (P.Y. 30,00,00,000) Ordinary Equity Shares of ₹ 1 each	3,000.00	3,000.00
Total Authorised Share Capital	**3,000.00**	**3,000.00**
Issued & Subscribed Shares		
23,62,44,892 (P.Y. 23,62,44,892) Ordinary Equity Shares of ₹ 1 each	2,362.45	2,362.45
Total Issued & Subscribed Share Capital	**2,362.45**	**2,362.45**
Paid up Shares		
23,53,89,892 (P.Y. 23,53,89,892) Ordinary Equity Shares of ₹ 1 each, Fully Paid up	2,353.90	2353.90
Total Paid up Share Capital (Refer to Note No. 29.03)	**2,353.90**	**2,353.90**

a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at March 31, 2016		As at March 31, 2015	
	No. of Shares	Amount (₹ in Lacs)	No. of Shares	Amount (₹ in Lacs)
Ordinary Equity Shares outstanding at the beginning of the year	23,53,89,892	2,353.90	23,53,89,892	2,353.90
Ordinary Equity Shares issued during the year	-	-	-	-
Ordinary Equity Shares bought back during the year	-	-	-	-
Ordinary Equity Shares outstanding at the end of the year	23,53,89,892	2,353.90	23,53,89,892	2,353.90

b) Terms/ rights attached to ordinary Equity shares

The Company has only one class of Equity Shares having a par value of Re.1 per share. Each holder of Equity Shares is entitled to be vote per share. The Company declares dividend in Indian Rupees and pays in INR to Resident Shareholders and in USD to the Foreign Shareholders under FDI category.

During the year ended March 31, 2016, the amount of per share dividend recognized as distributions to equity shareholders is ₹ 1.90 per share (P.Y : ₹ 1.70 per share).

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

c) Details of Shareholders holding more than 5% shares in the Company

S. No	Particulars	As at March 31, 2016		As at March 31, 2015	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
1	Anil Kumar Mittal	1,91,23,982	8.12%	1,84,90,648	7.86%
2	Anoop Kumar Gupta	1,95,30,209	8.30%	1,88,96,876	8.03%
3	Arun Kumar Gupta	1,97,91,833	8.41%	1,91,58,500	8.14%
4	Radha Raj Ispat Private Limited*	2,79,13,892	11.69%	2,75,21,150	11.69%
5	Reliance Commodities DMCC	2,29,00,000	9.73%	2,29,00,000	9.73%

* Radha Raj Ispat Private Limited is in the process for being merged with KRBL Limited vide the order of Hon'ble High Court of Delhi dated May 24, 2016. The Scheme will be effective after filing of the High Court order with the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

d) Aggregate number of bonus shares issued, Shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: During the Buy-Back period i.e. March 4, 2013 to February 11, 2014, the Company has Bought Back and Extinguished 77,22,048 Equity Shares at an average price of ₹ 23.58 per share, utilising a sum of ₹ 18.21 Crores (Rupees Eighteen Crores Twenty One Lacs) excluding Transaction Cost. Aggregate number of Bonus shares issued in last 5 years immediately preceding the reporting date is Nil.

4. RESERVES AND SURPLUS

Reserves and Surplus consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Capital Redemption Reserve		
Balance as per the last Financial Statements	77.22	77.22
Add: Transferred to Capital Redemption Reserve on Buy-back of Equity Shares	-	-
Closing Balance (A)	**77.22**	**77.22**
Securities Premium Reserve		
Balance as per the last Financial Statements	9,655.04	9,655.04
Add : Received during the year	-	-
Less : Buy- back of Equity Shares	-	-
Less : Transferred to Capital Redemption Reserve on Buy- back of Equity Shares	-	-
Closing Balance (B)	**9,655.04**	**9,655.04**
Foreign Currency Translation Reserve		
Balance as per last Financial Statement	1,232.67	1,143.93
Add: Adjustment for Translation of Non Integral Operation	660.02	88.74
Closing Balance (C)	**1,892.69**	**1,232.67**
General Reserve		
Balance as per the last Financial Statements	19,050.49	13,046.20
Add : Transferred from Profit & Loss Appropriations A/c	6,000.00	6,000.00
Add: Amount originally received on Forfeited Shares Transferred to General Reserve (Refer to Note No. 29.03)	-	4.29
Closing Balance (D)	**25,050.49**	**19,050.49**
Surplus/ (Deficit)		
Balance as per the last Financial Statements	1,00,107.84	78,116.70
Add: Profit for the year as per the Statement of Profit and Loss	33,707.29	32,172.35
Less: Appropriations		
Interim Dividend [Including Tax on Interim Dividend (Amount per share ₹ 1.90 (P.Y. ₹ Nil)]	4,472.41	-
Proposed Dividend [Including Tax on Proposed Dividend (Amount per share ₹ Nil (P.Y. ₹ 1.70)]	-	4,001.63
Transitional adjustment on account of Depreciation [Net of Deferred tax ₹ Nil (P.Y.: Deferred tax is ₹ 92.47 Lacs)]	-	179.59
Transfer to General Reserve	6,000.00	6,000.00
Total Appropriations	10,472.41	10,181.22
Closing Balance (E)	**1,23,342.72**	**1,00,107.84**
Total Reserves & Surplus (A+B+C+D+E)	**1,60,018.16**	**1,30,123.25**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

5. LONG TERM BORROWINGS

Long-Term Borrowings consist of the following:

(₹ in Lacs)

Particulars	Non Current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Secured				
Term Loans- From Banks				
a) State Bank of India (Tokyo Branch)- (Foreign Currency Loan)#	-	1,407.94	1,407.94	1,877.25
b) HSBC Bank (Mauritius) Limited- (Foreign Currency Loan)#	-	-	-	705.00
c) ICICI Bank (Bahrain Branch)- (Foreign Currency Loan)#	5,423.21	6,197.95	774.75	774.74
d) State Bank of India#	7,383.96	5,419.29	1,344.00	335.72
e) Kotak Mahindra Bank Limited #	2,923.08	3,538.46	615.38	461.54
f) HSBC Bank Limited #	1,875.00	3,375.00	1,500.00	1,500.00
g) HSBC Bank Limited #	2,222.22	3,333.33	1,111.11	1,111.11
h) ICICI Bank Limited #	174.34	209.05	46.74	62.78
i) Corporation Bank Limited #	-	42.86	-	85.71
j) Corporation Bank Limited #	49.00	77.00	28.00	28.00
k) Corporation Bank Limited #	12.00	28.00	16.00	16.00
Sub-Total	**20,062.81**	**23,628.88**	**6,843.92**	**6,957.85**
Less: Shown under other current liabilities (Refer to Note No. 10)	-	-	6,843.92	6,957.85
Total	**20,062.81**	**23,628.88**	**-**	**-**

Secured by first pari-passu charge on entire movable and immovable Fixed Assets of the Company and second pari-passu charge on entire current assets of the Company.

- There is no default in repayment of any of the above loan.

S.No	Type of Secured Loan, Name of Bank & Sanctioned Amount	As at March 31, 2016		As at March 31, 2015	
		Terms of Repayment	Rate of Interest	Terms of Repayment	Rate of Interest
a)	ECB Loan from State Bank of India (Tokyo Branch) (Sanctioned Amount US $ 15 Million i.e. ₹ 75.09 Crores)	Repayable in 16 quarterly instalments of US $ 9.38 Lacs (₹ 469.31 Lacs) each, starting from January 2013 and maturing on October 2016 i.e. Balancing period of 7 Months from Balance Sheet Date	Interest to be paid quarterly@ 3 Months LIBOR plus 235 Basis Points	Repayable in 16 quarterly instalments of US $ 9.38 Lacs (₹ 469.31 Lacs) each, starting from January 2013 and maturing on October 2016 i.e. Balancing period of 1 year and 7 Months from Balance Sheet Date	Interest to be paid quarterly@ 3 Months LIBOR plus 235 Basis Points
b)	ECB Loan from HSBC Bank (Mauritius) Limited (Sanctioned Amount US $ 12 Million i.e. ₹ 56.40 Crores)	-	-	Repayable in 16 quarterly instalments of US $ 7.50 Lacs (₹ 352.50 Lacs) each, starting from December 2011 and maturing on September 2015 i.e. Balancing period of 6 Months from Balance Sheet Date	Interest to be paid quarterly@ 3 Months LIBOR plus 275 Basis Points

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

S.No	Type of Secured Loan, Name of Bank & Sanctioned Amount	As at March 31, 2016		As at March 31, 2015	
		Terms of Repayment	Rate of Interest	Terms of Repayment	Rate of Interest
c)	ECB Loan from ICICI Bank (Bahrain) Branch (Sanctioned Amount US$ 12.51 Million i.e. ₹ 77.47 Crores)	Repayable in 20 semi annual instalments of US $ 6.26 Lacs (₹ 387.37 Lacs) each, starting from August 2014 and maturing on February 2024 i.e. Balancing period of 7 years and 11 Months from Balance Sheet Date	Interest to be paid Half yearly @ 6 Months LIBOR plus 258 Basis Points	Repayable in 20 semi annual instalments of US $ 6.26 Lacs (₹ 387.37 Lacs) each, starting from August 2014 and maturing on February 2024 i.e. Balancing period of 8 years and 11 Months from Balance Sheet Date	Interest to be paid Half yearly @ 6 Months LIBOR plus 258 Basis Points
d)	Term Loan from State Bank of India# (Sanctioned Amount ₹ 94 Crores)	Repayable in 28 quarterly instalments of ₹ 336 Lacs each, starting from December 2015 and maturing on September 2022 i.e. Balancing period of 6 years and 6 Months from Balance Sheet Date	Interest to be paid on monthly basis at Base Rate +0.25% p.a.	Repayable in 28 quarterly instalments of ₹ 336 Lacs each, starting from December 2015 and maturing on September 2022 i.e. Balancing period of 7 years and 6 Months from Balance Sheet Date	Interest to be paid on monthly basis at Base Rate +0.25% p.a.
e)	Kotak Mahindra Bank Limited # (Sanctioned Amount ₹ 40 Crores)	Repayable in 26 quarterly instalments of ₹ 153.85 Lacs each, starting from September 2015 and maturing on December 2021 i.e. Balancing period of 5 years and 9 Months from Balance Sheet Date	Interest to be paid on monthly basis at Base Rate	Repayable in 26 quarterly instalments of ₹ 153.85 Lacs each, starting from September 2015 and maturing on December 2021 i.e. Balancing period of 6 years and 9 Months from Balance Sheet Date	Interest to be paid on monthly basis at Base Rate +0.10% p.a.
f)	Term Loan from The Hongkong And Shanghai Banking Corporation Limited (Sanctioned Amount ₹ 60 Crores)	Repayable in 16 quarterly instalments of ₹ 375.00 Lacs each, starting from September 2014 and maturing on June 2018 i.e. Balancing period of 2 years and 3 Months from Balance Sheet Date.	Interest to be paid Monthly@ 9.45 % p.a.	Repayable in 16 quarterly instalments of ₹ 375.00 Lacs each, starting from September 2014 and maturing on June 2018 i.e. Balancing period of 3 years and 3 Months from Balance Sheet Date.	Interest to be paid Monthly@ 9.45 % p.a.
g)	Term Loan from The Hongkong And Shanghai Banking Corporation Limited (Sanctioned Amount ₹ 50 Crores)	Repayable in 18 quarterly instalments of ₹ 27.78 Lacs each starting from December, 2014 and maturing on March 2019 i.e. Balancing period of 3 years from Balance Sheet Date.	Interest to be paid Monthly@ 9.45 % p.a.	Repayable in 18 quarterly instalments of ₹ 27.78 Lacs each starting from December, 2014 and maturing on March 2019 i.e. Balancing period of 4 years from Balance Sheet Date.	Interest to be paid Monthly@ 10 % p.a.
h)	Term Loan from ICICI Bank Limited (Sanctioned Amount ₹ 4 Crores)	Repayable in 20 quarterly instalments of ₹ 18.95 Lacs each starting from December 2013 and maturing on September 2018 i.e. Balancing period of 2 years and 6 Months from Balance Sheet Date	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.	Repayable in 20 quarterly instalments of ₹ 18.95 Lacs each starting from December 2013 and maturing on September 2018 i.e. Balancing period of 3 years and 6 Months from Balance Sheet Date	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

S.No	Type of Secured Loan, Name of Bank & Sanctioned Amount	As at March 31, 2016		As at March 31, 2015	
		Terms of Repayment	Rate of Interest	Terms of Repayment	Rate of Interest
i)	Term Loan from Corporation Bank Limited (Sanctioned Amount ₹ 6 Crores)	-	-	Repayable in 28 quarterly instalments of ₹ 21.43 Lacs each starting from November 2009 and maturing on December 2015 i.e. Balancing period of 9 Months from Balance Sheet Date.	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.
j)	Term Loan from Corporation Bank Limited (Sanctioned Amount ₹ 1.68 Crores)	Repayable in 24 quarterly instalments of ₹ 7.00 Lacs each starting from April 2013 and maturing on December 2018 i.e. Balancing period of 2 years and 9 Months from Balance Sheet Date.	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.	Repayable in 24 quarterly instalments of ₹ 7.00 Lacs each starting from April 2013 and maturing on December 2018 i.e. Balancing period of 3 years and 9 Months from Balance Sheet Date.	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.
k)	Term Loan from Corporation Bank Limited (Sanctioned Amount ₹ 0.80 Crores)	Repayable in 20 quarterly instalments of ₹ 4.00 Lacs each, starting from April 2013 and maturing on December 2017 i.e. Balancing period of 1 years and 9 Months from Balance Sheet Date.	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.	Repayable in 20 quarterly instalments of ₹ 4.00 Lacs each, starting from April 2013 and maturing on December 2017 i.e. Balancing period of 2 years and 9 Months from Balance Sheet Date.	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.

6. DEFERRED TAX LIABILITIES (NET)

Major Components of Deferred Tax Liabilities consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Deferred Tax Liabilities		
Related to Fixed Assets #	2,033.95	1,374.41
Others	46.74	-
Deferred Tax Assets		-
Provision for Employee Benefits	(144.79)	(104.56)
Others	-	(3.22)
Net Provision For Deferred Tax Liabilities	**1,935.90**	**1,266.63**

Adjustment of ₹ Nil (P.Y. ₹ 92.47 Lacs) on account of implementation of Schedule II of Companies Act 2013.

7. LONG TERM PROVISIONS

Long- Term Provisions consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Provisions for Employee Benefits		
Leave Encashment Payable	364.12	248.35
Total	**364.12**	**248.35**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

8. SHORT- TERMS BORROWINGS

Short - Term Borrowings consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Secured #		
Loans Repayable on Demand		
From Banks	74,411.54	71,264.38
From Other Parties	-	-
Unsecured		
Loans repayable on Demand		
From Banks	9,802.26	29,752.49
From Other Parties	-	-
Loans from related party	4,925.16	3,500.00
Total	**89,138.96**	**1,04,516.87**

Working capital facilities (fund based & non fund based limits) are secured by first pari-passu charge on the entire current assets of the Company. These facilities are further secured by the second pari-passu charge on entire moveable & immoveable fixed assets of the Company and personal guarantee of Promoter Directors of the Company.

- There is no default in repayment of Principal Loan or Interest thereon.

9. TRADE PAYABLES

Trade Payables consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Acceptances	-	-
Others	14,217.27	15,506.56
Total	**14,217.27**	**15,506.56**

1 Creditors for Others are due in respect of goods purchases or services received in the normal course of business.

2 Based on information available with the company there are no overdue amount payable to Micro, Small and Medium Enterprises, as defined in The Micro, Small and Medium Enterprises Development Act, 2006. This has been determined to the extent such parties have been identified on the basis of information available with the Company which has been relied upon by the Auditors.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

10. OTHER CURRENT LIABILITIES

Other Current Liabilities consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Current maturities of long-term debts (Refer to Note No. 5)	6,843.92	6,957.85
Interest accrued but not due on borrowings	134.04	192.39
Unpaid dividends #	68.67	37.60
Advance payments from customers	4,795.38	14,498.04
Other payables		
Security Received	284.77	118.98
Statutory Dues Payable	318.58	358.28
Expenses Payable	835.18	2,143.11
Total	**13,280.54**	**24,306.25**

There are no amount due & outstanding to be credited to the Investor Education & Protection Fund.

11 SHORT-TERM PROVISIONS

Short-Term Provisions consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Employee Benefits		
Bonus & Incentive Payable	214.86	89.06
Gratuity Payable	171.76	99.63
Salary & Wages Payable	331.20	297.22
Directors Remuneration Payable	21.12	13.34
Others		
Provision for Income-Tax	500.68	50.09
Provision for Wealth-Tax	-	5.73
Provision for Dividend	-	4,001.63
Provision for Tax on Dividend	-	-
Provision for Excise Duty	13.77	10.31
Total	**1,253.39**	**4,567.01**

12. FIXED ASSETS

Fixed Assets consist of the following:

(₹in Lacs)

	Description	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As at April 1, 2015	Addition during the year	Sale/ deduction during the year	As at March 31, 2016	Up to March 31, 2015	For the Year	Sale/ deduction during the year	Up to March 31, 2016	As at March 31, 2016	As at March 31, 2015
a.	**Tangible Assets:-**										
	Land- Freehold	4,066.52	1,212.70	-	5,279.22	-	-	-	-	5,279.22	4,066.52
	Land- Leasehold	712.38	-	-	712.38	83.64	28.30	-	111.94	600.45	628.74
	Buildings	12,070.03	2,171.69	-	14,241.72	2,267.55	536.22	-	2,803.77	11,437.95	9,802.48
	Plant & Machinery	80,431.79	14,639.58	68.12	95,003.25	33,229.59	4,032.23	51.14	37,210.68	57,792.57	47,202.20
	Vehicle and Trolley	2,332.17	444.44	19.66	2,756.95	1,178.86	240.50	8.63	1,410.73	1,346.22	1,153.31
	Furniture & Fixture	1,714.40	87.02	0.63	1,800.79	770.23	143.59	0.22	913.60	887.19	944.17
	Total	**1,01,327.29**	**18,555.43**	**88.41**	**1,19,794.31**	**37,529.87**	**4,980.84**	**59.99**	**42,450.72**	**77,343.60**	**63,797.42**
b.	**Intangible Assets:-**										
	Patent, Trade mark & Design	22.37	-	-	22.37	12.01	2.24	-	14.25	8.13	10.36
	Computer Software Development Charges	220.68	25.18	-	245.86	87.49	22.86	-	110.35	135.51	133.19
	Goodwill	17.02			17.02	0.54			0.54	16.48	16.48
	Total	**260.07**	**25.18**	**-**	**285.25**	**100.04**	**25.10**	**-**	**125.14**	**160.12**	**160.03**
	Total a & b	**1,01,587.36**	**18,580.62**	**88.41**	**1,20,079.56**	**37,629.91**	**5,005.94**	**59.99**	**42,575.86**	**77,503.72**	**63,957.45**
	Previous Year	88,405.61	13,271.70	89.95	1,01,587.36	32,142.82	5,541.41	55.32	37,629.91	63,957.45	56,261.79

Notes

1) None of the Fixed Assets has been revalued during the year.

2) Addition to fixed Assets and Capital work-in-progress include net borrowing cost capitalised during the year ₹ 427.32 Lacs (P.Y. ₹ 497.41 Lacs)

3) There has been no impairment loss on Assets during the Year.

4) Pursuant to the enactment of Companies Act, 2013, the company in the previous year has applied the estimated useful lives as specified in Schedule II of the Companies Act, 2013, except in respect of certain assets as disclosed in Accounting Policy on Depreciation, Amortisation and Depletion. Accordingly the unamortised carrying value is being depreciated / amortised over the revised/ remaining useful lives. The written down value of ₹ Nil (P.Y. ₹ 272.06 Lacs) on Fixed Assets whose lives have expired as at April 1, 2014, have been adjusted net of tax, in the opening balance of Profit and Loss Account amounting to ₹ Nil (P.Y. ₹179.59 Lacs).

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

13. LONG-TERM LOANS AND ADVANCES

Long-Term Loans and Advances consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Unsecured - Considered Good		
Capital Advances	543.97	164.31
Security Deposit	1,059.37	1,060.44
MAT Credit Entitlement	1,420.91	-
Others loans and advance	1,930.35	1,218.39
Total	**4,954.60**	**2,443.14**

14. OTHER NON- CURRENT ASSETS

Other Non - Current Assets consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Unsecured - Considered Good		
FDR With Banks (Deposits with banks with Original Maturity of More than 12 months)	373.22	134.16
Total	**373.22**	**134.16**

15. CURRENT INVESTMENTS (REFER TO NOTE NO. 2.6 ON INVESTMENTS)

Current Investments consist of the following:

Particulars	Face Value	No. of Shares / Units		Amount (₹ in Lacs)	
		As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Equity Instruments - Fully paid up-Quoted					
NHPC limited	10.00	8,82,712	8,82,712	213.17	174.78
Coal India Limited	10.00	76,437	76,437	187.27	187.27
Power Grid Corporation of India Limited	10.00	1,07,667	1,07,667	96.90	96.90
Shipping Corporation of India Limited	10.00	2,42,265	2,42,265	157.35	112.53
MOIL Limited	10.00	18,923	18,923	41.20	52.34
Total(A)		**13,28,004**	**13,28,004**	**695.89**	**623.82**
Mutual Fund Instruments - Fully paid up-Unquoted					
SBI Infrastructure Fund-I - Regular Plan Growth	10.00	2,50,000	2,50,000	25.00	25.00
SBI Magnum Equity Fund - Regular Plan Dividend	10.00	36,127	36,127	10.43	10.43
Total (B)		**2,86,127**	**2,86,127**	**35.43**	**35.43**
Quoted Investments		13,28,004	13,28,004	695.89	623.82
Unquoted Investments		2,86,127	2,86,127	35.43	35.43
Total Investments (A + B)		**16,14,131**	**16,14,131**	**731.32**	**659.25**
Market Value of Quoted Investment		**13,28,004**	**13,28,004**	**784.64**	**773.43**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

16. INVENTORIES (REFER TO NOTE NO. 2.7 FOR INVENTORIES)

Inventories consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Raw Materials	64,176.09	92,975.02
Finished goods #	1,01,412.44	85,815.47
Stores, Spares, Fuel & Packing Material	8,835.80	7,176.65
Total	**1,74,424.33**	**1,85,967.14**

Raw Material and Finished Goods includes transit stock.

17. TRADE RECEIVABLES

Trade Receivables consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, Considered Good	707.96	903.10
Unsecured, Considered Doubtful	-	-
Total (A)	**707.96**	**903.10**
Others		
Secured, Considered Good	47.41	102.18
Unsecured, Considered Good	24,604.75	32,993.06
Total (B)	**24,652.16**	**33,095.24**
Total (A+B)	**25,360.12**	**33,998.34**

Debt due from Directors /Firm in which the Directors are interested is ₹ Nil (P.Y. ₹ Nil)

18. CASH & BANK BALANCES

Cash & Bank Balances consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Cash & Cash Equivalents		
Balance with banks:		
In Current Accounts	2,555.81	2,093.53
In Deposit with original maturity of less than 3 months	-	-
In Unpaid Dividend Account	68.67	37.60
Cash in hand	181.85	231.30
Other Bank Balances		
Deposits with original maturity of more than 12 months but within 12 Months from the Balance Sheet Date	23.84	71.37
Deposits with original maturity of more than 3 months but less than 12 months	-	-
Total	**2,830.17**	**2,433.80**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

19. SHORT-TERM LOANS & ADVANCES

Short-Term Loan & Advances consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Statutory Dues Recoverable	1,711.99	1,898.66
Prepaid Expenses	507.03	565.45
Others	2,872.41	2,417.02
Total	**5,091.43**	**4,881.13**

20. OTHER CURRENT ASSETS

Other Current Assets consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Foreign Exchange Gain/ (Loss) on Forward Contracts	(1.22)	80.86
Insurance Claim Recoverable	-	11.42
Income Receivable	1,216.16	613.86
Subsidy Receivable	203.06	51.88
Total	**1,418.00**	**758.02**

21. REVENUE FROM OPERATIONS
(REFER TO NOTE NO. 2.8 ON REVENUE RECOGNITION AND ACCOUNTING FOR SALES AND SERVICES)

Revenue From Operations consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Sale of Products		
Rice-Export	1,74,997.32	1,28,713.31
Rice-Domestic	1,38,997.38	1,69,650.05
Electricity Generation (Including CERs Sale)	8,322.84	5,848.00
Bran Oil- Domestic	3,810.07	2,974.03
Furfural -Export	1,329.18	291.38
Furfural -Domestic	518.82	444.55
Rice Bran- Domestic	2,117.07	1,645.32
Glucose- Export	-	6.90
Glucose- Domestic	286.50	75.10
Sugar-Export	1,662.34	485.22
Sale of Traded Products		
Seed-Domestic	1,420.75	2,738.31
By Products, Scrap & Others	4,000.63	3,163.75
Gross Revenue From Operation	**3,37,462.90**	**3,16,035.92**
Less: Excise Duty	87.17	67.38
Net Revenue From Operations	**3,37,375.73**	**3,15,968.54**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

22. OTHER INCOME

Other Income consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Warehouse Income	64.62	94.56
Gain/(Loss)on Sale/Revaluation of Securities	78.61	28.91
Interest Received	455.49	440.75
Dividend Income	38.26	25.44
Other Non- Operating Income	114.39	21.39
Total	**751.37**	**611.05**

23. COST OF MATERIALS CONSUMED

Cost of Material Consumed consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Paddy	1,53,756.91	1,68,413.45
Rice	1,06,039.94	64,455.70
Others	12,354.94	11,805.02
Total	**2,72,151.79**	**2,44,674.17**

24. PURCHASE OF TRADED GOODS

Purchase of Traded Goods consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Rice	-	3,919.21
Seeds	1,147.75	1,496.15
Sugar	1,408.86	337.62
Total	**2,556.61**	**5,752.98**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

25. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS & STOCK IN TRADE

Changes in Inventories of Finished Goods , Work in Progress & Stock in Trade consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Stocks at the beginning of the year		
Rice	83,756.46	73,039.18
Seeds	1,239.00	1,788.33
Others	820.01	669.03
Total (A)	**85,815.47**	**75,496.54**
Less: Stocks at the end of the year		
Rice	99,814.31	83,756.46
Seeds	1,177.30	1,239.00
Others	420.84	820.01
Total (B)	**1,01,412.45**	**85,815.47**
Total (A-B)	**(15,596.98)**	**(10,318.93)**

26. EMPLOYEE BENEFITS EXPENSE (REFER TO NOTE NO. 2.11 ON TREATMENT OF EMPLOYEE BENEFITS)

Employee Benefits Expense consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Salaries, Wages, Bonus & Gratuity	6,056.99	5,174.22
Contribution to EPF and Other Funds	306.15	259.81
Total	**6,363.14**	**5,434.03**

27. FINANCE COSTS

Finance Costs consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Interest Expenses		
On Term Loans	2,385.25	2,161.03
On Others	3,631.63	5,533.59
Total (A)	**6,016.88**	**7,694.62**
Bank Charges	228.54	249.74
Foreign Currency Fluctuation	96.22	144.16
Total (B)	**324.76**	**393.90**
Total Finance Cost (A+B)	**6,341.64**	**8,088.52**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

28. OTHER EXPENSES

Other Expenses consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Power and Fuel	647.73	811.75
Consumption of Stores and Spares	848.70	700.07
Repairs and Maintenance		
Machinery	1,639.54	1,697.48
Buildings	246.05	134.05
Others	92.29	87.43
Land, Warehouse and Godown Rent	948.75	278.72
Fumigation Charges	426.24	258.06
Rice Sorting Charges - Job Work	60.55	18.13
Freight and Cartage	1,306.09	1,108.68
Travelling and Conveyance	426.16	377.25
Postage, Telegram and Telephones	76.93	84.39
Rent office and Others	190.06	273.64
Legal and Professional Charges	504.77	242.93
Fees, Rates and Taxes	107.62	115.27
Vehicle Running & Maintenance	189.43	167.11
Insurance Charges	153.96	83.53
Payment to Auditors		
For Audit	19.22	18.88
For Tax Audit	2.86	2.81
For Taxation & Certification Work	1.72	1.69
Internal Auditor's Fees	32.50	20.22
Printing and Stationery	68.77	67.33
Testing & Inspection Charges	107.41	28.02
Charity and Donations	5.66	116.99
(Profit)/Loss on Sale of Fixed Assets	(8.97)	7.38
Freight on Sales	5,253.85	4,507.85
Clearing and Forwarding Charges	1,587.07	934.47
Sales and Business Promotion Expenses	401.65	178.79
Advertisement Expenses	4,105.24	2,673.15
Meeting and Seminar Expenses	257.59	210.49
Schemes, Incentives and Discounts on Sales	2,995.85	4,941.96
Commission and Brokerage Expenses	566.75	715.02
Taxes on Sales	326.33	494.77
Corporate Social Responsibility Expenditure	63.39	-
Other Miscellaneous Expenses	376.82	243.18
Total	**24,028.59**	**21,601.50**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

29 OTHER NOTES FORMING PART OF THE FINANCIAL STATEMENTS

29.01 Contingent liabilities not provided for in respect of :

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
(i) Claims Against The Company Not Acknowledged As Debts		
(a) Liability Relating to Bank Guarantee	152.97	1,189.28
(b) Disputed Liability in respect of Income Tax Demand in appeal	12.67	5.86
- Amount paid against disputed Income Tax appeal as ₹ Nil (P.Y. ₹ Nil)		
(c) Disputed liability relating to Sales Tax/VAT	11.45	8.63
- Amount paid against disputed Sales Tax/VAT appeal as ₹ 11.45 Lacs (P.Y. ₹ 8.63 Lacs)		
(d) Disputed Purchase Tax liability on paddy purchased in the course of exports*	905.49	905.49
- Amount paid against disputed purchase Tax liability under appeal ₹ 226.37 lacs (P.Y. ₹ 226.37 Lacs)		
(e) Disputed Liability in respect of additional demand of purchase tax on paddy**	1,417.40	-
- Amount paid against disputed purchase tax liability under appeal ₹ 492.55 Lacs (P.Y. ₹ Nil)		
(f) Others	28.24	28.24
- Amount paid against other Disputed liabilities is ₹ Nil (P.Y. ₹ Nil)		
Total	**2,528.22**	**2,137.50**

Note:

* The appeal is pending before Hon'ble VAT Tribunal, Punjab. As per the legal opinion the demand created by VAT department is arbitrary and the matter will be decided in favour of company.

** The appeal is pending before Hon'ble Deputy Excise and Taxation Commissioner (DETC), Punjab. As per the legal opinion the demand created by VAT department is arbitrary and the matter will be decided in favour of company.

29.02 Auditors Remuneration:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Auditors		
Audit Fees	19.28	18.88
Tax Audit Fees	2.86	2.81
Taxation Matters	10.77	1.69
Certification of other statements	2.53	0.90
Expenses including Boarding & Lodging	-	0.34
Total (A)	**35.44**	**24.62**
Cost Auditors		
Audit Fees	0.58	0.57
Expenses including Boarding & Lodging	0.05	0.16
Total (B)	0.63	0.73
Total (A+B)	**36.07**	**25.35**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

29.03 Brief Information on the Treatment of Amount Received on Forfeited Shares:

Subsequent to Introduction of Schedule III of Companies Act, 2013, the amount of ₹ 4.29 Lacs originally received against forfeited shares, earlier shown as addition to paid-up capital has been transferred to General Reserve in the preceding year 2014-15.

29.04 Details of movement in provisions related to Income Tax and Wealth Tax in accordance with Accounting Standard AS- 29:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Income Tax		
Provisions as on April 1, 2015	50.09	299.63
Addition made during the Year	10,013.10	7,465.00
Adjustment/Reverse/Paid	(9,562.50)	(7,714.54)
Provisions as at March 31, 2016	**500.69**	**50.09**
Wealth Tax		
Provisions as on April 1,2015	5.73	5.29
Addition made during the Year	-	5.73
Adjustment/Reverse/Paid	5.73	(5.29)
Provisions as at March 31, 2016	**-**	**5.73**

29.05 In the opinion of the Board and to the best of their knowledge and belief, the valuation on realisation of current assets, loans and advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.

29.06 Value of raw materials, packing materials, spare parts and components consumed during the year:

Particulars	Percentage		Value(₹ In Lacs)	
	March 31, 2016	March 31, 2015	March 31, 2016	March 31, 2015
Raw Material				
Imported		-		-
Indigenous	100%	100%	2,59,796.85	2,32,869.15
Spare Parts, Components & Packing Materials				
Imported	0.12%	0.26%	13.65	31.40
Indigenous	99.88%	99.74%	11,390.71	12,074.11

29.07 A sum of ₹ 52.11 Lacs (P.Y. ₹ 283.84 Lacs) has been received from DMI through NABARD towards construction of rural godown and a sum of ₹ 203.06 Lacs (P.Y. ₹ 52.11 Lacs) is receivable from DMI through NABARD towards construction of rural godown. The entire grant so received / receivable has been deducted from the respective cost of the Capital Expenditure.

29.08 CIF value of Imports made during the year in respect of:

(₹ in Lacs)

Particulars	March 31, 2016	March 31, 2015
Components and Spare Parts	13.65	31.40
Capital Goods Purchased	889.21	343.21

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

29.09	**Earnings in Foreign Exchange on Mercantile basis:**	1,76,791.41	1,27,365.58

29.10	**F.O.B. Value of Exports:**	1,76,341.58	1,27,157.24

29.11 Expenditure in foreign currency on mercantile basis:

(₹ in Lacs)

Particulars	March 31, 2016	March 31, 2015
Foreign Travel & Other(Total)	18.49	6.67
- By Directors ₹ 2.00 Lacs (P.Y. ₹ Nil)		
Ocean Freight	1516.43	1,993.90
Legal, Professional & Other charges	273.69	131.26
Selling & Distribution Expenses	465.13	18.59
Interest on Foreign Currency Loans	391.20	176.98
Others	555.23	503.76

29.12 Managerial Remuneration to Executive Directors:

(₹ in Lacs)

Particulars	March 31, 2016	March 31, 2015
- On Account of Salary	282.29	276.24
- On Account of Perquisites	1.98	12.78

(₹ in Lacs)

29.13	**Payment of Insurance charges on account of Keyman Insurance policy:**	46.00	26.00

(₹ in Lacs)

29.14	**Unclaimed Dividend pending on account of non presentation of cheques, amount for Unclaimed Dividend has been kept in the separate accounts with Scheduled Bank**	68.67	37.60

29.15 Remittance in Foreign Currency on account of Dividends:

(₹ in Lacs)

Particulars	March 31, 2016	March 31, 2015
(a) No. of Non-Resident shareholders	5	5
(b) No. of Equity Shares held by them	3,90,00,000	3,90,00,000
(c) Amount of Dividend paid (₹ in Lacs)	1,404.00	468.00
(d) Year to which the Dividend relates	**2014-15 & 2015-16**	**2013-14**

29.16 Amount Received in Foreign Currency on account of Dividends:

(₹ in Lacs)

Particulars	March 31, 2016	March 31, 2015
(a) Name of the Company from whom dividend is Received	KRBL DMCC	KRBL DMCC
(b) Type of Company	Wholly Owned Subsidiary	Wholly Owned Subsidiary
(c) Amount of Dividend Received (In ₹ Lacs)	8,840.00	-
(d) Year to which the Dividend relates	2014-15 & 2015-16	-

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

29.17 There is no prior period item, which is considered material for the purpose of disclosure in accordance with the Accounting Standard AS-5 on "Net Profit or Loss for the period, Prior Period items and changes in Accounting Policies".

29.18 The Company has In-House R & D Centre, The details of revenue/capital expenditure incurred by the R&D Centre during the year is as under :

(₹ in Lacs)

Particulars	March 31, 2016	March 31, 2015
1) Revenue Expenditure charged to Profit & Loss Account		
i) Salary and other Benefits	282.87	270.16
ii) Others	86.44	87.50
Total	**369.31**	**357.66**
2) Capital expenditure shown under Fixed assets schedule	–	–
Grand Total (1+2)	**369.31**	**357.66**

29.19 Intangible Assets:

In accordance with Accounting Standard AS - 26 on 'Intangible Assets', ₹ 25.18 Lacs (P.Y. ₹ 53.17 Lacs) have been capitalized on account of computer software development charge.

29.20 Corporate Dividend Tax:

In view of the amended provision of Section 115-O(IA)(i) of the Income Tax Act,1961, no provision of Corporate Dividend Tax has been made in the books of accounts as the Company has set-off declared Foreign Dividend from its Subsidiary Company against declare Dividend.

29.21 Earnings per Share (EPS):

EPS is calculated by dividing the profit attributable to the Equity shareholders by the average number of Equity Shares outstanding during the year. Number used for calculating basic and diluted earnings per equity is stated below:

Particulars	March 31, 2016	March 31, 2015
Profit After Tax (₹ in Lacs)	33,707.29	32,172.35
Weighted average number of Equity shares for Basic & Diluted	23,53,89,892	23,53,89,892
Nominal value per equity share (Amount in ₹)	1.00	1.00
Earnings per share (Basic & Diluted)	14.32	13.67

29.22 The Company has entered into lease agreement which are in the nature of operating leases as defined in the Accounting Standard (AS-19) in respect of leases:

A) Future minimum lease payment under non cancellable operating lease in respect of lease agreement

(₹ in Lacs)

- Not later than one year	779.35	-
- Later than one year but not later than five years	2,627.91	738.96
- Later than five years	551.56	-

B) Lease payment recognised in the statement of Profit and Loss Account , in respect of operating lease agreement	717.08	309.24

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

C) Significant Leasing arrangement:

- The Company's significant leasing arrangements are in respect of operating lease taken for premises/godowns.
- The Company does not have any assets given on operating lease during the reporting period.

(i) Basis of determining contingent rent:

- Contingent rents are payable for excessive, improper or unauthorized use of the assets, beyond the terms of the lease agreement, prejudicially affecting the resale value of the asset, either by way of increase in lease rentals or by way of lump- sum amount, as agreed between the parties.

(ii) Renewal/purchase options & escalation clauses:

- Lease agreements are renewable for further period or periods on terms and conditions mutually agreed between the parties Variations in lease rentals are made in the event of a change in the basis of computation of lease rentals by the lessor.

(iii) There are no restrictions imposed by the lease arrangements, concerning dividends, additional debt and further leasing.

29.23 Segment Disclosure Accounting Standard AS - 17 for the year ended March 31, 2016. Figures in Brackets are in respect of previous year ended March 31, 2015:

(₹ in Lacs)

Particulars	Agri	Energy	Others	Unallocable	Total
Segment operating Revenue					
External	3,29,254.16	14,738.16			3,43,992.32
	(3,10,121.00)	(11,254.00)			(3,21,375.00)
Less: Inter-Segment		6,415.32			6,415.32
		(5,406.00)			(5,406.00)
Segment Result					
Profit / (Loss) before Tax and Interest	42,591.38	5,469.09			48,060.47
	(43,897.06)	(3,877.00)			(47,774.06)
Less : Interest				4,809.72	4,809.72
				(8,088.52)	(8,088.52)
Other Unallocable expenditure net of unallocable income				282.00	282.00
				(276.00)	(276.00)
Profit before Taxation					42,968.75
					(39,409.54)
Provision for Taxation - Current				10,013.10	10,013.10
				(7,465.34)	(7,465.34)
Tax Relating to Earlier Years				-	-
				(0.21)	(0.21)
Deferred Tax				669.27	669.27
				(228.36)	(228.36)
Mat Credit Entitlement				(1,420.91)	(1,420.91)
				-	-
Profit after Taxation				33,707.29	33,707.29
				(32,172.35)	(32,172.35)
Other Information				(28,085.76)	
Segment Assets - As at March 31	2,41,221.04	61,492.28			3,02,713.32
	(2,55,146.03)	(51,459.92)			(3,06,605.95)
Segment Liabilities - As at March 31	1,15,462.80	24,790.19			1,40,252.99
	(1,53,361.30)	(20,679.25)			(1,74,040.55)
Capital Expenditure including CWIP	3,406.34	13,738.76			17,145.10
	(13,418.30)	(9,786.48)			(23,204.78)
Depreciation	2,807.41	2,198.53			5,005.94
	(3,364.68)	(2,176.73)			(5,541.41)
Non Cash Expenses (Other than depreciation)	-	-			-
	(113.72)	(0.05)			(113.77)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ in Lacs)

Geographical Segment	March 31, 2016	March 31, 2015
Segment Assets		
India	2,81,195.13	2,81,687.37
Middle East	17,791.72	21,608.46
Other Than Middle East	3,726.48	3,310.12
Total	**3,02,713.33**	**3,06,605.95**
Segment Revenue		
India	1,59,386.88	1,86,471.60
Middle East	1,49,240.81	1,03,219.04
Other Than Middle East	28,748.04	26,277.90
Total	**3,37,375.73**	**3,15,968.54**

a) The business groups comprise of the following:

- Agri - Agri commodities such as rice, Furfural, seed, bran, bran oil, etc.
- Energy - Power generation from wind turbine, husk based power plant & solar power plant.

b) The Geographical segments considered the following disclosures:

- Sales within India
- Sales outside India
  a) Middle East
  b) Other than Middle East

29.24 Related Party Disclosures Accounting Standard AS-18:

A) Related parties and their relationship :

1) Subsidiary Company : KRBL DMCC

: K B Exports Pvt. Ltd.

2) Key Management Personnel :

Mr. Anil Kumar Mittal	:	Chairman & Managing Director
Mr. Arun Kumar Gupta	:	Joint Managing Director
Mr. Anoop Kumar Gupta	:	Joint Managing Director
Mr. Ashok Chand	:	Whole Time Director
Ms. Priyanka Mittal	:	Whole Time Director
Mr. Rakesh Mehrotra	:	Chief Financial Officer
Mr. Raman Sapra	:	Company Secretary

3) Independent Non-Executive Directors :

Mr. Ashwani Dua	:	Non Executive & Independent Director
Mr. Devendra Kumar Agarwal	:	Non Executive & Independent Director
Mr. Shyam Arora	:	Non Executive & Independent Director
Mr. Vinod Ahuja	:	Non Executive & Independent Director

4) Employee benefit plans where there in significant influence :

KRBL Limited Employees Group Gratuity Trust

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

5) Relatives of Key Management Personnel :

Mrs. Preeti Mittal	:	Wife of Mr. Anil Kumar Mittal
Mrs. Anulika Gupta	:	Wife of Mr. Arun Kumar Gupta
Mrs. Binita Gupta	:	Wife of Mr. Anoop Kumar Gupta
Mr. Ashish Mittal	:	Son of Mr. Anil Kumar Mittal
Mrs. Neha Gupta	:	Daughter of Mr. Arun Kumar Gupta
Mr. Kunal Gupta	:	Son of Mr. Arun Kumar Gupta
Mrs. Avantika Gupta	:	Wife of Mr. Kunal Gupta
Mrs. Rashi Gupta	:	Daughter of Mr. Anoop Kumar Gupta
Mr. Akshay Gupta	:	Son of Mr. Anoop Kumar Gupta
Mrs. Anushree Gupta	:	Wife of Mr. Akshay Gupta
Mr. Ayush Gupta	:	Son of Mr. Anoop Kumar Gupta
Mrs. Sanchi Jain	:	Wife of Mr. Ayush Gupta
Anil Kumar Mittal HUF	:	Mr. Anil Kumar Mittal is Karta of HUF
Arun Kumar Gupta HUF	:	Mr. Arun Kumar Gupta is Karta of HUF
Anoop Kumar Gupta HUF	:	Mr. Anoop Kumar Gupta is Karta of HUF
Bhagirath Lal Gupta HUF	:	Mr. Anil Kumar Mittal is Karta of HUF
Banwari Lal Bhagirath Lal HUF	:	Mr. Anil Kumar Mittal is Karta of HUF

6) Enterprises over which key management personnel are able to exercise significant influence :

Khushi Ram Behari Lal	:	Partnership Firm in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Partners
KRBL Foods Ltd.	:	Public Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta, Mr. Anoop K. Gupta, Mrs. Preeti Mittal, Mrs. Anulika Gupta & Mrs. Binita Gupta are Directors
KRBL Infrastructure Ltd.	:	Public Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta, Mr. Anoop K. Gupta, Mrs. Preeti Mittal, Mrs. Anulika Gupta & Mrs. Binita Gupta are Directors
Aakash Hospitality Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
Adwet Warehousing Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
Anurup Exports Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
Holistic Farms Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
India Gate Foods Pvt. Ltd. (Formerly K B Foods Pvt Ltd.)	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta, Mr. Anoop K. Gupta, Ms. Priyanka Mittal, Mr. Ashish Mittal & Mr. Kunal Gupta are Directors.
Padmahasta Warehousing Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
Radha Raj Ispat Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta, Mr. Anoop K. Gupta, Mrs. Anulika Gupta, Mrs. Binita Gupta & Ms. Priyanka Mittal are Directors
Radha Raj Infrastructure Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta, Mr. Anoop K. Gupta, Mr. Ashwani Dua, Mr. Manav Dua & Mr. Balbir Kapoor are Directors
Radha Raj IT City & Parks Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
Radha Raj Logistics Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
Solid Infradevelopers Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta, Mr. Anoop K. Gupta & Mr. Sanjeev Gupta are Directors

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

B) Transactions with the related parties :

(₹ in Lacs)

Particulars	Enterprises over which significant influence exercised by key management personnel		Key Managerial Persons (Including Relatives)		Subsidiary Company		Total	
	Year Ended March 31,2016	Year Ended March 31,2015	Year Ended March 31,2016	Year Ended March 31,2015	Year Ended March 31,2016	Year Ended March 31,2015	Year Ended March 31,2016	Year Ended March 31,2015
Purchase of goods/fixed assets	-	533.49	-	-	-	-	-	533.49
Sale of goods/ fixed assets	717.74	1,309.63	-	-	153.20	253.19	870.94	1,562.82
Rent/Vehicle Hire Charges paid by the Company	678.08	232.75	41.88	79.38	-	-	719.96	312.13
Dividend paid	1,004.90	330.25	3,978.94	1,326.31	-	-	4,983.83	1,656.56
Dividend received	-	-	-	-	8,840.00	-	8,840.00	-
Interest Paid	131.19		-	-	-	-	131.19	-
Loans Taken	-	-	1,425.00	3,500.00	-	-	1,425.00	3,500.00
Remuneration on A/c of Salary & Perquisites	-	-	362.82	341.68	-	-	362.82	341.68

C) Balance Outstanding at the end of the Financial Year:

(₹ in Lacs)

Receivable (Payable) on account of goods sale / services rendered	(1,932.00)	(2,903.66)	-	-	278.51	126.29	(1,653.48)	(2,777.37)
Receivable on account of Security deposit	971.00	971.00	-	-	-	-	971.00	971.00
Payable on account of Loans Taken	-	-	4,925.00	3,500.00	-	-	4,925.00	3,500.00

Notes: (1) Amount written off or written back in respect of dues from or to related parties is ₹ Nil (P.Y. ₹ Nil)

(2) Loan & Advances (without repayment schedule) given to subsidiary i.e. KRBL DMCC , Dubai and K B Exports Private Limited, which is outstanding as on March 31, 2016 ₹ Nil (P.Y. ₹ Nil). Maximum outstanding balance during the Year ₹ Nil (P.Y. ₹ Nil) as interest free loan.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

29.25 Employee Benefits Accounting Standard AS-15 (Revised):

a) The Company has determined the liability for Employee benefits as at March 31, 2016 in accordance with revised Accounting Standard AS-15 issued by ICAI - Employee defined benefits.

b) Following information are based on report of Actuary.

(₹ in Lacs except as started)

S. No.	Defined benefit plans:-	Year Ended March 31, 2016		Year Ended March 31, 2015	
		Gratuity (Funded)	Leave Encashment (Unfunded	Gratuity (Funded)	Leave Encashment (Unfunded
A	**Components of Employee Benefit**				
	1 Current Service Cost	62.59	30.82	45.70	20.54
	2 Interest cost	37.19	20.09	29.60	13.84
	3 Expected return on plan assets	(28.92)	-	(25.17)	-
	4 Net Actuarial (gain) / loss recognised during the year	100.90	82.99	49.51	79.40
	5 Total expense recognised in the Statement of Profit & Loss A/c	171.76	133.90	99.64	113.78
B	**Actual return on plan assets**				
	1 Expected return on plan assets	28.92	-	25.17	-
	2 Actuarial gain / (loss) on plan assets	(4.03)	-	29.20	-
	3 Actual return on plan assets	24.89	-	54.37	-
C	**Reconciliation of obligation and fair value of assets**				
	1 Present value of the obligation	(621.34)	(364.12)	(459.68)	(248.35)
	2 Fair value of plan assets	447.03	-	357.49	-
	3 Funded status [surplus / (deficit)]	(174.31)	(364.12)	(102.19)	(248.35)
D	**Change in present value of the obligation during the year ended March 31, 2016**				
	1 Present value of obligation as at April 1, 2015	459.68	248.35	317.95	148.65
	2 Current service cost	62.59	30.82	45.70	20.54
	3 Interest cost	37.19	20.09	29.60	13.84
	4 Benefits paid	(34.99)	(18.13)	(12.27)	(14.08)
	5 Actuarial (gain) / loss on plan assets	96.87	82.99	78.70	79.40
	6 Present value of obligation as at March 31, 2016	621.34	364.12	459.68	248.35
E	**Change in Assets during the year ended March 31, 2016**				
	1 Fair value of plan assets as at April 1, 2015	357.49	-	270.42	-
	2 Expected return on plan assets	28.92	-	25.18	-
	3 Contribution made	99.64	-	44.96	-
	4 Benefits paid	(34.99)	-	(12.27)	-
	5 Actuarial gain / (loss) on plan assets	(4.03)	-	29.20	-
	6 Fair value of plan assets as at March 31, 2016	447.03	-	357.49	-
F	**The major category of plan assets as a percentage of total plan**				
	Gratuity : 93% invested with Central Govt / State Govt/ State Govt. Securities / Public sector bonds/ Fixed Deposit with PSU Banks.				
	Leave Encashment : Unfunded				

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ in Lacs except as started)

S. No.	Defined benefit plans:-	Year Ended March 31, 2016		Year Ended March 31, 2015	
		Gratuity (Funded)	Leave Encashment (Unfunded	Gratuity (Funded)	Leave Encashment (Unfunded
G	**Actuarial Assumptions**				
	1 Discount rate	7.95%	7.95%	8.09%	8.09%
	2 Expected rate of return on plan assets	7.95%	NA	8.09%	NA
	3 Mortality	Indian Assured Lives Mortality (2006-2008) Ultimate	Indian Assured Lives Mortality (2006-2008) Ultimate	Indian Assured Lives Mortality (2006-2008) Ultimate	Indian Assured Lives Mortality (2006-2008) Ultimate
	4 Salary escalation	5.50%	5.50%	5%	5%

c) Gratuity is administered by an approved gratuity fund trust

d) Amount recognised as an expense in respect of defined benefits plan as under :

(₹ in Lacs)

S. No.	Particulars	Year Ended March 31, 2016		Year Ended March 31, 2015	
		Gratuity (Funded)	Leave Encashment (Unfunded	Gratuity (Funded)	Leave Encashment (Unfunded
1	Contribution to Gratuity Fund	171.76	-	99.64	-
2	Gratuity paid directly	-	-	-	-
3	Leave Encashment	-	133.90	-	113.78
	Total	**171.76**	**133.90**	**99.64**	**113.78**

29.26 Change in Accounting Practice:

The Company has adopted component accounting as required under Schedule II to the Companies Act, 2013, from April 1, 2015. Now, the company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset having useful life that is materially different from that of the remaining asset. These components are depreciated over their useful lives; the remaining asset is depreciated over the life of the principal asset.

There is no material impact on account of change of the aforesaid accounting policy on the financial statements of the Company.

29.27 As required under Accounting Standard AS-11 the Company has Outstanding Forward contracts as on March 31, 2016 and there is Marked to Market (MTM) unrealized gain/(loss) on forward contracts of ₹ 1.22 Lacs (P.Y. ₹ 80.86 Lacs), which has been accounted accordingly in the books of accounts.

Derivative Instruments

(a) Outstanding forward exchange contracts as at March 31, 2016 entered by the Company for the purpose of hedging its foreign currency exposures are as under:

Currency	Cross Currency	Buy	Sell
US Dollar	Indian Rupee	₹ Nil (P.Y. ₹ Nil)	₹ 815.19 Lacs (P.Y. ₹ 3,325.88 Lacs)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(b) Foreign currency exposure recognized by the Company that have not been hedged by a derivative instrument or otherwise as at March 31, 2016 are as under:

Particulars	₹ In Lacs		USD in Lacs	
	March 31, 2016	March 31, 2015	March 31, 2016	March 31, 2015
i) Receivables in Foreign Currency				
- Sundry Debtors	18,055.04	5,106.24	272.53	94.73
ii) Payables in Foreign Currency				
- Sundry Creditors	-	-	-	-

Apart from above Company has foreign currency Liability (PCFC/Advances received from customers/ECB) of ₹ 35,704.45 Lacs (P.Y. ₹ 74,105.46 Lacs) at the year end and as per Accounting Standard AS-11 the effect of change in foreign exchange gain/(loss) as on March 31,2016 amounting to ₹ (305.19 Lacs) {P.Y. ₹ (32.46 Lacs)} has been taken to profit & loss account.

29.28 The Consolidated Financial Statements have been prepared in accordance with Accounting Standard AS-21 "Consolidated Financial Statements":

a) The Subsidiary company with KRBL Limited, The parent, constitutes the group considered in the preparation of these consolidated financial statement is given below:

Name	Country of Incorporation	Percentage of ownership interest as at March 31,2016	Percentage of ownership interest as at March 31,2015
KRBL DMCC	U.A.E	100.00%	100.00%
K B Exports Pvt. Ltd.	India	70.00%	70.00%

b) The group has adopted Accounting standard AS 15 (revised 2005) on 'Employee Benefits'. These consolidated Financial Statements include the obligations as per requirement of this standard except for the Subsidiary which is Incorporated outside India who have determined the valuation/provision for employee benefit as per requirements that coming. In the opinion of the management, the impact of this deviation is not considered material.

29.29 Additional Information Regarding Subsidiary Companies:

Name of the Entity	Net Assets, i.e. Total Assets minus Total Liabilities		Share in Profit or Loss	
	As % of Consolidated Net Assets	Amount	As % of Consolidated Profit or Loss	Amount
Parent Company				
KRBL Limited (Parent Company)#	97.60%	1,58,564.99	83.95%	28,296.98
Subsidiary Companies				
KRBL DMCC*	2.34%	3,807.07	16.05%	5,410.32
K B Exports Pvt. Ltd.	-	-	-	-
Minority Reserves				
Subsidiary Companies				
K B Exports Pvt. Ltd.	0.05%	88.27	-	-
Total	**100.00%**	**1,62,460.33**	**100.00%**	**33,707.29**

Turnover includes Other income and Other Operational Income but does not includes Dividend income as received from subsidiary company as the same was clubbed on Consolidation. Further Share in Profit of Parent Company doesn't include the income as received from the subsidiary company.

* Converted into Indian Rupees at the exchange rate, 1 AED = Rs. 18.0516 as on March 31, 2016.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

29.30 During construction phase, company temporarily invest its surplus funds out of the term loan availed to reduce the cost of capital or for other business reasons. However subsequently the same are utilized for the stated objective.

29.31 The company has reclassified and regrouped previous year figure wherever considered necessary.

29.32 The figures are rounded off to nearest rupees in Lacs.

for **and on behalf of the Board of Directors**

Annexure to our Report of Date

for **Vinod Kumar Bindal & Co.**
Chartered Accountants

Sd/-
Vinod Kumar Bindal
Proprietor
Firm Regn. No. 003820N, M. No. 80668

Sd/-
Anoop Kumar Gupta
Joint Managing Director
DIN-00030160

Sd/-
Raman Sapra
Company Secretary
M. No. 29044

Sd/-
Anil Kumar Mittal
Chairman & Managing Director
DIN-00030100

Sd/-
Rakesh Mehrotra
Chief Financial Officer
M. No. 84366

Place: Noida, Uttar Pradesh
Date: May 26, 2016

FORM AOC-1

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES/ASSOCIATE COMPANIES/JOINT VENTURES

[Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014]

Part "A": Subsidiaries

S. No.	Particulars	Name of Subsidiary			
		KRBL DMCC		K B Exports Pvt. Ltd.	
		As on March 31, 2016	As on March 31, 2015	As on March 31, 2016	As on March 31, 2015
1.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA	NA	NA
2.	Reporting currency	AED	AED	INR	INR
3.	Exchange rate to INR as on the last date of the relevant Financial year in the case of foreign subsidiaries.	18.0516	17.0031	NA	NA
4.	Share Capital (INR in Lacs)	217.27	217.27	300.00	300.00
5.	Reserves & Surplus (INR in Lacs)	2,574.67	5,433.12	(5.58)	(5.66)
6.	Total Assets (INR in Lacs)	4,315.83	6,952.54	294.63	294.64
7.	Total Liabilities (INR in Lacs)	1,523.89	1,302.15	294.63	294.64
8.	Details of investments	-	-	-	-
9.	Turnover (INR in Lacs)	7,463.04	8,838.93	-	-
10.	Profit/(Loss) before taxation (INR in Lacs)	5,410.26	4,087.06	-	-
11.	Provision for taxation	-	0.34	-	-
12.	Profit/(Loss) after taxation (INR in Lacs)	5,410.26	4,086.72	-	-
13.	Proposed dividend (INR in Lacs)	-	4,119.09	-	-
14	% of Shareholding	100%	100%	70%	70%

a) K B Exports Pvt. Ltd. has not commenced commercial activities since incorporation and currently is not operational.

b) Part B of the annexure is not applicable as there are no associate companies/ joint ventures of the Company as on March 31, 2016.

for **and on behalf of the Board of Directors**

Annexure to our Report of Date

for **Vinod Kumar Bindal & Co.**
Chartered Accountants
DIN-00030160

Sd/-
Vinod Kumar Bindal
Proprietor
Firm Regn. No. 003820N, M.No. 80668

Sd/-
Anoop Kumar Gupta
Joint Managing Director
DIN-00030100

Sd/-
Raman Sapra
Company Secretary
M.No. 29044

Sd/-
Anil Kumar Mittal
Chairman & Managing Director

Sd/-
Rakesh Mehrotra
Chief Financial Officer
M.No. 84366

Place: Noida, Uttar Pradesh
Date: May 26, 2016

STANDALONE FINANCIAL STATEMENTS

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INDEPENDENT AUDITORS' REPORT ON STANDALONE FINANCIAL STATEMENTS

To the Members of KRBL Limited, New Delhi

REPORT ON THE STANDALONE FINANCIAL STATEMENTS

We have audited the accompanying Standalone Financial Statements of KRBL Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

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

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these Standalone Financial Statements based on our audit.

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

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. 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 the 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 financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone 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, of the state of affairs of the Company as at March 31, 2016, and its profit and its cash flows for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government in terms of sub-section (11) of Section 143 of the Act, we give in "Annexure I" a statement on matters specified in paragraphs 3 & 4 of the said order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

   d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014;

   e) On the basis of the written representations received from the directors as on March 31, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164(2) of the Act;

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure II"**; and

INDEPENDENT AUDITORS' REPORT ON STANDALONE FINANCIAL STATEMENTS

g) With respect to the other matters to be included in the Auditor's Report in the accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company has disclosed the impact of the pending litigations on its financial position in its financial statements - Refer Note 30.01 to the Standalone Financial Statements;

(ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts - Refer Note 30.27 to the Standalone Financial Statements; and

(iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

f*or* **Vinod Kumar Bindal & Co.**
Chartered Accountants
(Firm Registration No. 003820N)

Shiv Sushil Bhawan
D-219, Vivek Vihar, Phase-1
New Delhi-110 095
Dated: May 26, 2016

Sd/-
Vinod Kumar Bindal
Proprietor
(Membership No. 80668)

ANNEXURE I TO THE INDEPENDENT AUDITORS' REPORT ON THE STANDALONE FINANCIAL STATEMENTS

The Annexure I referred to in the independent auditors' report of even date to the members of KRBL Limited ("the Company") on the Standalone Financial Statements as of and for the year ended March 31, 2016, we report that:

(i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

b) All fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

c) In our opinion and according to information and explanations given to us and on the basis of an examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

(ii) a) The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.

b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.

(iii) The Company has neither granted nor taken any loans, secured or unsecured to / from companies, firms or other parties covered in the register maintained under section 189 of the Act.

(iv) In our opinion and according to information and explanations given to us, the Company has complied with provisions of Section 185 and 186 of the Act in respect of loans, investments, guarantees and security.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from the public in accordance with the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

(vi) We have broadly reviewed the books of account relating to materials, labour and other items of cost maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Act, and we are of the opinion that *prima facie* the prescribed accounts and records have been made and maintained. However, a detailed examination of cost records has not been made by us with a view to determine whether they are accurate or complete.

(vii) (a) According to the records of the company, the company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, wealth-tax, sales-tax, value added tax, service tax, customs duty, excise duty, cess and other statutory dues applicable to it.

According to the information and explanations given to us, no undisputed amounts payable in respect of income-tax, weath-tax, sales-tax, value added tax, service tax, customs duty and excise duty, cess were outstanding, as at March 31, 2016 for a period of more than six months from the date they became payable.

ANNEXURE I TO THE INDEPENDENT AUDITORS' REPORT ON THE STANDALONE FINANCIAL STATEMENTS

(b) According to the records of the company, there are no material dues of income-tax, weath-tax, sales tax, value added tax, service tax, customs duty, excise duty, cess which have not been deposited on account of any dispute. However, according to information and explanations given to us, the following dues of income tax and value added tax have not been deposited by the Company on account of disputes:

Name of the statue	Nature of dues	Amount (in ₹ Lacs)	Period to which the amount relates	Forum where dispute is pending
Income-tax	Income-tax	12.67	AY 2012-13	CIT (A), XXX, New Delhi
Punjab VAT	Purchase-tax on paddy purchased in the course of exports	679.11	AY 2009-10	VAT Tribunal, Chandigarh
Punjab VAT	Additional Demand of Purchase-tax on paddy	924.85	AY 2013-14	Deputy Excise and Taxation Commissioner (DETC), Punjab

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted during the year in repayment of dues to its financial institutions, bankers and government. The Company does not have any borrowing by way of debentures.

(ix) The Company has not raised any monies by way of initial public offer, further public offer (including debt instruments) and term loans during the year. Accordingly, the provisions of clause 3(ix) of the Order are not applicable to the Company.

(x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(xi) According to the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company as prescribed under Section 406 of the Act. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.

(xiii) According to the information and explanations given to us, all transactions with the related parties are in compliance with Section 177 and 188 of Act, where applicable and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.

(xvi) According to information and explanations given to us, the Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable to the Company.

for **Vinod Kumar Bindal & Co.**
Chartered Accountants
(Firm Registration No. 003820N)

Shiv Sushil Bhawan,
D-219, Vivek Vihar, Phase-1
New Delhi-110 095
Dated: May 26, 2016

Sd/-
Vinod Kumar Bindal
Proprietor
(Membership No. 80668)

ANNEXURE II TO THE INDEPENDENT AUDITORS' REPORT ON THE STANDALONE FINANCIAL STATEMENTS

(Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act)

We have audited the internal financial controls over financial reporting of KRBL Limited ("the Company") as of March 31, 2016, in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

ANNEXURE II TO THE INDEPENDENT AUDITORS' REPORT ON THE STANDALONE FINANCIAL STATEMENTS

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by ICAI.

for **Vinod Kumar Bindal & Co.**
Chartered Accountants
(Firm Registration No. 003820N)

Shiv Sushil Bhawan
D-219, Vivek Vihar, Phase-1
New Delhi-110 095
Dated: May 26, 2016

Sd/-
Vinod Kumar Bindal
Proprietor
(Membership No. 80668)

INDIA GATE
BASMATI RICE

BALANCE SHEET
as at March 31, 2016

(₹ in Lacs except as stated)

S. No.	Particulars	Note No.	As at March 31, 2016	As at March 31, 2015
I.	**EQUITY & LIABILITIES**			
	Shareholder's Funds			
	Share Capital	3	2,353.90	2,353.90
	Reserves and Surplus	4	1,56,211.10	1,23,546.53
	Total Shareholder's Funds (A)		**1,58,565.00**	**1,25,900.43**
	Non-Current Liabilities			
	Long-Term Borrowings	5	20,062.81	23,628.88
	Deferred Tax Liabilities (Net)	6	1,935.90	1,266.63
	Long- Term Provisions	7	364.12	248.35
	Total Non-Current Liabilities (B)		**22,362.83**	**25,143.86**
	Current Liabilities			
	Short-Term Borrowings	8	89,138.80	1,04,516.87
	Trade Payables	9	14,204.50	15,475.16
	Other Current Liabilities	10	13,280.54	24,305.95
	Short- Term Provisions	11	1,253.39	4,567.01
	Total Current Liabilities (C)		**1,17,877.23**	**1,48,864.99**
	Total (A+B+C)		**2,98,805.06**	**2,99,909.28**
II.	**ASSETS**			
	Non-Current Assets			
	Fixed Assets			
	Tangible Assets	12	76,883.56	63,338.26
	Intangible Assets	12	143.63	143.55
	Capital Work-in-progress		10,026.41	11,373.52
	Non-Current Investments	13	427.27	427.27
	Long-Term Loans and Advances	14	4,954.60	2,443.14
	Other Non-Current Assets	15	373.22	134.16
	Total Non-Current Assets (A)		**92,808.69**	**77,859.90**
	Current Assets			
	Current Investments	16	731.32	659.25
	Inventories	17	1,74,162.88	1,85,847.60
	Trade Receivables	18	25,608.48	31,557.97
	Cash & Bank Balances	19	1,786.91	691.21
	Short- Term Loans and Advances	20	2,288.78	2,535.33
	Other Current Assets	21	1,418.00	758.02
	Total Current Assets (B)		**2,05,996.37**	**2,22,049.38**
	Total (A+B)		**2,98,805.06**	**2,99,909.28**
	Significant Accounting Policies	2		
	The Accompanying Notes form an integral part of the Financial Statements	30		

for **and on behalf of the Board of Directors**

Annexure to our Report of Date

for **Vinod Kumar Bindal & Co.**
Chartered Accountants

Sd/-
Vinod Kumar Bindal
Proprietor
Firm Regn. No. 003820N, M. No. 80668

Sd/-
Anoop Kumar Gupta
Joint Managing Director
DIN-00030160

Sd/-
Raman Sapra
Company Secretary
M. No. 29044

Sd/-
Anil Kumar Mittal
Chairman & Managing Director
DIN-00030100

Sd/-
Rakesh Mehrotra
Chief Financial Officer
M. No. 84366

Place: Noida, Uttar Pradesh
Date: May 26, 2016

STATEMENT OF PROFIT AND LOSS
for the year ended March 31, 2016

(₹ in Lacs except as stated)

Particulars	Note No.	Year Ended March 31, 2016	Year Ended March 31, 2015
INCOME			
Revenue from Operations	22	3,35,884.50	3,11,301.16
Other Income	23	9,258.05	338.26
TOTAL INCOME		**3,45,142.55**	**3,11,639.42**
EXPENDITURE			
Cost of Materials Consumed	24	2,72,151.79	2,44,674.17
Purchases of Stock in Trade	25	1,147.75	1,496.15
Changes in Inventories of Finished Goods ,Work in Progress & Stock in Trade	26	(15,455.06)	(10,199.39)
Employee Benefits Expenses	27	6,241.37	5,335.57
Finance Costs	28	6,335.15	8,086.09
Depreciation & Amortization Expenses		5,004.36	5,268.03
Other Expenses	29	23,574.32	21,237.20
TOTAL EXPENDITURE		**2,98,999.68**	**2,75,897.82**
PROFIT BEFORE TAXATION & EXCEPTIONAL ITEMS		**46,142.87**	**35,741.60**
Exceptional Items-Foreign Exchange Fluctuation (Gain)/Loss		(255.57)	418.99
PROFIT BEFORE TAXATION		**46,398.44**	**35,322.61**
Tax Expense:			
Current Year		10,013.10	7,465.00
Earlier Year		-	0.21
Deferred Tax		669.27	(228.36)
Mat Credit Entitlement		(1,420.91)	-
PROFIT/ (LOSS) FOR THE YEAR AFTER TAX		**37,136.98**	**28,085.76**
EARNING PER EQUITY SHARE (Face Value of ₹1 each)			
1) Basic (₹)		15.78	11.93
2) Diluted (₹)		15.78	11.93
Significant Accounting Policies	2		
The Accompanying Notes form an integral part of the Financial Statements	30		

for **and on behalf of the Board of Directors**

Annexure to our Report of Date

for **Vinod Kumar Bindal & Co.**
Chartered Accountants

Sd/-
Vinod Kumar Bindal
Proprietor
Firm Regn. No. 003820N, M. No. 80668

Sd/-
Anoop Kumar Gupta
Joint Managing Director
DIN-00030160

Sd/-
Raman Sapra
Company Secretary
M. No. 29044

Sd/-
Anil Kumar Mittal
Chairman & Managing Director
DIN-00030100

Sd/-
Rakesh Mehrotra
Chief Financial Officer
M. No. 84366

Place: Noida, Uttar Pradesh
Date: May 26, 2016

CASH FLOW STATEMENT
for the year ended March 31, 2016

(₹ in Lacs)

S. No.	Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
A.	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit Before Tax from Continuing Operations	46,398.44	35,322.61
	Adjustment for :		
	Depreciation & Amortization Expenses	5,004.36	5,268.03
	Loss/(Profit) on Sale of Fixed Assets	(8.97)	7.38
	Effect of Exchange Rate Difference	(255.57)	418.99
	Profit on Sale of Investment	(6.54)	(5.98)
	Interest Expense	6,335.15	8,086.09
	Interest Receipt	(147.84)	(176.48)
	Loss/(Profit) on Revaluation of Current Investment	(72.07)	(22.93)
	Dividend on Investment	(8,878.27)	(25.44)
	Operating Profit Before Working Capital Changes	**48,368.70**	**48,872.27**
	Adjustments for Working Capital Changes		
	Increase/(Decrease) in Long -Term Provisions	115.77	99.70
	Increase/(Decrease) in Trade Payable	(1,270.66)	771.60
	Increase/(Decrease) in Other Current Liabilities	(11,025.41)	9,515.82
	Increase/(Decrease) in Short -Term Provisions	239.68	76.58
	Decrease/(Increase) in Inventories	11,684.72	(16,857.26)
	Decrease/(Increase) in Trade Receivables	5,949.50	(3,632.66)
	Decrease/(Increase) in Long- Term Loans and Advances	(1,090.54)	2,028.63
	Decrease/(Increase) in Other Current Assets	(659.97)	(30.80)
	Decrease/(Increase) in Short- Term Loans and Advances	246.54	(726.83)
	Decrease/(Increase) in Other Non Current Assets	(239.05)	4.65
	Cash Generated From Operations	**52,319.27**	**40,121.70**
	Tax Paid (Net)	(9,572.11)	(7,712.51)
	NET CASH FLOW FROM OPERATING ACTIVITIES (TOTAL-A)	**42,747.15**	**32,409.19**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase/Sale of Fixed Assets & Addition/Deduction of WIP	(17,231.06)	(23,204.78)
	Sale of Fixed Assets	19.45	27.26
	Profit on sale of Investment	6.54	5.98
	Dividend on Investments	8,878.27	25.44
	NET CASH GENERATED / (-) USED IN INVESTING ACTIVITIES (TOTAL - B)	**(8,326.81)**	**(23,146.10)**

CASH FLOW STATEMENT
for the year ended March 31, 2016

(₹ in Lacs)

S. No.	Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Increase/(Decrease) in Long- Term Borrowings	(3,566.07)	2,797.15
	Increase/(Decrease) in Short- Term Borrowings	(15,378.06)	(6,600.14)
	Effect of Exchange Rate Difference	255.57	(418.99)
	Interest Expense	(6,335.15)	(8,086.09)
	Interest Income	147.84	176.48
	Dividend Paid	(8,443.04)	(2,816.99)
	Wealth Tax	(5.73)	(5.29)
	NET CASH FLOW FROM FINANCING ACTIVITIES (TOTAL-C)	**(33,324.64)**	**(14,953.87)**
	NET CHANGES IN CASH AND BANK BALANCES (TOTAL A+B+C)	**1,095.70**	**(5,690.78)**
	Cash & Bank Balance-Opening Balance	691.21	6381.99
	Cash & Bank Balance-Closing Balance	**1,786.91**	**691.21**
	Cash & Bank Balance		
	Cash in hand	181.85	231.30
	Balance with Scheduled Bank	1,605.06	459.91
		1,786.91	691.21

Notes.

1 Statement has been prepared under the Indirect Method as set out in the Accounting Standard AS-3 on Cash flow Statement.

2 Figures in Brackets represent outflows.

3 Previous year figures have been recast / rearranged wherever considered necessary.

for **and on behalf of the Board of Directors**

Annexure to our Report of Date

for **Vinod Kumar Bindal & Co.**
Chartered Accountants

Sd/-
Vinod Kumar Bindal
Proprietor
Firm Regn. No. 003820N, M. No. 80668

Sd/-
Anoop Kumar Gupta
Joint Managing Director
DIN-00030160

Sd/-
Raman Sapra
Company Secretary
M. No. 29044

Sd/-
Anil Kumar Mittal
Chairman & Managing Director
DIN-00030100

Sd/-
Rakesh Mehrotra
Chief Financial Officer
M. No. 84366

Place: Noida, Uttar Pradesh
Date: May 26, 2016

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1. COMPANY INFORMATION

- KRBL Limited (the Company) is a Domestic Public Limited company and listed on the Bombay Stock Exchange Ltd. (BSE) and National Stock Exchange of India Ltd. (NSE). The Company is World's leading Basmati Rice player with milling capacity of 195 MT per hour. The company has fully integrated operations with involvement in every aspect of Basmati value chain, right from seed development, contact farming, procurement of paddy, storage, processing, packaging, branding and marketing. Among the many brands launched by the company "India Gate" is the flagship brand both in Domestic and International Markets.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Accounting Convention

- The Financial Statements are prepared on the historical cost convention on going concern basis and in accordance with the applicable accounting standards notified under relevant provisions of the Companies Act, 2013 and other Accounting principles generally accepted in India, to the extent applicable.

2.2 Use of Estimates

- The preparation of Financial Statements requires management to make certain assumptions and estimates that affect the reported amount the Financial Statements and Notes thereto. Difference between actual results and estimates are recognized in the period in which they materialize.

2.3 Fixed Assets including intangible Assets

- Fixed Assets are stated at cost of acquisition / installation inclusive of freight, duties, taxes and all incidental expenses and net of accumulated depreciation. In respect of major projects involving construction, related pre-operational expenses form part of the value of assets capitalized. Expenses capitalized also include applicable borrowing costs. All up gradation / enhancements are generally charged off as revenue expenditure unless they bring similar significant additional benefits.
- Intangible assets are stated at their cost of acquisition.
- Freehold Land is stated at original cost of acquisition.
- Capital work- in- progress is stated at amount spent up to the date of Balance Sheet.

2.4 Depreciation and Amortization

- Depreciation on fixed assets has been provided on straight line method, in terms of useful life of the Assets as prescribed in Schedule II to the Companies Act 2013.
- Computer software charges, patent, trademark & design and Goodwill are recognized as intangible assets and amortized on straight line method over a period of 10 years except one software which is depreciated in 6 years on straight line method based upon life of servers where it is installed.
- Leasehold land is amortized on straight line method over the lease period.

2.5 Investments

- Investments that are readily realizable and are intended to be held for not more than one year at the point of acquisition are classified as "Current Investments". All other Investments are classified as "Non-Current Investments". Current investments are stated at lower of cost and fair value. Non-current investments are stated at cost. A provision for diminution is made to recognize a decline, other than temporary, in the value of non-current investments.

2.6 Inventories

- Items of inventories are measured at lower of cost or net realizable value. Raw material on shop floor and work-in process is taken as part of raw material and valued accordingly.
- The cost is calculated on weighted average cost method and it comprises expenditure incurred in normal course of business in bringing such inventories to its location and includes, where applicable, appropriate overheads based on normal level of activity. Obsolete, slow moving & defective inventories are identified at the time of physical verification and wherever necessary a provision is made.
- By-products are valued at net realizable value and are deducted from the cost of main product.
- Inventory of Finished Excisable products are valued inclusive of Excise Duty.

2.7 Revenue Recognition and Accounting for Sales & Services

- Export sales are accounted for on the basis of date of bill of lading and adjusted for exchange fluctuations on exports realized during the year and the trade receivable in foreign exchange which are restated at the year end. Domestic sales are recognized on the dispatch of goods to the customers and are net of discounts, Sales Tax,

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Excise Duty, Returns. Gross sales includes Excise Duty and then reduced thereafter to compute net sales in conformity with AS-14 on disclosure of the revenue from sale transaction. Sale of energy is accounted for on basis of energy supplied. Sale of Certified Emission Reduction (CER) is recognized as income on delivery of CERs to the customer. Sale of Renewable Energy Certificate (REC) is recognized as income on sale of REC on the IEX/PXIL. Dividend income is recognised when the right to receive Dividend is established. Revenue and Expenditure are accounted for on going concern basis. Interest Income / Expenditure is recognized using the time proportion method based on the rates implicit in the transaction.

- Revenue in respect of Insurance / others claims, Interest, Commission, etc. is recognised only when it is reasonably certain that the ultimate collection will be made.

2.8 Proposed Dividend

- Dividend (including Dividend Tax thereon, if any) are provided for in the books of account as proposed by the Directors pending for approval at the ensuing Annual General Meeting.

2.9 Research and Development

- Revenue expenditure on Research & Development is written off in the year in which it is incurred. Capital Expenditure on Research & Development is included under Fixed Assets.

2.10 Treatment of Employee Benefits

- Contributions to defined provident fund are charged to the profit and loss account on accrual basis. Present liability for future payment of gratuity and unavailed leave benefits are determined on the basis of actuarial valuation at the balance sheet date and charged to the profit and loss account. Gratuity fund is managed by the Kotak Life Insurance.

2.11 Foreign Currency Transactions

- The transactions in foreign currencies are recognized at rate of overseas currencies ruling on the date of transaction. Gain / (loss) arising on account of rise or fall in overseas currencies vis a vis reporting currencies between the date of transaction and that of payment is charged to statement of Profit& loss account.

- Year-end balance of foreign currency monetary items is translated at the year-end rates and the corresponding effect is given in the respective accounts. Transactions completed during the year are adjusted on actual basis.

- Exchange difference on forward contract is also recognized in Profit & Loss Account on change of Exchange rate at the reporting date.

- Transactions covered by cross currency swap contracts to be settled on future dates are recognised at the year-end rates of the underlying foreign currency. Effects arising from swap contracts are adjusted on the date of settlement.

- In respect of Non integral foreign operation - both monetary and non-monetary items are translated at the closing rate and resultant difference is accumulated in foreign currency translation reserve, until the disposal of net investment.

- Non monetary foreign currency item are carried at cost.

2.12 Government Grant

- Government grant is considered for inclusion in accounts only when conditions attached to them are complied with and it is reasonably certain that ultimate collection will be made. Grant received from government towards fixed assets acquired/constructed by the Company is deducted out of gross value of the asset acquired/ constructed and depreciation is charged accordingly.

2.13 Borrowing Costs

- Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized as a part of such assets till such time as the assets are ready for their intended use or sale. All other borrowing costs are recognised as expense in the period in which they are incurred.

2.14 Taxes on Income

- The liability of Company on Account of Income Tax is estimated considering the provisions of Income tax Act 1961.

- Deferred tax is recognised subject to the consideration of prudence on timing differences being the difference between book and tax profits that originate in one year and capable of reversal in one or more subsequent years.

2.15 Leases

- In respect of Operating leases, rentals are expensed with reference to lease terms and other considerations.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

2.16 Provisions, Contingent Liability and Contingent Assets

- The Company creates a provision when there is a present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure of contingent liability is made when there is a possible obligation or a present obligation that will probably not require outflow of resources or where a reliable estimate of the obligation cannot be made. Contingent Assets neither recognised nor disclosed in the Financial Statement.

2.17 Segment Reporting

- Segments are identified based on dominant source and nature of risks and returns and internal financial reporting system to the management Inter segment revenue are accounted for on the basis of transactions which are primarily market led. Revenue and expenses which relate to enterprises as a whole and are not attributable to segments are included under "Other Unallocable Expenditure Net of Unallocable Income".

2.18 Financial and Management Information System

- An Integrated Accounting System has been put to practice which unifies both Financial Books and Costing Records. The books of account and other records have been designated to facilitate compliance with the relevant provisions of the Companies Act on one hand and provides Internal Financial Reporting System for Planning, Review and Internal Control on the other. The Cost Accounts are designed to adopt Costing Systems appropriate to the business carried out by the Division, with each Division incorporating into its costing system, the basic tenets and principles of Standard Costing, Budgetary Control and Marginal Costing as appropriate.

2.19 Impairment of Assets

- The Company assesses at each Balance Sheet date whether there is any indication that an assets may be impaired. If any such Indication exists; the Company estimates the recoverable amount of assets. If such recoverable amount of the assets or the recoverable amount of the cash generating unit to which the assets belong is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Profit & Loss Account. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the assets is reflected at recoverable amount.

2.20 Mergers/Amalgamation

- Mergers / Amalgamations (of the nature of Merger) of other company / body Corporate with the company are accounted for on the basis of purchase method, the Asset / Liabilities being incorporated in terms of values of assets and Liabilities appearing in the books of transferor entity on the date of such merger / amalgamation for the purpose of arriving at the figure of Goodwill or capital reserve.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

3. SHARE CAPITAL

The Authorised, Issued, Subscribed and Paid-up Share Capital comprises of Equity Shares having par value of ₹ 1 each as follows:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Authorised Shares		
30,00,00,000 (P.Y.30,00,00,000) Ordinary Equity Shares of ₹ 1 each	3,000.00	3,000.00
Total Authorised Share Capital	**3,000.00**	**3,000.00**
Issued & Subscribed Shares		
23,62,44,892 (P.Y. 23,62,44,892) Ordinary Equity Shares of ₹ 1 each	2,362.45	2,362.45
Total Issued & Subscribed Share Capital	**2,362.45**	**2,362.45**
Paid up Shares		
23,53,89,892 (P.Y. 23,53,89,892) Ordinary Equity Shares of ₹ 1 each, Fully Paid up	2,353.90	2,353.90
Total Paid up Share Capital (Refer to Note No. 30.03)	**2,353.90**	**2,353.90**

a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at March 31, 2016		As at March 31, 2015	
	No. of Shares	Amount (₹ in Lacs)	No. of Shares	Amount (₹ in Lacs)
Ordinary Equity Shares outstanding at the beginning of the year	23,53,89,892	2,353.90	23,53,89,892	2,353.90
Ordinary Equity Shares issued during the year	-	-	-	-
Ordinary Equity Shares bought back during the year	-	-	-	-
Ordinary Equity Shares outstanding at the end of the year	23,53,89,892	2,353.90	23,53,89,892	2,353.90

b) Terms/ rights attached to ordinary Equity shares

The Company has only one class of Equity Shares having a par value of ₹ 1 per share. Each holder of Equity Shares is entitled to be vote per share. The Company declares dividend in Indian Rupees and pays in INR to Resident Shareholders and in USD to the Foreign Shareholders under FDI catagory.

During the year ended March 31, 2016, the amount of per share dividend recognized as distributions to equity shareholders is ₹ 1.90 per share (P.Y : ₹ 1.70 per share).

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

c) Details of Shareholders holding more than 5% shares in the Company

S. No	Particulars	As at March 31, 2016		As at March 31, 2015	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
1	Anil Kumar Mittal	1,91,23,982	8.12%	1,84,90,648	7.86%
2	Anoop Kumar Gupta	1,95,30,209	8.30%	1,88,96,876	8.03%
3	Arun Kumar Gupta	1,97,91,833	8.41%	1,91,58,500	8.14%
4	Radha Raj Ispat Private Limited*	2,79,13,892	11.86%	2,79,13,892	11.86%
5	Reliance Commodities DMCC	2,29,00,000	9.73%	2,29,00,000	9.73%

* Radha Raj Ispat Private Limited is in the process for being merged with KRBL Limited vide the order of Hon'ble High Court of Delhi dated May 24, 2016. The Scheme will be effective after filing of the High Court order with the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

d) Aggregate number of bonus shares issued, Shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: During the Buy-Back period i.e. March 4, 2013 to February 11, 2014, the Company has Bought Back and Extinguished 77,22,048 Equity Shares at an average price of ₹ 23.58 per share, utilising a sum of ₹ 18.21 Crores (Rupees Eighteen Crores Twenty One Lacs) excluding Transaction Cost. Aggregate number of Bonus shares issued in last 5 years immediately preceding the reporting date is Nil

4. RESERVES AND SURPLUS

Reserves and Surplus consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Capital Redemption Reserve		
Balance as per the last Financial Statements	77.22	77.22
Add: Transferred to Capital Redemption Reserve on Buy-back of Equity Shares	-	-
Closing Balance (A)	**77.22**	**77.22**
Securities Premium Reserve		
Balance as per the last Financial Statements	9,655.04	9,655.04
Add : Received during the year	-	-
Less : Buy- back of Equity Shares	-	-
Less : Transferred to Capital Redemption Reserve on Buy- back of Equity Shares	-	-
Closing Balance (B)	**9,655.04**	**9,655.04**
General Reserve		
Balance as per last Financial Statements	19,050.49	13,046.20
Add : Transferred from Profit & Loss Appropriations A/c	6,000.00	6,000.00
Add: Amount originally received on Forfeited Shares Transferred to General Reserve (Refer to Note No. 30.03)	-	4.29
Closing Balance (C)	**25,050.49**	**19,050.49**
Surplus/ (Deficit)	**94,763.78**	**76,859.24**
Add: Profit for the year as per the Statement of Profit and Loss	37,136.98	28,085.76
Less: Appropriations		
Interim Dividend [Including Tax on Interim Dividend (Amount per share ₹ 1.90 (P.Y. ₹Nil)]	4,472.41	-
Proposed Dividend [Including Tax on Proposed Dividend (Amount per share ₹ Nil (P.Y. ₹ 1.70)]	-	4,001.63
Transitional adjustment on account of Depreciation [Net of Deferred tax ₹ Nil (P.Y.: Deferred tax is ₹ 92.47 Lacs)]	-	179.59
Transfer to General Reserve	6,000.00	6,000.00
Total Appropriations	10,472.42	10,181.22
Closing Balance (D)	**1,21,428.35**	**94,763.78**
Total Reserves & Surplus (A+B+C+D)	**1,56,211.10**	**1,23,546.53**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

5. LONG TERM BORROWINGS

Long-Term Borrowings consist of the following:

(₹ in Lacs)

Particulars	Non Current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Secured				
Term Loans- From Banks				
a) State Bank of India (Tokyo Branch)- (Foreign Currency Loan)#	-	1,407.94	1,407.94	1,877.25
b) HSBC Bank (Mauritius) Limited (Foreign Currency Loan)#	-	-	-	705.00
c) ICICI Bank (Bahrain Branch)- (Foreign Currency Loan)#	5,423.21	6,197.95	774.75	774.74
d) State Bank of India#	7,383.96	5,419.29	1,344.00	335.72
e) Kotak Mahindra Bank Limited #	2,923.08	3,538.46	615.38	461.54
f) HSBC Bank Limited #	1,875.00	3,375.00	1,500.00	1,500.00
g) HSBC Bank Limited #	2,222.22	3,333.33	1,111.11	1,111.11
h) ICICI Bank Limited #	174.34	209.05	46.74	62.78
i) Corporation Bank Limited #	-	42.86	-	85.71
j) Corporation Bank Limited #	49.00	77.00	28.00	28.00
k) Corporation Bank Limited #	12.00	28.00	16.00	16.00
Sub-Total	**20,062.81**	**23,628.88**	**6,843.92**	**6,957.85**
Less: Shown under other current liabilities (Refer to Note No. 10)		-	6,843.92	6,957.85
Total	**20,062.81**	**23,628.88**	**-**	**-**

Secured by first pari-passu charge on entire movable and immovable Fixed Assets of the Company and second pari-passu charge on entire current assets of the Company.

- There is no default in repayment of any of the above loan.

S. No.	Type of Secured Loan, Name of Bank & Sanctioned Amount	As at March 31, 2016		As at March 31, 2015	
		Terms of Repayment	Rate of Interest	Terms of Repayment	Rate of Interest
a)	ECB Loan from State Bank of India (Tokyo Branch) (Sanctioned Amount US $ 15 Million i.e. ₹ 75.09 Crores)	Repayable in 16 quarterly instalments of US $ 9.38 Lacs (₹ 469.31 Lacs) each, starting from January 2013 and maturing on October 2016 i.e. Balancing period of 7 Months from Balance Sheet Date	Interest to be paid quarterly@ 3 Months LIBOR plus 235 Basis Points	Repayable in 16 quarterly instalments of US $ 9.38 Lacs (₹ 469.31 Lacs) each, starting from January 2013 and maturing on October 2016 i.e. Balancing period of 1 year and 7 Months from Balance Sheet Date	Interest to be paid quarterly @ 3 Months LIBOR plus 235 Basis Points

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

S. No.	Type of Secured Loan, Name of Bank & Sanctioned Amount	As at March 31, 2016		As at March 31, 2015	
		Terms of Repayment	Rate of Interest	Terms of Repayment	Rate of Interest
b)	ECB Loan from HSBC Bank (Mauritius) Limited (Sanctioned Amount US $ 12 Million i.e. ₹ 56.40 Crores)	-	-	Repayable in 16 quarterly instalments of US $ 7.50 Lacs (₹ 352.50 Lacs) each, starting from December 2011 and maturing on September 2015 i.e. Balancing period of 6 Months from Balance Sheet Date	Interest to be paid quarterly@ 3 Months LIBOR plus 275 Basis Points
c)	ECB Loan from ICICI Bank (Bahrain) Branch (Sanctioned Amount US$ 12.51 Million i.e. ₹ 77.47 Crores)	Repayable in 20 semi annual instalments of US $ 6.26 Lacs (₹ 387.37 Lacs) each, starting from August 2014 and maturing on February 2024 i.e. Balancing period of 7 years and 11 Months from Balance Sheet Date	Interest to be paid Half yearly @ 6 Months LIBOR plus 258 Basis Points	Repayable in 20 semi annual instalments of US $ 6.26 Lacs (₹ 387.37 Lacs) each, starting from August 2014 and maturing on February 2024 i.e. Balancing period of 8 years and 11 Months from Balance Sheet Date	Interest to be paid Half yearly @ 6 Months LIBOR plus 258 Basis Points
d)	Term Loan from State Bank of India# (Sanctioned Amount ₹ 94 Crores)	Repayable in 28 quarterly instalments of ₹ 336 Lacs each, starting from December 2015 and maturing on September 2022 i.e. Balancing period of 6 years and 6 Months from Balance Sheet Date	Interest to be paid on monthly basis at Base Rate +0.25% p.a.	Repayable in 28 quarterly instalments of ₹ 336 Lacs each, starting from December 2015 and maturing on September 2022 i.e. Balancing period of 7 years and 6 Months from Balance Sheet Date	Interest to be paid on monthly basis at Base Rate +0.25% p.a.
e)	Kotak Mahindra Bank Limited # (Sanctioned Amount ₹ 40 Crores)	Repayable in 26 quarterly instalments of ₹ 153.85 Lacs each, starting from September 2015 and maturing on December 2021 i.e. Balancing period of 5 years and 9 Months from Balance Sheet Date	Interest to be paid on monthly basis at Base Rate	Repayable in 26 quarterly instalments of ₹ 153.85 Lacs each, starting from September 2015 and maturing on December 2021 i.e. Balancing period of 6 years and 9 Months from Balance Sheet Date	Interest to be paid on monthly basis at Base Rate +0.10% p.a.
f)	Term Loan from The Hongkong And Shanghai Banking Corporation Limited (Sanctioned Amount ₹ 60 Crores)	Repayable in 16 quarterly instalments of ₹ 375.00 Lacs each, starting from September 2014 and maturing on June 2018 i.e. Balancing period of 2 years and 3 Months from Balance Sheet Date.	Interest to be paid Monthly@ 9.45 % p.a.	Repayable in 16 quarterly instalments of ₹ 375.00 Lacs each, starting from September 2014 and maturing on June 2018 i.e. Balancing period of 3 years and 3 Months from Balance Sheet Date.	Interest to be paid Monthly@ 9.45 % p.a.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

S. No.	Type of Secured Loan, Name of Bank & Sanctioned Amount	As at March 31, 2016		As at March 31, 2015	
		Terms of Repayment	Rate of Interest	Terms of Repayment	Rate of Interest
g)	Term Loan from The Hongkong And Shanghai Banking Corporation Limited (Sanctioned Amount ₹ 50 Crores)	Repayable in 18 quarterly instalments of ₹ 27.78 Lacs each starting from December, 2014 and maturing on March 2019 i.e. Balancing period of 3 years from Balance Sheet Date.	Interest to be paid Monthly@ 9.45 % p.a.	Repayable in 18 quarterly instalments of ₹ 27.78 Lacs each starting from December, 2014 and maturing on March 2019 i.e. Balancing period of 4 years from Balance Sheet Date.	Interest to be paid Monthly@ 10 % p.a.
h)	Term Loan from ICICI Bank Limited (Sanctioned Amount ₹ 4 Crores)	Repayable in 20 quarterly instalments of ₹ 18.95 Lacs each starting from December 2013 and maturing on September 2018 i.e. Balancing period of 2 years and 6 Months from Balance Sheet Date	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.	Repayable in 20 quarterly instalments of ₹ 18.95 Lacs each starting from December 2013 and maturing on September 2018 i.e. Balancing period of 3 years and 6 Months from Balance Sheet Date	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.
i)	Term Loan from Corporation Bank Limited (Sanctioned Amount ₹ 6 Crores)	-	-	Repayable in 28 quarterly instalments of ₹ 21.43 Lacs each starting from November 2009 and maturing on December 2015 i.e. Balancing period of 9 Months from Balance Sheet Date.	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.
j)	Term Loan from Corporation Bank Limited (Sanctioned Amount ₹ 1.68 Crores)	Repayable in 24 quarterly instalments of ₹ 7.00 Lacs each starting from April 2013 and maturing on December 2018 i.e. Balancing period of 2 years and 9 Months from Balance Sheet Date.	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.	Repayable in 24 quarterly instalments of ₹ 7.00 Lacs each starting from April 2013 and maturing on December 2018 i.e. Balancing period of 3 years and 9 Months from Balance Sheet Date.	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.
k)	Term Loan from Corporation Bank Limited (Sanctioned Amount ₹ 0.80 Crores)	Repayable in 20 quarterly instalments of ₹ 4.00 Lacs each, starting from April 2013 and maturing on December 2017 i.e. Balancing period of 1 years and 9 Months from Balance Sheet Date.	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.	Repayable in 20 quarterly instalments of ₹ 4.00 Lacs each, starting from April 2013 and maturing on December 2017 i.e. Balancing period of 2 years and 9 Months from Balance Sheet Date.	Interest to be paid Monthly@ Bank Base Rate Plus 0.50% p.a.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

6. DEFERRED TAX LIABILITIES (NET)

Major Components of Deferred Tax Liabilities consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Deferred Tax Liabilities		
Related to Fixed Assets #	2,033.95	1,374.41
Others	46.74	-
Deferred Tax Assets		
Provision for Employee Benefits	(144.79)	(104.56)
Others	-	(3.22)
Net Provision For Deferred Tax Liabilities	**1,935.90**	**1,266.63**

Adjustment of ₹ Nil (P.Y. ₹ 92.47 Lacs) on account of implementation of Schedule II of Companies Act 2013.

7. LONG TERM PROVISIONS

Long- Term Provisions consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Provisions for Employee Benefits		
Leave Encashment Payable	364.12	248.35
Total	**364.12**	**248.35**

8. SHORT- TERMS BORROWINGS

Short - Term Borrowings consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Secured #		
Loans Repayable on Demand		
From Banks	74,411.55	71,264.38
From Other Parties	-	-
Unsecured		
Loans repayable on Demand		
From Banks	9,802.26	29,752.49
From Other Parties	-	-
Loans from related party	4,925.00	3,500.00
Total	**89,138.81**	**1,04,516.87**

Working capital facilities (fund based & non fund based limits) are secured by first pari-passu charge on the entire current assets of the Company. These facilities are further secured by the second pari-passu charge on entire moveable & immoveable fixed assets of the Company and personal guarantee of Promoter Directors of the Company.

- There is no default in repayment of Principal Loan or Interest thereon.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

9. TRADE PAYABLES

Trade Payables consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Acceptances	-	-
Others	14,204.50	15,475.16
Total	**14,204.50**	**15,475.16**

1. Creditors for Others are due in respect of goods purchases or services received in the normal course of business.

2. Based on information available with the company there are no overdue amount payable to Micro, Small and Medium Enterprises, as defined in The Micro, Small and Medium Enterprises Development Act, 2006. This has been determined to the extent such parties have been identified on the basis of information available with the Company which has been relied upon by the Auditors.

10. OTHER CURRENT LIABILITIES

Other Current Liabilities consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Current maturities of long-term debts (Refer to Note No. 5)	6,843.92	6,957.85
Interest accrued but not due on borrowings	134.04	192.39
Unpaid dividends #	68.67	37.60
Advance payments from customers	4,795.38	14,498.04
Other payables		
Security Received	284.77	118.98
Statutory Dues Payable	318.58	358.28
Expenses Payable	835.18	2,142.81
Total	**13,280.54**	**24,305.95**

There are no amount due & outstanding to be credited to the Investor Education & Protection Fund

11. SHORT-TERM PROVISIONS

Short-Term Provisions consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Employee benefits		
Bonus & Incentive Payable	214.86	89.06
Gratuity Payable	171.76	99.63
Salary & Wages Payable	331.20	297.22
Directors Remuneration Payable	21.12	13.34
Others		
Provision for Income-Tax	500.68	50.09
Provision for Wealth-Tax	-	5.73
Provision for Dividend	-	4,001.63
Provision for Tax on Dividend	-	-
Provision for Excise Duty	13.77	10.31
Total	**1,253.39**	**4,567.01**

12. FIXED ASSETS

Fixed Assets consist of the following:

(₹in Lacs)

	Description	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As at April 1, 2015	Addition during the year	Sale/ deduction during the year	As at March 31, 2016	Up to March 31, 2015	For the Year	Sale/ deduction during the year	Up to March 31, 2016	As at March 31, 2016	As at March 31, 2015
a.	**Tangible Assets:-**										
	Land- Freehold	3,781.94	1,212.70	-	4,994.64	-	-	-	-	4,994.64	3,781.94
	Land- Leasehold	712.38	-	-	712.38	83.64	28.30	-	111.94	600.44	628.74
	Buildings	11,896.28	2,171.69	-	14,067.97	2,267.55	536.22	-	2,803.77	11,264.20	9,628.73
	Plant & Machinery	80,431.79	14,639.58	68.12	95,003.25	33,229.59	4,032.23	51.14	37,210.68	57,792.57	47,202.20
	Vehicle and Trolley	2,332.17	443.99	19.66	2,756.50	1,178.86	239.59	8.63	1,409.82	1,346.68	1,153.31
	Furniture & Fixture	1,708.34	85.02	0.63	1,792.73	765.00	142.92	0.22	907.70	885.03	943.34
	Total	**1,00,862.90**	**18,552.98**	**88.41**	**1,19,327.47**	**37,524.64**	**4,979.26**	**59.99**	**42,443.91**	**76,883.56**	**63,338.26**
b.	**Intangible Assets:-**										
	Patent,Trade mark & Design	22.37	-	-	22.37	12.01	2.24	-	14.25	8.12	10.36
	Computer Software Development Charges	220.68	25.18	-	245.86	87.49	22.86	-	110.35	135.51	133.19
	Total	**243.05**	**25.18**	**-**	**268.23**	**99.50**	**25.10**	**-**	**124.60**	**143.63**	**143.55**
	Total a & b	**1,01,105.95**	**18,578.16**	**88.41**	**1,19,595.70**	**37,624.14**	**5,004.36**	**59.99**	**42,568.51**	**77,027.19**	**63,481.81**
	Previous Year	87,924.41	13,271.49	89.95	1,01,105.95	32,139.36	5,540.10	55.32	37,624.14	63,481.81	55,785.05

Notes

1) None of the Fixed Assets has been revalued during the year.

2) Addition to fixed Assets and Capital work-in-progress include net borrowing cost capitalised during the year ₹ 427.32 Lacs (P.Y. ₹ 497.41 Lacs).

3) There has been no impairment loss on Assets during the year.

4) Pursuant to the enactment of Companies Act, 2013, the company in the previous year has applied the estimated useful lives as specified in Schedule II of the Companies Act, 2013, except in respect of certain assets as disclosed in Accounting Policy on Depreciation, Amortisation and Depletion. Accordingly the unamortised carrying value is being depreciated / amortised over the revised/ remaining useful lives. The written down value of ₹ Nil (P.Y. ₹ 272.06 Lacs) on Fixed Assets whose lives have expired as at April 1, 2014 have been adjusted net of tax, in the opening balance of Profit and Loss Account amounting to ₹ Nil (P.Y. ₹179.59 Lacs).

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

13. NON CURRENT INVESTMENTS (REFER TO NOTE NO. 2.5 ON INVESTMENTS)

Non-Current Investments consist of the following:

Particulars	Face Value	No. of Shares / Units		Amount (In ₹ Lacs)	
		As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Equity Instruments - Fully paid up					
Wholly Owned Subsidiaries					
KRBL DMCC, Dubai	AED 1,000.00	1,800	1,800	217.27	217.27
Partially owned Subsidiaries					
K B Exports Private Limited [Extent of Holding 70 % (P.Y. 70%)]	INR 10.00	21,00,000	21,00,000	210.00	210.00
Total		**21,01,800**	**21,01,800**	**427.27**	**427.27**
Quoted Investments		-	-	-	-
Unquoted Investments		21,01,800	21,01,800	427.27	427.27
Total		**21,01,800**	**21,01,800**	**427.27**	**427.27**

14. LONG-TERM LOANS AND ADVANCES

Long-Term Loans and Advances consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Unsecured - Considered Good		
Capital Advances	543.97	164.31
Security Deposit	1,059.37	1,060.44
MAT Credit Entitlement	1,420.91	-
Others loans and advance	1,930.35	1,218.39
Total	**4,954.60**	2,443.14

15. OTHER NON- CURRENT ASSETS

Other Non - Current Assets consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Unsecured - Considered Good		
FDR With Banks (Deposits with banks with Original Maturity of More than 12 months)	373.22	134.16
Total	**373.22**	**134.16**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

16. CURRENT INVESTMENTS (REFER TO NOTE NO. 2.5 ON INVESTMENTS)

Current Investments consist of the following

Particulars	Face Value	No. of Shares / Units		Amount (₹ in Lacs)	
		As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Equity Instruments - Fully paid up-Quoted					
NHPC limited	10.00	8,82,712	8,82,712	213.17	174.78
Coal India Limited	10.00	76,437	76,437	187.27	187.27
Power Grid Corporation of India Limited	10.00	1,07,667	1,07,667	96.90	96.90
Shipping Corporation of India Limited	10.00	2,42,265	2,42,265	157.35	112.53
MOIL Limited	10.00	18,923	18,923	41.20	52.34
Total(A)		**13,28,004**	**13,28,004**	**695.89**	**623.82**
Mutual Fund Instruments - Fully paid up-Unquoted					
SBI Infrastructure Fund-I - Regular Plan Growth	10.00	2,50,000	2,50,000	25.00	25.00
SBI Magnum Equity Fund - Regular Plan Dividend	10.00	36,127	36,127	10.43	10.43
Total (B)		**2,86,127**	**2,86,127**	**35.43**	**35.43**
Quoted Investments		13,28,004	13,28,004	695.89	623.82
Unquoted Investments		2,86,127	2,86,127	35.43	35.43
Total Investments (A + B)		**16,14,131**	**16,14,131**	**731.32**	**659.25**
Market Value of Quoted Investment		13,28,004	13,28,004	784.64	773.43

17. INVENTORIES (REFER TO NOTE NO. 2.6 FOR INVENTORIES)

Inventories consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Raw Materials	64,176.09	92,975.02
Finished goods #	1,01,150.99	85,695.93
Stores, Spares, Fuel & Packing Material	8,835.80	7,176.65
Total	**1,74,162.88**	**1,85,847.60**

Raw Material and Finished Goods includes transit stock.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

18. TRADE RECEIVABLES

Trade Receivables consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, Considered Good	707.96	903.10
Unsecured, Considered Doubtful	-	-
Total (A)	**707.96**	**903.10**
Others		
Secured, Considered Good	47.41	102.18
Unsecured, Considered Good	24,853.10	30,552.69
Total (B)	**24,900.52**	**30,654.87**
Total (A+B)	**25,608.48**	**31,557.97**

- Debt due from Directors /Firm in which the Directors are interested ₹ 278.51 Lacs (P.Y. ₹ 126.29 Lacs)

19. CASH & BANK BALANCES

Cash & Bank Balances consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Cash & Cash Equivalents		
Balance with banks:		
In Current Accounts	1,512.55	350.94
In Deposit with original maturity of less than 3 months		-
In Unpaid Dividend Account	68.67	37.60
Cash in hand	181.85	231.30
Other Bank Balances		
Deposits with original maturity of more than 12 months but within 12 Months from the Balance Sheet Date	23.84	71.37
Deposits with original maturity of more than 3 months but less than 12 months	-	-
Total	**1,786.91**	**691.21**

20. SHORT-TERM LOANS & ADVANCES

Short-Term Loan & Advances consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Statutory Dues Recoverable	1,711.99	1,898.66
Prepaid Expenses	507.03	565.45
Others	69.76	71.22
Total	**2,288.78**	**2,535.33**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

21. OTHER CURRENT ASSETS

Other Current Assets consist of the following:

(₹ in Lacs)

Particulars	As at March 31, 2016	As at March 31, 2015
Foreign Exchange Gain/ (Loss) on Forward Contracts	(1.22)	80.86
Insurance Claim Recoverable	-	11.42
Income Receivable	1,216.16	613.86
Subsidy Receivable	203.06	51.88
Total	**1,418.00**	**758.02**

22. REVENUE FROM OPERATIONS
(REFER TO NOTE NO. 2.7 ON REVENUE RECOGNITION AND ACCOUNTING FOR SALES AND SERVICES)

Revenue From Operations consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Sale of Products		
Rice-Export	1,75,168.43	1,24,531.15
Rice-Domestic	1,38,997.38	1,69,650.05
Electricity Generation (Including CERs Sale)	8,322.84	5,848.00
Bran Oil- Domestic	3,810.07	2,974.03
Furfural -Export	1,329.18	291.38
Furfural -Domestic	518.82	444.55
Rice Bran- Domestic	2,117.07	1,645.32
Glucose- Export	-	6.90
Glucose- Domestic	286.50	75.10
Sale of Traded Products		
Seed-Domestic	1,420.75	2,738.31
By Products, Scrap & Others	4,000.63	3,163.75
Gross Revenue From Operation	**3,35,971.67**	**3,11,368.54**
Less: Excise Duty	87.17	67.38
Net Revenue From Operations	**3,35,884.50**	**3,11,301.16**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

23. OTHER INCOME

Other Income consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Warehouse Income	64.62	94.56
Gain / (Loss) on Sale / Revaluation of Securities	78.61	28.91
Interest Income	147.84	176.48
Dividend Income	38.26	25.44
Dividend from Subsidiary Company	8,840.00	-
Other Non- Operating Income	88.72	12.87
Total	**9,258.05**	**338.26**

24. COST OF MATERIALS CONSUMED

Cost of Material Consumed consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Paddy	1,53,756.91	1,68,413.45
Rice	1,06,039.94	64,455.70
Others	12,354.94	11,805.02
Total	**2,72,151.79**	**2,44,674.17**

25. PURCHASE OF TRADED GOODS

Purchase of Traded Goods consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Seeds	1,147.75	1,496.15
Total	**1,147.75**	**1,496.15**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

26. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS & STOCK IN TRADE

Changes in Inventories of Finished Goods , Work in Progress & Stock in Trade consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Stocks at the beginning of the year		
Rice	83,636.92	73,039.18
Seeds	1,239.00	1,788.33
Others	820.01	669.03
Total (A)	**85,695.93**	**75,496.54**
Less: Stocks at the end of the year		
Rice	99,552.85	83,636.92
Seeds	1,177.30	1,239.00
Others	420.84	820.01
Total (B)	**1,01,150.99**	**85,695.93**
Total (A-B)	**(15,455.06)**	**(10,199.39)**

27. EMPLOYEE BENEFITS EXPENSE (REFER TO NOTE NO. 2.10 ON TREATMENT OF EMPLOYEE BENEFITS)

Employee Benefits Expense consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Salaries, Wages, Bonus & Gratuity	5,935.22	5,075.76
Contribution to EPF and Other Funds	306.15	259.81
Total	**6,241.37**	**5,335.57**

28 FINANCE COSTS

Finance Costs Consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Interest Expenses		
On Term Loans	2,385.25	2,161.03
On Others	3,631.63	5,533.59
Total (A)	**6,016.88**	**7,694.62**
Bank Charges	222.05	247.31
Foreign Currency Fluctuation	96.22	144.16
Total (B)	**318.27**	**391.47**
Total Finance Cost (A+B)	**6,335.15**	**8,086.09**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

29. OTHER EXPENSES

Other Expenses consist of the following:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Power and Fuel	647.47	811.51
Consumption of Stores and Spares	848.70	700.07
Repairs and Maintenance		
Machinery	1,639.54	1,697.48
Buildings	246.05	134.05
Others	92.29	87.43
Land, Warehouse & Godown Rent	948.75	278.72
Fumigation Charges	426.24	258.06
Rice Sorting Charges - Job Work	60.55	18.13
Freight and Cartage	1,306.09	1,108.68
Travelling and Conveyance	393.67	376.30
Postage, Telegram and Telephones	69.96	80.11
Rent Office and Others	183.37	266.27
Legal and Professional Charges	240.10	156.40
Fees, Rates and Taxes	100.43	111.88
Vehicle Running & Maintenance	189.43	167.11
Insurance Charges	144.92	77.95
Payment to Auditors		
For Audit	18.32	17.98
For Tax Audit	2.86	2.81
For Taxation & Certification Work	1.72	1.69
Internal Auditor's Fees	32.50	20.22
Printing and Stationery	68.33	67.05
Testing & Inspection Charges	107.41	28.02
Charity and Donations	5.66	116.99
(Profit)/Loss on Sale of Fixed Assets	(8.97)	7.38
Freight on Sales	5,253.85	4,507.85
Clearing and Forwarding Charges	1,585.29	881.77
Sales and Business Promotion Expenses	339.70	118.08
Advertisement Expenses	4,078.56	2,673.15
Meeting and Seminar Expenses	257.59	210.49
Schemes, Incentives and Discounts on Sales	2,982.17	4,930.87
Commission and Brokerage Expenses	546.97	606.11
Taxes on Sales	326.33	494.77
Corporate Social Responsibility Expenditure	63.39	-
Other Miscellaneous Expenses	375.08	221.82
Total	**23,574.32**	**21,237.20**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

30. OTHER NOTES FORMING PART OF THE FINANCIAL STATEMENTS

30.01 Contingent liabilities not provided for in respect of :

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
(i) Claims Against The Company Not Acknowledged As Debts		
(a) Liability Relating to Bank Guarantee	152.97	1,189.28
(b) Disputed Liability in respect of Income Tax Demand in appeal	12.67	5.86
- Amount paid against disputed Income Tax appeal as ₹ Nil (P.Y. ₹ Nil)		
(c) Disputed liability relating to Sales Tax/VAT	11.45	8.63
- Amount paid against disputed Sales Tax/VAT appeal as ₹ 11.45 Lacs (P.Y. ₹ 8.63 Lacs)		
(d) Disputed Purchase Tax liability on paddy purchased in the course of exports*	905.49	905.49
- Amount paid against disputed purchase Tax liability under appeal ₹ 226.37 lacs (P.Y. ₹ 226.37 Lacs)		
(e) Disputed Liability in respect of additional demand of purchase tax on paddy**	1,417.40	-
- Amount paid against disputed purchase tax liability under appeal Rs. 492.55 Lacs (P.Y. Rs. Nil)		
(f) Others	28.24	28.24
- Amount paid against other Disputed liabilities is ₹ Nil (P.Y. ₹ Nil)		
Total	**2,528.22**	**2,137.50**

Note:

* The appeal is pending before Hon'ble VAT Tribunal, Punjab. As per the legal opinion the demand created by VAT department is arbitrary and the matter will be decided in favour of company.

** The appeal is pending before Hon'ble Deputy Excise and Taxation Commissioner (DETC), Punjab. As per the legal opinion the demand created by VAT department is arbitrary and the matter will be decided in favour of company.

30.02 Auditors Remuneration:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Auditors		
Audit Fees	18.32	17.98
Tax Audit Fees	2.86	2.81
Taxation Matters	10.77	1.69
Certification of other statements	2.53	0.90
Expenses including Boarding & Lodging	-	0.34
Total (A)	**34.48**	**23.72**
Cost Auditors		
Audit Fees	0.58	0.57
Expenses including Boarding & Lodging	0.05	0.16
Total (B)	**0.63**	**0.73**
Total (A+B)	**35.11**	**24.45**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

30.03 Brief Information on the Treatment of Amount Received on Forfeited Shares:

Subsequent to Introduction of Schedule III of Companies Act, 2013, the amount of ₹ 4.29 Lacs originally received against forfeited shares, earlier shown as addition to paid-up capital has been transferred to General Reserve in the preceding year 2014-15.

30.04 Details of movement in Provisions related to Income Tax and Wealth Tax in accordance with Accounting Standard AS-29:

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Income Tax		
Provisions as on April 1, 2015	50.09	299.63
Addition made during the Year	10,013.10	7,465.00
Adjustment/Reverse/Paid	(9,562.50)	(7,714.54)
Provisions as at March 31, 2016	**500.69**	**50.09**
Wealth Tax		
Provisions as on April 1,2015	5.73	5.29
Addition made during the Year	-	5.73
Adjustment/Reverse/Paid	5.73	(5.29)
Provisions as at March 31, 2016	**-**	**5.73**

30.05 In the opinion of the Board and to the best of their knowledge and belief, the valuation on realisation of current assets, loans and advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.

30.06 Value of raw materials, packing materials, spare parts and components consumed during the year:

Particulars	Percentage		Value(₹ In Lacs)	
	March 31, 2016	March 31, 2015	March 31, 2016	March 31, 2015
Raw Material				
Imported		-		-
Indigenous	100%	100%	2,59,796.85	2,32,869.15
Spare Parts, Components & Packing Materials				
Imported	0.12%	0.26%	13.65	31.40
Indigenous	99.88%	99.74%	11,500.00	12,074.11

30.07 A sum of ₹ 52.11 Lacs (P.Y. ₹ 283.84 Lacs) has been received from DMI through NABARD towards construction of rural godown and a sum of ₹ 203.06 Lacs (P.Y. ₹ 52.11 Lacs) is receivable from DMI through NABARD towards construction of rural godown. The entire grant so received / receivable has been deducted from the respective cost of the Capital Expenditure.

30.08 CIF value of Imports made during the year in respect of:

(₹ in Lacs)

Particulars	March 31, 2016	March 31, 2015
Components and Spare Parts	13.65	31.40
Capital Goods Purchased	889.21	343.21

30.09	**Earnings in Foreign Exchange on Mercantile basis:**	1,75,459.36	1,22,698.20
30.10	**F.O.B. Value of Exports:**	1,75,300.17	1,22,489.86

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

30.11 Expenditure in foreign currency on mercantile basis:

(₹ in Lacs)

Particulars	March 31, 2016	March 31, 2015
Foreign Travel & Other(Total)	17.96	-
-By Directors ₹ 2.00 Lacs (P.Y. ₹ Nil)		
Ocean Freight	1,516.43	1,993.90
Legal, Professional & Other charges	9.02	44.81
Selling & Distribution Expenses	200.46	18.59
Interest on Foreign Currency Loans	391.20	176.98
Others	240.59	130.17

30.12 Managerial Remuneration to Executive Directors:

(₹ in Lacs)

Particulars	March 31, 2016	March 31, 2015
- On Account of Salary	282.29	276.24
- On Account of Perquisites	1.98	12.78

(₹ in Lacs)

30.13	Payment of Insurance charges on account of Keyman Insurance policy:	46.00	26.00

(₹ in Lacs)

30.14	Unclaimed Dividend pending on account of non presentation of cheques, amount for Unclaimed Dividend has been kept in the separate accounts with Scheduled Bank	68.67	37.60

30.15 Remittance in Foreign Currency on account of Dividends:

(₹ in Lacs)

Particulars	March 31, 2016	March 31, 2015
(a) No. of Non-Resident shareholders	5	5
(b) No. of Equity Shares held by them	3,90,00,000	3,90,00,000
(c) Amount of Dividend paid (₹ in Lacs)	1,404.00	468.00
(d) Year to which the Dividend relates	2014-15 & 2015-16	2013-14

30.16 Amount Received in Foreign Currency on account of Dividends:

Particulars	March 31, 2016	March 31, 2015
(a) Name of the Company from whom dividend is Received	KRBL DMCC	KRBL DMCC
(b) Type of Company	Wholly Owned Subsidiary	Wholly Owned Subsidiary
(c) Amount of Dividend Received (In ₹ Lacs)	8,840.00	-
(d) Year to which the Dividend relates	2014-15 & 2015-16	-

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

30.17 There is no prior period item, which is considered material for the purpose of disclosure in accordance with the Accounting Standard AS-5 on "Net Profit or Loss for the period, Prior Period items and changes in Accounting Policies".

30.18 The Company has In-House R & D Centre, The details of revenue/capital expenditure incurred by the R&D Centre during the year is as under :

(₹ in Lacs)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
1) Revenue Expenditure charged to Profit & Loss Account		
i) Salary and other Benefits	282.87	270.16
ii) Others	86.44	87.50
Total	**369.31**	**357.66**
2) Capital expenditure shown under Fixed assets schedule	–	–
Grand Total (1+2)	**369.31**	**357.66**

30.19 Intangible Assets:

In accordance with Accounting Standard AS - 26 on 'Intangible Assets', ₹ 25.18 Lacs (P.Y.₹ 53.17 Lacs) have been capitalized on account of computer software development charge.

30.20 Corporate Dividend Tax:

In view of the amended provision of Section 115-O(IA)(i) of the Income Tax Act,1961, no provision of Corporate Dividend Tax has been made in the books of accounts as the Company has set-off declared Foreign Dividend from its Subsidiary Company against declare Dividend.

30.21 Earnings per Share (EPS):

EPS is calculated by dividing the profit attributable to the Equity shareholders by the average number of Equity Shares outstanding during the year. Number used for calculating basic and diluted earnings per equity is stated below:

Particulars	March 31, 2016	March 31, 2015
Profit After Tax (₹ in Lacs)	37,136.98	28,085.76
Weighted average number of Equity shares for Basic & Diluted	23,53,89,892	23,53,89,892
Nominal value per equity share (Amount in ₹)	1.00	1.00
Earnings per share (Basic & Diluted)	15.78	11.93

30.22 The Company has entered into lease agreement which are in the nature of operating leases as defined in the Accounting Standard (AS-19) in respect of leases:

A) Future minimum lease payment under non cancellable operating lease in respect of lease agreement

(₹ in Lacs)

- Not later than one year	779.35	-
- Later than one year but not later than five years	2,627.91	738.96
- Later than five years	551.56	-

B)	Lease payment recognised in the statement of Profit and Loss Account , in respect of operating lease agreement	717.08	309.24

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

C) Significant Leasing arrangement:

- The Company's significant leasing arrangements are in respect of operating lease taken for premises/godowns.
- The Company does not have any assets given on operating lease during the reporting period.

(i) Basis of determining contingent rent:

- Contingent rents are payable for excessive, improper or unauthorized use of the assets, beyond the terms of the lease agreement, prejudicially affecting the resale value of the asset, either by way of increase in lease rentals or by way of lump- sum amount, as agreed between the parties.

(ii) Renewal/purchase options & escalation clauses:

- Lease agreements are renewable for further period or periods on terms and conditions mutually agreed between the parties Variations in lease rentals are made in the event of a change in the basis of computation of lease rentals by the lessor.

(iii) There are no restrictions imposed by the lease arrangements, concerning dividends, additional debt and further leasing.

30.23 Segment Disclosure Accounting Standard AS - 17 for the year ended March 31, 2016. Figures in Brackets are in respect of previous year ended March 31, 2015:

(₹ in Lacs)

Particulars	Agri	Energy	Others	Unallocable	Total
Segment operating Revenue					
External	3,27,561.66	14,738.16			
	(3,05,453.00)	(11,254.00)			3,42,299.82
Less: Inter-Segment		6,415.32			(3,16,707.00)
		(5,406.00)			6,415.32
					(5,406.00)
Segment Result					
Profit / (Loss) before Tax and Interest	46,014.75	5,469.09			51,483.84
	(39,807.70)	(3,877.00)			(43,684.70)
Less : Interest				4,803.40	4,803.40
				(8,086.09)	(8,086.09)
Other Unallocable expenditure net of unallocable income				282.00	282.00
				(276.00)	(276.00)
Profit before Taxation					46,398.44
					(35,322.61)
Provision for Taxation - Current				10,013.10	10,013.10
				(7,465.00)	(7,465.00)
Tax Relating to Earlier Years				-	-
				(0.21)	(0.21)
Deferred Tax				669.27	669.27
				(228.36)	(228.36)
Mat Credit Entitlement				(1,420.91)	(1,420.91)
				-	-
Profit after Taxation				37,136.98	37,136.98
				(28,085.76)	(28,085.76)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(₹ in Lacs)

Particulars	Agri	Energy	Others	Unallocable	Total
Other Information					
Segment Assets - As at March 31	2,37,312.78	61,492.28			2,98,805.06
	(24,8,449.36)	(51,459.92)			(2,99,909.28)
Segment Liabilities - As at March 31	1,15,449.87	24,790.19			1,40,240.06
	(1,53,329.60)	(20,679.25)			(174,008.85)
Capital Expenditure including CWIP	3,403.88	13,738.76			17,142.64
	(13,418.30)	(9,786.48)			(23,204.78)
Depreciation	2,805.83	2,198.53			5,004.36
	(3,363.37)	(2,176.73)			(5,540.10)
Non Cash Expenses (Other than depreciation)	-	-			-
	(113.72)	(0.05)			(113.77)

Geographical Segment	March 31, 2016	March 31, 2015
Segment Assets		
India	2,81,195.13	2,81,687.37
Middle East	13,883.45	14,911.79
Other Than Middle East	3,726.48	3,310.12
Total	**2,98,805.06**	**2,99,099.28**
Segment Revenue		
India	1,59,386.88	1,86,471.60
Middle East	1,47,749.58	98,551.66
Other Than Middle East	28,748.04	26,277.90
Total	**3,35,884.50**	**3,11,301.16**

a) The business groups comprise of the following:

- Agri - Agri commodities such as rice, Furfural, seed, bran, bran oil, etc.
- Energy - Power generation from wind turbine, husk based power plant & solar power plant.

b) The Geographical segments considered the following disclosures:

- Sales within India
- Sales outside India

a) Middle East

b) Other than Middle East

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

30.24 Related Party Disclosures Accounting Standard AS-18:

A) Related parties and their relationship :

1) Subsidiary Company : KRBL DMCC

: K B Exports Pvt. Ltd.

2) Key Management Personnel :

Mr. Anil Kumar Mittal	:	Chairman & Managing Director
Mr. Arun Kumar Gupta	:	Joint Managing Director
Mr. Anoop Kumar Gupta	:	Joint Managing Director
Mr. Ashok Chand	:	Whole Time Director
Ms. Priyanka Mittal	:	Whole Time Director
Mr. Rakesh Mehrotra	:	Chief Financial Officer
Mr. Raman Sapra	:	Company Secretary

3) Independent Non-Executive Directors :

Mr. Ashwani Dua	:	Non Executive & Independent Director
Mr. Devendra Kumar Agarwal	:	Non Executive & Independent Director
Mr. Shyam Arora	:	Non Executive & Independent Director
Mr. Vinod Ahuja	:	Non Executive & Independent Director

4) Employee benefit plans where there in significant influence :

KRBL Limited Employees Group Gratuity Trust

5) Relatives of Key Management Personnel :

Mrs. Preeti Mittal	:	Wife of Mr. Anil Kumar Mittal
Mrs. Anulika Gupta	:	Wife of Mr. Arun Kumar Gupta
Mrs. Binita Gupta	:	Wife of Mr. Anoop Kumar Gupta
Mr. Ashish Mittal	:	Son of Mr. Anil Kumar Mittal
Mrs. Neha Gupta	:	Daughter of Mr. Arun Kumar Gupta
Mr. Kunal Gupta	:	Son of Mr. Arun Kumar Gupta
Mrs. Avantika Gupta	:	Wife of Mr. Kunal Gupta
Mrs. Rashi Gupta	:	Daughter of Mr. Anoop Kumar Gupta
Mr. Akshay Gupta	:	Son of Mr. Anoop Kumar Gupta
Mrs. Anushree Gupta	:	Wife of Mr. Akshay Gupta
Mr. Ayush Gupta	:	Son of Mr. Anoop Kumar Gupta
Mrs. Sanchi Jain	:	Wife of Mr. Ayush Gupta
Anil Kumar Mittal HUF	:	Mr. Anil Kumar Mittal is Karta of HUF
Arun Kumar Gupta HUF	:	Mr. Arun Kumar Gupta is Karta of HUF
Anoop Kumar Gupta HUF	:	Mr. Anoop Kumar Gupta is Karta of HUF
Bhagirath Lal Gupta HUF	:	Mr. Anil Kumar Mittal is Karta of HUF
Banwari Lal Bhagirath Lal HUF	:	Mr. Anil Kumar Mittal is Karta of HUF

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

6) Enterprises over which key management personnel are able to exercise significant influence :

Khushi Ram Behari Lal	:	Partnership Firm in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Partners
KRBL Foods Ltd.	:	Public Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta, Mr. Anoop K. Gupta, Mrs. Preeti Mittal, Mrs. Anulika Gupta & Mrs. Binita Gupta are Directors
KRBL Infrastructure Ltd.	:	Public Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta, Mr. Anoop K. Gupta, Mrs. Preeti Mittal, Mrs. Anulika Gupta & Mrs. Binita Gupta are Directors
Aakash Hospitality Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
Adwet Warehousing Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
Anurup Exports Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
Holistic Farms Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
India Gate Foods Pvt. Ltd. (Formerly K B Foods Pvt Ltd.)	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta, Mr. Anoop K. Gupta, Ms. Priyanka Mittal, Mr. Ashish Mittal & Mr. Kunal Gupta are Directors.
Padmahasta Warehousing Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
Radha Raj Ispat Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta, Mr. Anoop K. Gupta, Mrs. Anulika Gupta, Mrs. Binita Gupta & Ms. Priyanka Mittal are Directors
Radha Raj Infrastructure Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta, Mr. Anoop K. Gupta, Mr. Ashwani Dua, Mr. Manav Dua & Mr. Balbir Kapoor are Directors
Radha Raj IT City & Parks Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
Radha Raj Logistics Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta & Mr. Anoop K. Gupta are Directors
Solid Infradevelopers Pvt. Ltd.	:	Private Limited Company in which Mr. Anil K. Mittal, Mr. Arun K. Gupta, Mr. Anoop K. Gupta & Mr. Sanjeev Gupta are Directors

B) Transactions with the related parties :

(₹ in Lacs)

Particulars	Enterprises over which significant influence exercised by key management personnel		Key Managerial Persons (Including Relatives)		Subsidiary Company		Total	
	Year Ended March 31,2016	Year Ended March 31,2015	Year Ended March 31,2016	Year Ended March 31,2015	Year Ended March 31,2016	Year Ended March 31,2015	Year Ended March 31,2016	Year Ended March 31,2015
Purchase of goods/fixed assets	-	533.49	-	-	-	-	-	533.49
Sale of goods/ fixed assets	717.74	1,309.63	-	-	153.20	253.19	870.94	1,562.82
Rent/Vehicle Hire Charges paid by the Company	678.08	232.75	41.88	79.38	-	-	719.96	312.13
Dividend paid	1,004.90	330.25	3,978.94	1,326.31	-	-	4,983.83	1,656.56
Dividend received	-	-	-	-	8,840.00	-	8,840.00	-
Interest Paid	131.19		-	-	-	-	131.19	-
Loans Taken	-	-	1,425.00	3,500.00	-	-	1,425.00	3,500.00
Remuneration on A/c of Salary & Perquisites	-	-	362.82	341.68	-	-	362.82	341.68

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

C) Balance Outstanding at the end of the Financial Year:

Receivable (Payable) on account of goods sale / services rendered	(1,932.00)	(2,903.66)	-	-	278.51	126.29	(1,653.48)	(2,777.37)
Receivable on account of Security deposit	971.00	971.00	-	-	-	-	971.00	971.00
Payable on account of Loans Taken	-	-	4,925.00	3,500.00	-	-	4,925.00	3,500.00

Notes: (1) Amount written off or written back in respect of dues from or to related parties is ₹ Nil (P.Y. ₹ Nil)

(2) Loan & Advances (without repayment schedule) given to subsidiary i.e. KRBL DMCC , Dubai and K B Exports Private Limited, which is outstanding as on March 31,2016 ₹ Nil (P.Y. ₹ Nil). Maximum outstanding balance during the Year ₹ Nil (P.Y. ₹ Nil) as interest free loan.

30.25 Employee Benefits Accounting Standard AS-15 (Revised):

a) The Company has determined the liability for Employee benefits as at March 31, 2016 in accordance with revised Accounting Standard AS-15 issued by ICAI - Employee defined benefits.

b) Following information are based on report of Actuary.

(₹ in Lacs except as stated)

S. No.	Defined benefit plans:-	Year Ended March 31, 2016		Year Ended March 31, 2015	
		Gratuity (Funded)	Leave Encashment (Unfunded	Gratuity (Funded)	Leave Encashment (Unfunded
A	**Components of Employee Benefit**				
	1 Current Service Cost	62.59	30.82	45.70	20.54
	2 Interest cost	37.19	20.09	29.60	13.84
	3 Expected return on plan assets	(28.92)	-	(25.17)	-
	4 Net Actuarial (gain) / loss recognised during the year	100.90	82.99	49.51	79.40
	5 Total expense recognised in the Statement of Profit & Loss A/c	171.76	133.90	99.64	113.78
B	**Actual return on plan assets**				
	1 Expected return on plan assets	28.92	-	25.17	-
	2 Actuarial gain / (loss) on plan assets	(4.03)	-	29.20	-
	3 Actual return on plan assets	24.89	-	54.37	-
C	**Reconciliation of obligation and fair value of assets**				
	1 Present value of the obligation	(621.34)	(364.12)	(459.68)	(248.35)
	2 Fair value of plan assets	447.03	-	357.49	-
	3 Funded status [surplus / (deficit)]	(174.31)	(364.12)	(102.19)	(248.35)
D	**Change in present value of the obligation during the year ended March 31, 2016**				
	1 Present value of obligation as at April 1, 2015	45 9.68	248.35	317.95	148.65
	2 Current service cost	62.59	30.82	45.70	20.54
	3 Interest cost	37.19	20.09	29.60	13.84
	4 Benefits paid	(34.99)	(18.13)	(12.27)	(14.08)
	5 Actuarial (gain) / loss on plan assets	96.87	82.99	78.70	79.40
	6 Present value of obligation as at March 31, 2016	621.34	364.12	459.68	248.35

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(₹ in Lacs except as stated)

S. No.	Defined benefit plans:-	Year Ended March 31, 2016		Year Ended March 31, 2015	
		Gratuity (Funded)	Leave Encashment (Unfunded	Gratuity (Funded)	Leave Encashment (Unfunded
E	**Change in Assets during the year ended March 31, 2016**				
	1 Fair value of plan assets as at April 1, 2015	357.49	-	270.42	-
	2 Expected return on plan assets	28.92	-	25.18	-
	3 Contribution made	99.64	-	44.96	-
	4 Benefits paid	(34.99)	-	(12.27)	-
	5 Actuarial gain / (loss) on plan assets	(4.03)	-	29.20	-
	6 Fair value of plan assets as at March 31, 2016	447.03	-	357.49	-
F	**The major category of plan assets as a percentage of total plan**				
	Gratuity : 93% invested with Central Govt / State Govt / State Govt. Securities / Public sector bonds / Fixed Deposit with PSU Banks.				
	Leave Encashment : Unfunded				
G	**Actuarial Assumptions**				
	1 Discount rate	7.95%	7.95%	8.09%	8.09%
	2 Expected rate of return on plan assets	7.95%	NA	8.09%	NA
	3 Mortality	Indian Assured Lives Mortality (2006-2008) Ultimate	Indian Assured Lives Mortality (2006-2008) Ultimate	Indian Assured Lives Mortality (2006-2008) Ultimate	Indian Assured Lives Mortality (2006-2008) Ultimate
	4 Salary escalation	5.50%	5.50%	5%	5%

c) Gratuity is administered by an approved gratuity fund trust

d) Amount recognised as an expense in respect of defined benefits plan as under :

(₹ in Lacs)

S. No.	Particulars	Year Ended March 31, 2016		Year Ended March 31, 2015	
		Gratuity (Funded)	Leave Encashment (Unfunded	Gratuity (Funded)	Leave Encashment (Unfunded
1	Contribution to Gratuity Fund	171.76	-	99.64	-
2	Gratuity paid directly	-	-	-	-
3	Leave Encashment	-	133.90	-	113.78
Total		**171.76**	**133.90**	**99.64**	**113.78**

30.26 Change in Accounting Practice:

The Company has adopted component accounting as required under Schedule II to the Companies Act, 2013, from April 1, 2015. Now, the company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset having useful life that is materially different from that of the remaining asset. These components are depreciated over their useful lives; the remaining asset is depreciated over the life of the principal asset.

There is no material impact on account of change of the aforesaid accounting policy on the financial statements of the Company.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

30.27 As required under Accounting Standard AS-11 the Company has Outstanding Forward contracts as on March 31, 2016 and there is Marked to Market (MTM) unrealized gain/(loss) on forward contracts of ₹ 1.22 Lacs (P.Y. ₹ 80.86 Lacs), which has been accounted for accordingly in the books of accounts.

Derivative Instruments

(a) Outstanding forward exchange contracts as at March 31, 2016 entered by the Company for the purpose of hedging its foreign currency exposures are as under:

Currency	Cross Currency	Buy	Sell
US Dollar	Indian Rupee	₹ Nil (P.Y. ₹ Nil)	₹ 815.19 Lacs (P.Y. ₹ 3,325.88 Lacs)

(b) Foreign currency exposure recognized by the Company that have not been hedged by a derivative instrument or otherwise as at March 31, 2016 are as under:

Particulars	₹ In Lacs		USD in Lacs	
	March 31, 2016	March 31, 2015	March 31, 2016	March 31, 2015
i) Receivables in Foreign Currency -Sundry Debtors	18,055.04	5,106.24	272.53	94.73
ii) Payables in Foreign Currency -Sundry Creditors	-	-	-	-

Apart from above Company has foreign currency Liability (PCFC/Advances received from customers/ECB) of ₹ 35,704.45 Lacs (P.Y. ₹ 74,105.46 Lacs) at the year end and as per Accounting Standard AS-11 the effect of change in foreign exchange gain/(loss) as on March 31,2016 amounting to ₹ (305.19 Lacs) {P.Y. ₹ (32.46 Lacs)} has been taken to profit & loss account.

30.28 During construction phase, company temporarily invest its surplus funds out of the term loan availed to reduce the cost of capital or for other business reasons. However subsequently the same are utilized for the stated objective.

30.29 The company has reclassified and regrouped previous year figure wherever considered necessary.

30.30 The figures are rounded off to nearest rupees in Lacs.

30.31 The Consolidated Financial Statements of the company and its subsidiaries are enclosed separately in accordance with Accounting Standard AS-21 "Consolidated Financial Statements"

for **and on behalf of the Board of Directors**

Annexure to our Report of Date

for **Vinod Kumar Bindal & Co.**
Chartered Accountants

Sd/-
Vinod Kumar Bindal
Proprietor
Firm Regn. No. 003820N, M. No. 80668

Sd/-
Anoop Kumar Gupta
Joint Managing Director
DIN-00030160

Sd/-
Raman Sapra
Company Secretary
M. No. 29044

Sd/-
Anil Kumar Mittal
Chairman & Managing Director
DIN-00030100

Sd/-
Rakesh Mehrotra
Chief Financial Officer
M. No. 84366

Place: Noida, Uttar Pradesh
Date: May 26, 2016

KRBL Limited
WORLD'S LARGEST RICE MILLERS
& BASMATI RICE EXPORTERS

2 SAAL KA KAMAAL

INDIA GATE
BASMATI RICE

Saath Badhega,
Swaad Badhega

KRBL Limited

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