



# SC AGROTECH LIMITED

(FORMERLY KNOWN AS: SHEEL INTERNATIONAL LTD.)

CIN No. : L01122DL1990PLC042207

Regd. Address : RZ-1484/28, Ground Floor, Tughlakabad Extn., New Delhi-110019

E-mail : sheel102@gmail.com, info@scagrotech.com, Web.: www.scagrotech.com

Ph : 011-65699900, Fax : 011-29993450 Mob: 9654056648

Date : 20/10/2018

To,

Listing Department/Department of Corporate relations

BSE Limited

PJ Towers

Mumbai-400051

Scrip Code: 526081

Sub: Submission of Annual report under Regulation 34(1) of SEBI (LODR) 2015

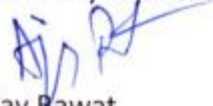
Pursuant to the provisions of Regulations 34(1) of SEBI (LODR) Regulation, 2015 We are enclosing soft copy of Annual report for the period 2017-18, being approved and adopted in the ensuing Annual General Meeting held on 29<sup>th</sup> September 2018.

This is for your information and record.

Thanking You

FOR SC Agrotech Limited

(Formerly known as Sheel International Ltd)

  
Ajay Rawat  
Company Secretary



Encl: Soft copy of Annual Report 2017-18

# **28th Annual Report 2017-18**



***SC AGROTECH LIMITED***



**SC Agrotech Limited**  
**(Formerly Known as Sheel International Ltd.)**  
**28<sup>th</sup> Annual Report 2017-18**

**Company Information:**

**Board of Directors** : Sh. Nitin Maheshwari- **Executive Director**  
: Sh. Anil Kumar **Independent Director**  
: Sh. Shashi Ranjan kumar **Independent Director**  
: Mrs. Nayadita Sharma **Independent /Woman Director**

**Company Secretary Cum Compliance officer** : Sh. Ajay Rawat

**Statutory Auditor** : M/s Manoj Sangeeta & Associates  
**Chartered Accountant**  
405, 4th floor siddharth building, 96  
Nehru place, new delhi-110019

**Regd. Address** : RZ-1484/28, Ground Floor, Tughlakabad Ext. New Delhi-110019  
**Contact Details** Email id: [sheel102@gmail.com](mailto:sheel102@gmail.com), Ph: 011-65699900, Contact No. 09654056648  
Website: [www.scaagrotech.com](http://www.scaagrotech.com)

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**NOTICE**

Notice is hereby given that the 28<sup>th</sup> Annual General Meeting of the Members of SC Agrotech Limited (formerly Known as Sheel International Limited) will be held on Saturday, 29<sup>th</sup> day of September, 2018 at Community Hall, Pracheen Shiv Mandir, Jallan Muhalla, Tughlakabad, New Delhi- 110044 at 10.00 A.M to transact the following business.

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited financial Statement of the Company for the Financial Year Ended as on 31<sup>st</sup> March 2018 with reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Sh. Nitin Maheshwari (DIN 03459767) who retire by rotation and being eligible offer himself for re-appointment.
3. To Ratify the appointment of Statutory Auditors M/s. Manoj Sangeeta & Associates, (FRN: 021873N) a firm of Chartered accountant, New Delhi to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting at a remuneration to be decided by the Board of Directors.

**SPECIAL BUSINESS:**

4. **To Appoint Mr. SHASHI RANJAN KUMAR (DIN : 08041225) as an Independent Director and in this regard to consider and if thout fit, to pass the following resolution as an Ordinary Resolution :**

Resolved that pursuant to Section 149, 150,152,160 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, read with Schedule IV of the Companies Act, 2013 and as per Articles of Association of the Company, Mr. Shashi Ranjan Kumar (DIN : 08041225), appointed vide Board meeting dated 08/01/2018 as a Independent Director (Additional Director) of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 be and is hereby appointed as and Independent Director of the Company to hold office for a period of Five years from 08/01/2018 or till such earlier date as may be determined by any applicable statutes, rules, regulations and he shall not be liable to retire by rotation.

**Registered Office :**

RZ-1484/28,GF,,  
Tughlakabad Ext.  
New Delhi-110019  
Date 29.05.2018

**By Order of the Board of Directors**

For SC Agrotech Ltd.  
(formerly known as Sheel International Ltd.)  
sd/-  
Nitin Maheshwari  
(Executive Director)

**NOTES:-**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/herself. The proxy need not be a member. The instrument appointing proxy should however be deposited at the registered office of the Company not later than 48 hours before the commencement of the meeting.
2. A person can act as proxy on behalf of members not exceeding fifty(50) and holding in aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent 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 or any other person or shareholder.
3. An explanatory statement pursuant to Section 102 of the Companies act 2013 with respect to the special Business set out in the notice is annexed herewith.
4. Corporate members intending to send authorized representative to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the meeting.
5. The Register of Member and Share Transfer Books of the Company will remain closed from the 23<sup>d</sup> day of September, 2018 to 29<sup>th</sup> day of September, 2018(both days inclusive).
6. Members/ proxies should bring the admission slip duly filed in for attending the Meeting along with their copy of the report and financial statement.



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- 7 Shareholders seeking any information with regard to accounts are requested to write to the Company at least ten days in advance so as to enable the Company to keep the Information ready.
- 8 The Company has entered into agreement with national Securities Depository Ltd (NSDL) and Central Depository Service (India) Ltd. (CDSL) for the dematerialization of securities. The Shareholder can have their shares dematerlised through depositories.  
(Members desiring to have their shares in dematerlised form may send their share certificate through their depository participants, to the Registrar & Share Transfer Agent of the Company M/s Skyline Financial Services Pvt. Ltd D-153/A, 1<sup>st</sup> floor Okhla Industrial Area, Phase-1, New Delhi-110020 Tel No. 011-40450193-97.
- 9 Individual members holding Shares in physical form on their own behalf singly or jointly can make nomination for their holding. The nomination form will be made available on request. The members holding shares in dematerialized form may contact their depository Participants for recording of the nomination for their holding. Members Holding Shares in the same (S) under different folio(s) are requested to apply for consolidation of such folios by sending relevant share certificates.
- 10 ` Members holding the shares in physical form are requested to notify immediately the change of their address and bank particulars to the R&T Agent of the Company. In case shares held in dematerlized form, the information regarding change of Address and Bank particular should be given to their respective Depository Participant.
- 11 The Ministry of Corporate Affairs(MCA) Has Taken a 'Green Initiative in the Corporate Governance" by allowing paperless compliance by the Companies vide Circular dated 21<sup>st</sup> April 2011. Accordingly the Service of documents made through electronic mode will be deemed as sufficient compliance for the purpose of section 20 of the Companies Act 2013.
- 12 To support the Green Initiative of the Government, it is proposed to send all shareholders communications including Notices, Annual Reports and other communications through Email. For above purpose, we request you to send Email confirmation to our Registrar & Transfer Agent(RTA) mentioning your name, DP/customer ID of Folio number and your Email id of or communication and also inform any Change in the Email Addresses.

#### Voting Process

##### Voting through Electronic Means

- I. Pursuant to regulation 44 of the SEBI(Listing Obligation and Disclosure Requirements) regulation, 2015, Listing Agreement with Stock Exchange, and provisions under Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies ( management and Administration ) Amended Rules, 2015, the Company is pleased to provide its shareholders facility to exercise their right to vote on resolution proposed to be passed in the Meeting by electronic means through e-voting platform provided by Central Depository Services(India) Limited (CDSL) the members may cast their votes using an electronic system from a place other than venue of the meeting ('remote e-voting').
- II. The member who have cast their vote by remote e-voting prior to the meeting may attend their meeting but shall not be entitled to cast their vote again.
- III. The remote e-voting period commences on 26<sup>th</sup> September, 2018(10.00 AM) and ends on 28<sup>th</sup> September 2018 (5.00pm). During this period members of the Company, holding shares either in physical form or in dematerlized form, as on the cut-off date of 22<sup>th</sup> September, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- IV. 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.
- V. 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.
- VI. The process and manner for remote e-voting are as under:
  - (i) The voting period begins on 26<sup>th</sup> September 2018 (10.00 A.M) and ends on 28<sup>th</sup> September 2018(05.00 P.M). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22<sup>th</sup> September 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - (iii) Click on Shareholders / Members
  - (iv) Now Enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
  - (v) Next enter the Image Verification as displayed and Click on Login.



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- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the M/s SC AGROTECH LIMITED on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**Office :**

RZ-1484/28,GF,,  
Tughalakkabad Ext.  
New Delhi-110019

**By Order of the Board of Directors**

For SC Agrotech Ltd.  
(formerly known as Sheel International Ltd.)  
sd/-  
Nitin Maheshwari  
(Executive Director)

**EXPLANATORY STATEMENT**

The Following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013("Act") set all material Facts relating to the Business mention at Item No 5 of the accompanying notice:

**Item No 4:**

**To Appoint Mr. SHASHI RANJAN KUMAR (DIN : 08041225) as an Independent Director and in this regard to consider and if thout fit, to pass the following resolution as an Ordinary Resolution :**

Mr. Shashi Ranjan Kumar (DIN : 08041225), appointed vide Board meeting dated 08/01/2018 as a Independent Director (Additional Director) of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 be and is hereby appointed as and Independent Director of the Company to hold office for a period of Five years from 08/01/2018 .

*None of the Director is interested in said resolution.*



**SC Agrotech Limited**  
**(Formerly Known as Sheel International Ltd.)**  
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**DIRECTOR'S REPORT**

**TO THE MEMBERS**  
**SC AGROTECH LIMITED**

*(Formerly known as Sheel international Ltd)*

Your Directors have Pleasure in Presenting the 28<sup>th</sup> Annual Report together with audited statement of accounts for the year ended 31<sup>st</sup> March, 2018.

**Financial Performance:-**

(Amount in Rs.)

Particulars	As on 31.03.2018	As on 31.03.2017
<b>Income</b>		
Revenue from operations (gross)	7229250	5734500
Other Income	7200000	6775975
<b>Total Revenue</b>	<b>14429250</b>	<b>12510475</b>
<b>Expenses</b>		
Purchase	7943780	6198016
Employee benefits expense	3881769	3251782
Finance Cost	3979	3500
Depreciation and amortization expenses	141068	141068
Other expenses	2012377	2525365
<b>Total Expenses</b>	<b>13982973</b>	<b>12120433</b>
<b>Profit (loss) before exceptional and extraordinary items and tax</b>	<b>446277</b>	<b>390744</b>
<b>Less: Exceptional Items &amp; Current Tax</b>		
1. Prior Period Tax Credit	85040	74460
2. Current year tax Exp	(85040)	(74460)
<b>EARLIER YEARS</b>		<b>(76)</b>
<b>DEFERRED TAX</b>	<b>65855</b>	<b>241</b>
<b>Total Exceptional Items &amp; Current year Tax</b>	<b>----</b>	<b>----</b>
<b>Profit/ (loss) after Tax and exceptional Items</b>	<b>380422</b>	<b>389877</b>

**OPERATIONS AND FUTURE PLANS :**

The operations for the year under review show Profit before tax of Rs. 446277

**DIVIDEND :**

In view of the past track of the financial position of the company not to earn much more profits and its occurred loss since last several year company is not in the position is to distribute Dividend to its shareholders.

**Share Capital:**

There is no change in the Authorised Share Capital and paid up Share Capital of the Company during the previous year.

**DIRECTORS / Company Secretary:**

- In pursuant to Section 152 of the Companies Act, 2013 Mr. Nitin Maheshwari retires by rotation at the ensuing Annual General Meeting and being eligible offer himself for re-appointment. The board recommended their re-appointment.
- Sh. Mahesh Chandra Acharya retired from the Position of Directorship of the Company W.e.f. 08<sup>th</sup> January 2018.
- Mr. Shashi Ranjan Kumar (DIN : 08041225), appointed vide Board meeting dated 08/01/2018 as a Independent Director (Additional Director) of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 be and is hereby appointed as and Independent Director of the Company to hold office for a period of Five years from 08/01/2018



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➤ **DIRECTORS' RESPONSIBILITY STATEMENT:**

*The Directors responsibility statement pursuant to section 134 (5) of the Companies Act, 2013 is annexed there to*

*Directors have pleasure to State:*

- i) That in the preparation of the annual accounts for the financial year ended 31st March 2018 the applicable accounting standards has been followed along with proper explanations if any relating to material departures.*
- ii) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and the Profit/ Loss of the Company for the year under review.*
- iii) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.*
- iv) That the Directors have prepared the annual accounts ongoing concern basis.*
- v) That the Directors , have laid down the Internal Financial control to be followed by the Company and that such internal Financial Controls are adequate and were operating effectively.*
- vi) That the Director have devised proper system to ensure compliance with the provision of all applicable law that such system was adequate and operating effectively.*

**SECRETARIAL AUDIT REPORT**

*Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and remuneration of managerial persons ) rules, 2014, the Company has appointed Mr. Dillip Chandra Maharathi ( CP No. 13496) M/s D. Maharathi & Associates, company Secretaries to undertake the Secretarial Audit of the Company for the financial period 2017-18.*

*The Secretarial Audit report for the financial period ended 31<sup>st</sup> march, 2018 is attached as Annexure –I of this Board's report. The Secretarial Audit report does not contain any qualification, reservation or adverse remark.*

**FIXED DEPOSITS:**

*During the year under review, neither any fixed deposit has been invited nor any fixed deposit have been renewed by the Company under the provisions of section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 1975 from the public.*

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUT GO.**

*Statement pursuant of Section 134 (3) (m) of the Company Act, 2013 are annexed hereto and forming part of the report.*

**CORPORATE GOVERNANCE AND COMPLIANCE CERTIFICATE:**

*The Company has taken adequate steps to adhere to all the stipulations laid down under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. A report on Corporate Governance included as a part of this Annual Report is given in Annexure-X*

**LISTING AGREEMENTS REQUIREMENTS:**

*The company is listed with the BSE and the Compliance under the Listing Agreement (SEBI LODR) 2015 is being done on time. The Trading of the Equity are available at BSE and our shareholder are requested to demat their equity and use normal trading at Bombay Stock Exchange though NSDL/CDSL. You company ISIN No INE895E01017.*



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**AUDITORS :**

*M/s Manoj Sangeeta & Associates, Chartered Accountant (FRN: 021873N) New Delhi , Auditors of the Company retire at the ensuing Annual General Meeting. They have expressed their willingness for reappointment. The Board recommends their reappointment.*

**ACKNOWLEDGEMENT:**

*The Board expresses its gratitude to the Government Authorities, Financial Institutions and Bankers for their continued and valuable support and co-operation extended to the Company. The Board also gratefully acknowledged the support extended by the suppliers, Investors, dealers, Shareholders of Company. The Board also wish to place on records their sincere appreciation of the wholehearted co-operation extended and the valuable contribution made by the employees of all levels. Your directors sincerely thank all members for supporting us during the difficult days. We look forward to your continued support and reiterate that we are determined to ensure that the plans are successfully implemented.*

**FOR AND ON BEHALF OF THE BOARD**  
**For SC AGROTECH LIMITED**  
**(Formerly Known as Sheel International Limited)**

**Date: 29.05.2018**  
**Place: New Delhi**

*sd/-*  
**Nitin Maheshwari**  
**Executive/Whole Time Director**

**ANNEXURE TO THE DIRECTOR'S REPORT**

*Information Under Section 134 (3) (m) of the Companies Act, 2013 read with Company (Disclosure of Particulars in the Report of the Directors) Rule, 1988 and forming part of the Directors Report for the year ended 31<sup>st</sup> March 2018.*

**1. CONSERVATION OF ENERGY:**

*Your Company has not consumed any kind of energy during the year as the operation of the Plant has been suspended since 1998.*

**2. RESEARCH AND DEVELOPMENT AND TECHNOLOGY ABSORPTION**

*The operation of the Company has been suspended since 1998 there for the company has not import any technologies.*

**3. FOREIGN EXCHANGE EARNING AND OUTGO.**

*Foreign Exchange Earning and outgo during the year is NIL.*

**SECRETARIAL AUDIT REPORT (MR-3)**

**Annexure-I**

**FOR THE FINANCIAL YEAR ENDED 31.03.2018**

***(Pursuant to Section 204(1) of the Company Act, 2013 and rule No.9 of the Company Act (Appointment and remuneration personal Rune, 2014)***

To,  
The Members,  
SC Agrotech limited  
(Formerly known as Sheel International Ltd)  
Sheel International Limited  
Regd. Add: RZ-1484/28, GF,  
Tughlakabad Ext.  
New Delhi-110019

*We have conducted the secretarial audit of the Compliance of applicable statutory provision and adherence to good corporate practices by SC Agrotech limited hereinafter called the company (formerly known as Sheel International Limited.) Secretarial Audit was conducted in manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing of opinion there on.*

*Based on our verification of the Company M/s SC Agrotech limited 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 authorised representative during the conduct of Secretarial*



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Audit , We hereby report that in my opinion , the company has , during the Audit period covering the financial year ended 31<sup>st</sup> March 2018 complied with the Statutory Provision listed hereunder and also that the Company has proper Board –Process and compliance mechanism in place to the extent , in the manner and subject to the reporting made here in after :

We have examined the books, papers , minutes books, forms and returns filed and other records maintained by the Company M/s SC Agrotech limited for the financial year ended on 31st March, 2018 according to the provision of :

- (i) The Companies Act, 2013 (the Act) and the rules made there under:
- (ii) The Securities Contract (regulation Act, 1956 and the rules made there under
- (iii) The Depository Contract Act, 1996 and the Regulation and bye laws framed there under;
- (iv) The following regulation and Guidelines prescribed under the Securities and Exchange Board of India (substantial Acquisition of Shares and takeover ) Regulation, 2011
  - (a) The Securities and Exchange Board of India (substantial Acquisition of Shares and takeover )Regulation , 2011:
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading)Regulation , 1992.
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure requirement) Regulation, 2009;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme Guideline, 1999;
  - (e) The Securities and Exchange Board of India (Issue and Listing and Debt Securities Regulation ,2008
  - (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Company Act and dealing with client;
  - (g) The Securities and Exchange Board of India (delisting of Equity Shares )Regulation, 2009 and
  - (h) The securities and Exchange Board of India( Buy Back of Securities ) Regulation, 1998

I have also examined compliance with the applicable of clause of the Following :

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
  - (ii) The Listing Agreement entered into by the Company with the Stock Exchange
- During the period under review the Company has complied with the Provision of the Act, Rules, regulations, guidelines, standards etc. mentioned above subject to the following observations:

I further report that The Board of Director of the Company is duly constituted with proper balance of Executive Directors , , three Independent Directors including One woman Director. The Change in composition of the Board of Director that took place during the period under review were carried out in compliance with the Provisions of the Act.

Adequate Notice is given to all Director to schedule the Board Meeting, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exist for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members views are captured and recorded as part of the minutes.

I further report that there are adequate system and process in the company commensurate with the size and operation of the company to monitor and ensure compliance with applicable laws, rules, regulation and guidelines.

I further report that during the Audit period the Company has not made any public /Right/ Preferential Issue of shares/Debenture /Sweat Equity Shares during the period under review.

1. No Buy Back of Securities is being done .
2. No redemption /Buy Back of Securities has been done during this financial year ended 31.03.2018
3. No Dividend has been paid during the financial year.
4. All Compliance has been done on timely basis.
5. Maintaining adequate Board and appointed Woman Director and Independent Director in the board as per applicable provision of the Companies Act 2013.

*For D. Maharathi & Associates*  
*Sd/-*  
*Dillip Maharathi*  
*Company Secretary*



**SC Agrotech Limited**  
**(Formerly Known as Sheel International Ltd.)**  
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**CORPORATE GOVERNANCE:  
REPORT ON CORPORATE GOVERNANCE**

Annexure -X

[Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

“Corporate Governance refers to the set of systems, principles and processes by which Company is governed. They provide the guideline as to how the Company can be directed or controlled so as to fulfill its goals and objectives in a manner that adds to the value of the Company and benefit to all the stakeholders in the long term. Strong and improved Corporate Governance practices are indispensable in today’s competitive world and complex economy.”

**BOARD OF DIRECTORS:**

The Board of Directors of the Company Comprises of four Directors including one Executive Director and three –Independent Directors including one woman Director. The Board consist of eminent persons with considerable professional expertise and experience in the Business of Agriculture, Marketing finance, Audit,etc.

During FY 2017-18, Six (6) Board Meetings were held. The details of Directors, their attendance at Board Meetings and at the previous Annual General Meeting of the Company are, given below:

Date of Board Meeting held: 29.05.2017, 14.08.2017, 13.11.2017, 08.01.2018, 14.02.2018, 23.03.2018 and the gap of the Two board meeting is not more than four month(120 days).

Name of Director	DIN	Category	Board Meeting (Attend)	Whether presented in the Previous AGM held on 29.09.2017 Y for Yes, N for No.
Sh. Nitin Maheshwari	03459767	Executive Director / WTD	6	Y
Sh. Nayadita Sharma	07156814	Woman Director/Independent Director	6	N
Sh. Anil kumar	07215544	Independent Director	6	Y
Sh. Sashi Ranjan Kumar	08041225	Independent Director	2	Y
Sh. Ajay Rawat	NA	Company Secretary	6	Y
Sh. Mahesh Chandra Acharya*	05330042		3	Y

\*Mr.Mahesh chnadra Acharyab has been resigned from the Board w.e.f. 08<sup>th</sup> January 2018  
The Composition and Category of Director as on 31.03.2018 is as follows.

Name of Director	Designation	Change/resignation	Category
Sh. Nitin Maheshwari	Executive Director		Whole Time Director
Sh. Mahesh Chandra Acharya	Director	Resigned on 08.01.2018	Independent Director
Sh. Sashi Ranjan Kumar	Director	Appointment as on 08.01.2018	Independent Director
Sh Anil kumar	Director		Independent director
Smt. Nayadita Sharma	Woman director		Independent/Woman Director
Sh. Anil kumar	Director		Independent director

**Code of conduct:**

The Company has already implemented a Code of Conduct for all Board Members and Senior Managements of the company in compliance with Regulation 27 of the (Listing Obligation and Disclosure Requirement), Regulation -2015. But, since the operations of the Company were not much more ,the application of the code of conduct was limited to that extent.

**AUDIT COMMITTEE:**



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Pursuant to the SEBI (LODR) Regulation, 2015, set up the Audit Committee for the financial year 2017-18 and the total strength of the Audit Committee is Three(3). The said committee was constituted to exercise powers and discharge function as stipulated in Regulation 27 of LODR, 2015 of the Listing Agreement, and other relevant statutory and regulatory provisions.

The constitution of the Audit Committee and the attendance of each member of the Committee for the financial year 2017-18 is given below:-

Name of the Members	Designation
Nitin Maheshwari	Executive Director
Shashi Ranjan Kumar	Independent Director
Anil Kumar	Independent Director

**REMUNERATION COMMITTEE:**

Pursuant to the SEBI (Listing Obligation & Disclosure Requirement), Regulation, 2015, set up the Remuneration Committee for the financial year 2017-18 and the total strength of the Remuneration Committee is Three(3) Board has constituted Remuneration committee in the year 2017-18.

Name of the Members	Designation
Nitin Maheshwari	Executive Director
Anil Kumar	Independent Director
Shashi Ranjan kumar	Independent Director

**SHARE HOLDERS / SHARE TRANSFER COMMITTEE:**

Under Regulation 20(1) & (2) of SEBI (Listing Obligation & Disclosure Requirement), Regulation, 2015, set up the Stake Holder Committee for the financial year 2017-18 and the total strength of the Stake Holder Committee is Three. Board has constituted stake holder committee. In the year 2017-18. The Company has redressed all the Complaints/ grievances within the stipulated times.

The Committee recommended the inter-alia, approved issue of duplicate Certificate, Consolidation, Splitting of Equity Shares and such other matter incidental there to its Registrar Share Transfer Agent M/s Skyline financial Services Private Limited, New Delhi to do all the share holders complaints and share transfer, Demat Confirmation, & Dematerialization of the equity on behalf of the company.

**SEBI COMPLAINTS REDRESS SYSTEM (SCORES)**

The Company Process the investor complaints received by it through a computerised complaint redressal system. The Salient feature of this system are centralized database of all complaints, online movement of complaints to the concerned entities and online upload of action taken reports (ATRs) by the concerned entities by electronic mode in SCORES. submitted through SEBI Complaints Redress system (SCORES).

The Status of the total complaints received during the FY 2017-18 is as follows -

Type	No of Complaint
Complaints received from the shareholder through SEBI and other statutory body	0
Complain received from shareholder direct to the company	Nil
Complaints redressed out of the above	0
Pending Complaints received as on 31.03.2018	Nil

**Compliance of Insider Trading Norms:**

Company has adopted the code of internal procedures and thus complies with the insider trading norms.

General Shareholder's information

AGM, date, time, and Venue	Date	Time
Community Hall, Pracheen Shiv Mandir, Jalan Muhalla, Tughlakabad Village, New Delhi-110044	29.09.2018	10:00 AM

**Financial year ending :- 31.03.2018.**

**Book closure date: - 22<sup>nd</sup> September 2018 to 29<sup>th</sup> September, 2018 (both the days inclusive)**

Listing on stock exchanges. Bombay Stock Exchange ISIN No INE895E01017.

Other Information:

Share holdings of Directors (name)	No. of Shares
------------------------------------	---------------



Sh. Nitin Maheshwari

100

- a) Director retiring by rotation / reappointment: Sh Nitin Maheshwari  
 b) The ISIN for the dematerialized share of the company is (ISIN No). INE895E01017  
 c) Share transfer system: Share Transfer activity is being done by RTA M/s Skyline Financial Services Pvt. Ltd Address at D-153A, Okhla Phase 1, New Delhi-110020  
 e) Plant Location: City - Aurangabad, , Shyana Road Buland Shahar, Uttar Pradesh  
 f) Registered Address; Rz-1484/28 Ground floor Tughlakabd Extn New Delhi-110019  
 E-mail id of the Company: info@scagrotech.com Email id of the Compliance officer: Sheel102@gmail.com  
 Telephone No: 011-65699900; Mobile No 8766249710 Website: www.scagrotech.com

**STATEMENT SHOWING DISTRIBUTION OF EQUITY SHARES AS ON :31.03.2018**  
**SC AGROTECH LIMITED**

**DISTRIBUTION OF 59950000 EQUITY SHARE CAPITAL AS ON :31/03/2018**  
**Nominal Value of Each Share : Rs. 10**

Share or Debenture holdin (Rs.)	Number of Shareholders	% to Total Numbers	Share or Debenture holdin (Rs.)	% to Total Amount
1	2	3	4	5
Up To 5,000	17410	95.56	22771940	37.98
5001 To 10,000	531	2.91	4581990	7.64
10001 To 20,000	173	0.95	2730530	4.55
20001 To 30,000	42	0.23	1063460	1.77
30001 To 40,000	19	0.1	680050	1.13
40001 To 50,000	15	0.08	710550	1.19
50001 To 1,00,000	9	0.05	593500	0.99
1,00,000 and Above	19	0.1	26817980	44.73
<b>Total</b>	<b>18218</b>	<b>100</b>	<b>59950000</b>	<b>100</b>

**Share price movements:**

The Trading of equity shares of the company under the Trade to Trade category and traded at Bombay Stock Exchange only. The Data related to the Price movement are available on the Bombay Stock Exchange website where the script is listed and traded.

**SHARE HOLDING PATTERN AS ON 31.03.2018**

Category	No of Share Holders	No. of shares	% of equity	Physical	Dematerialization
<b>Promoter Group</b>					
Individual	6	2212664	36.91	Nil	2212664
Body Corporate	3	150900		Nil	150900
<b>Total : A</b>	<b>9</b>	<b>2363564</b>	<b>39.43%</b>	<b>Nil</b>	<b>2363564</b>



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<b>Public Holding</b>	<b>1</b>	<b>100</b>	<b>Nil</b>	<b>100</b>	<b>Nil</b>
<b>Financial</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Institutional</b>					
<b>Non Institutional</b>	<b>18159</b>	<b>3604556</b>	<b>60.12%</b>	<b>3111400</b>	<b>493156</b>
<b>Individual</b>					
<b>Body Corporate/HUF/NRI</b>	<b>49</b>	<b>26780</b>	<b>0.45%</b>	<b>13000</b>	<b>13780</b>
<b>Total: B (%)</b>	<b>18209</b>	<b>3631436</b>	<b>60.57</b>	<b>3124400</b>	<b>506936</b>
				<b>(52.12%)</b>	<b>(8.45 %)</b>
<b>Total A + B</b>	<b>18218</b>	<b>5995000</b>	<b>100.00 %</b>	<b>3124400</b>	<b>506936</b>
				<b>(52.12%)</b>	<b>(47.36%)</b>

*Outstanding GDRs/ADRs/Warrants or any Convertible instruments, Conversion date and likely impact on equity –NIL*  
*Conversion date and likely impact on Equity Shares-Nil*

**AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members,  
SC Agrotech Limited

(Formerly Known as Sheel International Ltd)

We have examined the compliance of the conditions of Corporate Governance by SC AGROTECH LIMITED (Formerly Known as Sheel International Ltd) for the year 31<sup>st</sup> March 2018 as stipulated in Regulation 27 of SEBI LODR, 2015 of the Listing Agreement with the Stock Exchanges.

The Compliance of the 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 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 all compliance with the conditions of the Corporate Governance as stipulated in the above mentioned listing agreement.

We state that majority of the investor grievances were attended within one month as per maintained by the company.

We further state that such compliance is neither a 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.

Place: New Delhi  
Date: 29.05.2018

For Manoj Sangeeta & Associates  
Chartered Accountant  
(Frn-021873N)  
Sd/-

Manoj Kumar  
Membership No.098161

**PRACTISING COMPANY SECRETARIES CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members,  
SC Agrotech Limited  
(Formerly Known as Sheel International Ltd)

We have examined the compliance of the conditions of corporate Governance by SC Agrotech Limited ( Formerly Known as Sheel International Limited) for the year ended March 31, 2018 as in Regulation 27 of SEBI LODR, 2015 of the Listing Agreement of the Company.



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The compliance of the conditions of Corporate Governance is the responsibility of the management. Our Examination was limited to procedure and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statement of the Company.

In our opinion and to the best of our information and according to the explanation given to us, and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that such compliance is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the company.

For Sanjiv Nigam & Associates  
Practicing Company Secretaries

Sd/-

Dillip Maharathi  
Company Secretary-  
M.No-24955  
CP No.13496

**EXTRACT OF ANNUAL RETURN (MGT-9)**

**As on the financial year ended 31.03.2018**

**{Pursuant to section 92(3) of the Companies act, 2013 and rule 12(1) of the companies (Management and Administration) Rule, 2014}**

**I. Registration and Other Details:**

1)	CIN	L01122DL1990PLC042207
2)	Registration Date	28/11/1990
3)	Name of The company	SC Agrotech Ltd (Formerly Known as Sheel International Ltd)
4)	Category/Sub-Category of the Company	Company Limited by Shares/Non Government Company
5)	Address of the Registered office and contact Details	Rz-1484/28, Ground Floor, Tughlakabad Ext, New Delhi-110019
6)	Whether listed company Yes/No	Yes(BSE)
7)	Name, Address and contact Details of Registrar and Transfer Agent, If any	Skyline Financial Services Ltd D-153/A, 1st floor, Okhla Industrial Area, Phase-1, New Delhi-110020 Ph No. 011-26812682

**II. Principal Business Activities of The Company**

All the Business activities contributing 10 % or more of the total turnover of the company shall be stated:-

S.No	Name and Description of Main Products/Services	NIC code of the Product/Service	% to total turnover of the company
1.	Banana Plants & other plants	9961112	100

**III. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)**

**(i) Category-wise Share holding**

Sr No	Category of Holder	Number of Share held beginning of the year 01.04.2017				Number of Shareheld at the end of the year 31.03.2018				% change during the year
		Demat	Physical	Total	% of Total	Demat	Physical	Total	% Total Shares	
A	<b>Indians</b>									
	Shareholding of Promoter & promoter company									
1	Indian									
a)	Individual/Huf	2208214	0	2208214	36.83	2212664	0	2212664	36.91	-0.08
b)	Cent.Govt./State.Govt.	0	0	0	0	0	0	0	0	0
c)	Body corporates	150900	0	150900	2.52	150900	0	150900	2.52	0
e)	FII/BANKS	0	0	0	0	0	0	0	0	0
f)	Any other.specify								0	0
	Sub total (A)(1)	2359114	0	2359114	39.35	2363564	0	2363564	39.43	-0.08
2	Foreign									0



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a)	Individual/NRI	0	0	0	0	0	0	0	0	0
b)	Body Corporates	0	0	0	0	0	0	0	0	0
c)	Institutional	0	0	0	0	0	0	0	0	0
d)	Any other , Specify	0	0	0	0	0	0	0	0	0
	Sub total (A)(2)	0	0	0	0	0	0	0	0	0
	<b>Total Shareholding Promoters &amp; Promoters Group=A(1)+A(2)</b>	<b>2359114</b>	<b>0</b>	<b>2359114</b>	<b>39.35</b>	<b>2363564</b>	<b>0</b>	<b>2363564</b>	<b>39.43</b>	<b>-0.08</b>
B	Public Shareholding	0	0	0	0	0	0	0	0	0
I	Institutional	0	0	0	0	0	0	0	0	0
a)	MF/UTI	0	0	0	0	0	0	0	0	0
b)	FII/BANKS	100	0	100	0	100	0	100	0	0
c)	Cent.Govt./State.Govt.	0	0	0	0	0	0	0	0	0
d)	Any others, Specified	0	0	0	0	0	0	0	0	0
	<b>Sub-Total B(1)</b>	<b>100</b>	<b>0</b>	<b>100</b>	<b>0</b>	<b>100</b>	<b>0</b>	<b>100</b>	<b>0</b>	<b>0</b>
B2	Non Institutional									
(a)	Body corporate	7530	15900	23430	0.39	6700	13000	19700	0.33	0.06
(b)	Individual	0	0	0	0	0	0	0	0	0
i	Individual Shareholders Holding Nominal Share Capital up to Rs 2 lakh	259670	3116600	3376270	56.32	285622	3088300	3373922	56.28	0.04
ii	Individual Shareholders holding nominal share capital in excess of Rs2 Lakh	206885	23200	230085	3.84	207534	23100	230634	3.85	0.01
(C)	Any other (specify)(NRI)	0	0	0	0	1000	0	1000	0	0
(C-i)	HUF	6001	0	6001	0.1	6080	0	6080	0.1	0
(C-ii)	Clearing Member	0	0	0	0	0	0	0	0	0
	<b>Sub-Total(B)(2)</b>	<b>480086</b>	<b>3155700</b>	<b>3635786</b>	<b>60.65</b>	<b>506936</b>	<b>3124400</b>	<b>3631336</b>	<b>60.57</b>	<b>0.08</b>
(B)	<b>Total Public Shareholding(B1+B2)</b>	<b>480186</b>	<b>3155700</b>	<b>3635886</b>	<b>60.65</b>	<b>507036</b>	<b>3124400</b>	<b>3631436</b>	<b>60.57</b>	<b>0.08</b>
	<b>Total(A)+(B)</b>	<b>2839300</b>	<b>3155700</b>	<b>5995000</b>	<b>100.00</b>	<b>2870600</b>	<b>3124400</b>	<b>5995000</b>	<b>100.00</b>	<b>0</b>
(c)	Share held by Custodians and against which Depository Receipts have been issued	0	0	0	0	0	0	0	0	0
1	Promoter an Promoter group	0	0	0	0	0	0	0	0	0
	Public	0	0	0	0	0	0	0	0	0
	Sub-Total(C)	0	0	0	0	0	0	0	0	0
	<b>Grand Total(A)+(B)+(C)</b>	<b>2839300</b>	<b>3155700</b>	<b>5995000</b>	<b>100.00</b>	<b>2839300</b>	<b>3155700</b>	<b>5995000</b>	<b>100.00</b>	<b>0</b>

**(ii) Share Holding of Promoters**

Sr.No	Shareholders Name	Shareholding at the beggning of the year 01.04.2017			Shareholding at the end of the year 31.03.2018			% Change in share holder during the year
		No. of Shares	% of total share of the company	% of shares pledge	No. of Shares	% of total share of the company	% of shares pledge	
1	Sanjay Chandak	108713	1.81	0	108713	1.81	0	0
2	Sanjay Chandak HUF	12362	0.21	0	12362	0.21	0	0
3	S.N Chandak(huf)	38998	0.65	0	38998	0.65	0	0
4	Sumeet Chandak	79800	1.33	0	79800	1.33	0	0
5	Sheela Maheshwari	648980	10.83	0	648980	10.83	0	0
	Satya Narayan Chandak	1319361	22.01	0	1323811	22.08	0	0.07
7	Vitro Biotechnologies Ltd	46900	22.01	0	46900	22.01	0	0



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8	Jayshee Investments Ltd.	4000	0.78	0	4000	0.78	0	0
9	Sheel Biotech Ltd	100000	0.07	0	100000	0.07	0	0
	<b>Total</b>	<b>2359114</b>	<b>39.35</b>	<b>0</b>	<b>2359114</b>	<b>39.43</b>	<b>0</b>	<b>-0.07</b>

(iii) **Change In promoter's Shareholding(please specify, if there is no change)- Not Applicable-**

Sr.No	Shareholders Name	Shareholding at the beginning of the year 01.04.2017		Shareholding at the end of the year of the year 31.03.2016		% Change in share holder during the year
		No. of Shares	% of total share of the company	No. of Shares	% of total share of the company	
1	S.N CHANDAK	1319361	22.01	1323811	22.08	0.07

(iv) **Share holding pattern of top ten share holders(other than Directors, Promoters and Holders of GDRs and ADRs):**

Sl.No		Share Holding at the beginning of the year 01.04.2016		Share holding at the end of the year 31.03.2017		% Change in share holding during the year
		No. of Shares	% of the Shares	No of Shares	% of Total Shares	
	<b>For Each of the Top 10 Share holders</b>					
1.	Alka Jindal	129750	2.16	129750	2.16	0
2.	Vimal Jindal	52800	0.88	52800	0.88	
3.	Sumita chandak	24335	0.41	24984	0.42	-0.01
4.	Anand Prakash Singh	23200	0.39	23100	0.39	0
5.	Dharmendra Kumar Bhadaya	14500	0.24	14500	0.24	0
6.	Rajender Kumar Chaudhary	14500	0.24	14500	0.24	0
7.	Shiv Ram	13600	0.23	13600	0.23	0
8.	Manoj Kumar behera	11600	0.19	11600	0.19	0
9.	Bipin Dhiraj Lal Goda	11100	0.19	11100	0.19	0
10.	Saud Hasan Tungekar	13200	0.22	11000	0.18	0.04

(v) **Share holding of Director and key Managerial Personnel:**

Sr. No		Shareholding at the beginning of the year 01.04.2016		Shareholding at the end of the year of the year 31.03.2017		% Change in share holder during the year
		No. of Shares	% of total share of the company	No. of Shares	% of total share of the company	
	<b>For Each of the Director &amp; KMP</b>					
1.	Nitin Maheshwari-Director	100	0.00	100	0.00	-

(vi) **Indebtness (Rs In lakhs)**

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>				<b>NIL</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition				



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* Reduction	
<b>Net Change</b>	
<b>Indebtedness at the end of the financial year</b>	
i) Principal Amount	
ii) Interest due but not paid	
iii) Interest accrued but not due	
<b>Total (i+ii+iii)</b>	

(vii) **Remuneration of Director and KMP:**

**A. Remuneration to Managing Director, Whole time Director and/or Manager:**

SI No	Particular of Remuneration	Name Of The Md/Wtd/Manager	Total Amt
1.	<b>Gross salary</b>	<b>NIL</b>	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(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	Others, Please Specify		
	<b>Total(A)</b>		
	<b>Celing as per the Act</b>		

**A. REMUNERATION TO OTHER DIRCETOR**

SI No.	Particular of remuneration	Name of Directors			Total Amount
1.	<b>Independent Directors</b>	<b>Anil kumar</b>	<b>Nayadita Sharma</b>	<b>Shashi Ranjan kumar</b>	
	Fee for attending board committee meetings	10000	10000	10000	30000
	Commission	0	0	0	0
	Others, please specify	0	0	0	0
	Total (1)	0	0	0	0
2.	<b>Other Non-Executive Directors</b>				
	Fee for attending board committee meetings	0	0	0	0
	Commission	0	0	0	0
	Others, please specify	0	0	0	0
	Total (2)	0	0	0	0
	Total (B)=(1+2)	0	0	0	0
	Total Managerial Remuneration	0	0	0	0
	Overall Ceiling as per the Act	0	0	0	0

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

SI No	Particular of Remuneration	KEY MANAGERIAL PERSONNEL			
		CEO	CS	CFO	Total



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1.	Gross salary		3.70 lakhs		3.70 lakhs
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (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	Others, Please Specify				
	Total(A)				
	Celing as per the Act				

**(Vii). Penalties/Punishment/Compounding of offences:.**

	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)	Section of the Companies Act
<b>A. COMPANY/DIRECTORS</b>						
Penalty						
Punishment						
Compounding						
<b>OTHER OFFICERS IN DEFAULT</b>						
Penalty						
Punishment						
Compounding						

**NIL**

=====X=====

**Internal control System:**

We have good internal control system which is commensurate with size of the company.

**Human relations**

We are in dairy industry therefore confidence of public with regards to the product is growing day to day but diversification in agriculture sector will strengthen human relation directly or Indirectly effect the Farmers interest/ and growth in social environment.

**Financial Performance with respect to Operational Performance as on 31.03.2018**

Particulars	As on 31.03.2018	As on 31.03.2017
<b>Income</b>		
Revenue from operations (gross)	7229250	5734500
Other Income	7200000	6775975
<b>Total Revenue</b>	<b>14429250</b>	<b>12510475</b>
<b>Expenses</b>		
Purchase	7943780	6198016
Employee benefits expense	3881769	3251782
Finance Cost	3979	3500
Depreciation and amortization expenses	141068	141068
Other expenses	2012377	2525365
<b>Total Expenses</b>	<b>13982973</b>	<b>12120433</b>
<b>Profit (loss) before exceptional and extraordinary items and tax</b>	<b>446277</b>	<b>390744</b>
<b>Less: Exceptional Items &amp; Current Tax</b>		



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1. Prior Period Tax Credit	85040	74460
2. Current year tax Exp	(85040)	(74460)
<b>EARLIER YEARS</b>		<b>(76)</b>
<b>DEFERRED TAX</b>	<b>65855</b>	<b>241</b>
<b>Total Exceptional Items &amp; Current year Tax</b>	<b>----</b>	<b>----</b>
<b>Profit/ (loss) after Tax and exceptional Items</b>	<b>380422</b>	<b>389877</b>

**Caution:**

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. These are based on certain assumptions and expectations of future events. The Company does not guarantee that these assumptions and expectations are accurate or will be realized. The actual results or performance could differ materially from those expressed or implied. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of any subsequent developments, information or events.

**CEO / CFO CERTIFICATE**

To  
The Board of Directors  
SC Agrotech Limited  
(Formerly Known as Sheel International Limited)

**C E R T I F I C A T E**

I have reviewed the financial results and the cash flow statement of SC AGROTECH LIMITED Formerly known as Sheel International Limited for the financial year ended 31 March 2018, and certifies that:

- (a) These results and statements, to the best of my knowledge and belief:
- (i) Do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) Present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of my knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) I accept responsibility for establishing and maintaining internal controls and have evaluated the effectiveness of the internal control systems of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls of which I am aware, and the steps taken and proposed to be taken to rectify these deficiencies.
- (d) I have also indicated to the Auditors and the Audit committee:
- (i) Significant changes in the internal controls with respect to financial reporting during the year;
  - (ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (iii) To the best of my knowledge and belief, there are no instances of fraud involving either the Management or employees having a significant Role in the Company's internal control systems with respect to financial reporting.

Place : New Delhi  
Date: 29.05.2018

For SC Agrotech Limited  
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Sd/-  
Nitin Maheshwari  
Executive Director



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**DECLARATION – COMPLIANCE WITH THE CODE OF CONDUCT**

*In accordance with Regulation 27 of SEBI, Listing Obligation and Disclosure Requirement, Regulation 2015 of the Listing Agreement with the Stock Exchanges, Sh. Nitin Maheshwari, Whole Time Director /CEO of the company, hereby declare that the Board Members and senior Management Personnel have affirmed compliance with the said Code of Conduct, as mentioned in this report, for the year ended 31.03.2018.*

**Place : New Delhi**

**Date: 29.05.2018**

**FOR SC AGROTECH LIMITED**

**(Formerly Known as Sheel International Limited)**

*Sd/-*

**Nitin Maheshwari**

**Executive Director**

**INDEPENDENT AUDITOR'S REPORT**

To,  
The Members of  
SC Agrotech Ltd,  
(Formerly known as Sheel International Ltd.)  
Delhi

*Report on the Financial Statements*

*We have audited the accompanying financial statements of SC Agrotech Ltd ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss for the year and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.*

*Management's Responsibility for the Financial Statement*

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

*Auditor's Responsibility*

*Our responsibility is to express an opinion on these 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 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 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, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial control 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 Company's Directors, as well as evaluating the overall presentation of the financial statements.*

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

*Opinion*

*In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 31 March 2018 and its profit for the year ended on that date.*

*Report on Other Legal and Regulatory Requirements*



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- 1- As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure "A" a statement on the matters specified in the paragraph 3 and 4 of the 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 and the company does not have any branches from which it is required to obtain proper returns adequate for the purpose of this audit.
  - (c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) The observation or comments by the auditor has not any adverse effects on the financial statement of the company.
  - (f) On the basis of the written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of Section 164(2) of the Act.
  - (g) With respect to the adequacy of the internal financial controls over financial reporting the company and operating effectiveness of such controls, refer to our separate report in annexure "B".
  - (h) There is no such qualification or adverse remarks regarding maintenance of accounts and other matters therewith.
  - (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. On the basis of written representations received from management as on March 31, 2018, The Company is not involved in any litigations pending as at 31st March 2018 on its financial positions in its financial statements.
    - ii. The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT**

(Annexure Referred to in paragraph (1) of "Report on Other Legal and Regulatory Requirements "of the Independent Auditors' Report of even date to the members of SC Agrotech Ltd. on the financial statements for the year ended on March 31, 2018.)

- i. (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of Fixed Assets.
- (b) The fixed assets have been physically verified by the management during the year, which in our opinion is reasonable, having regard to the size of the Company and the nature of fixed assets. No material discrepancies were noticed during the year on such physical verification.
- (c) The title deeds of immovable property are held in the name of company.
  - ii. Physical verification of inventory has been carried out during the year at reasonable intervals by the management. Proper records of its inventories have been maintained and no material discrepancies were noticed.
- iii. According to information and explanation given to us the Company has neither granted any loan secured or unsecured to companies, firms and LLPs or other parties covered in the register maintained under section 189 of the Companies Act, 2013 hence other Para(a), (b) and (c) of this clause is not applicable.
- iv. In respect of Loans, Investments, Guarantees and Security, the provisions of section 185 & 186 of the Companies Act, 2013 has been complied with.
- v. The Company has not accepted any deposit during the year within the meaning of Section 73 to Section 76 of the Companies Act, 2013 read with the Rules framed there under, therefore the provisions of the Companies (Auditors Report) order, 2016, are not applicable to the company.
- vi. The Central Govt. has not prescribed the maintenance of cost records as per section 148 (1) of the Companies Act 2013 for any of the service rendered/trading business by the company.
- vii. a) According to the information and explanation given to us and on the basis of our verification of records of the company, the company is generally regular in depositing with appropriate authorities undisputed applicable statutory dues, including value added tax, Service tax, cess and any other statutory dues applicable to it. According to the information and explanation given to us there are no material undisputed amounts payable in respect of statutory dues which have remained outstanding as on March 31st, 2018 for a period of more than six months from the date from which they became payable.  
b) According to the records of the company and information and explanation given to us there are no dues of sales tax or wealth tax or duty of customs or duty of excise or value added tax or cess which has not been deposited on the account of dispute with appropriate authorities
- viii. According to the records of the company examined by us and the information and explanation given to us, the company has not defaulted in repayment of dues to any financial institution or bank or debenture holder.
- ix. The Company has not raised any money through initial public offer (including debt instruments) and no term loan has been taken during the year.
- x. There is no any fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the year.



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- xi. The company has paid remuneration to directors which are under the limit of section 197 of the Companies Act, 2013.*
- xii. The clause is not applicable.*
- xiii. All the transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 and applicable details have been disclosed in financial statements etc.*
- xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.*
- Xv The company has not entered into non cash transactions with directors or persons connected with him and there are no contraventions to section 192 of the Companies Act, 2013.*
- xvi. The Company is not required to be registered under section 45-IA of the RBI Act, 1934 and registration procedure is not applicable.*

**Annexure B to the Auditors' Report**

**Report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

*We have audited the internal financial controls over financial reporting of SC Agrotech Ltd. (Formerly known as Sheel International Ltd. ('the Company')) as of 31 March 2018 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 Companies Act, 2013.*

**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 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 were 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 auditors' judgment, 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 authorizations of the Management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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**



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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 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 31 March 2018, 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.

**COMPANY INFORMATION**

SC Agrotech Limited (Formerly known as Sheel International Ltd.) (the company) is a limited company domiciled in India. Company had been incorporated in 28.11.1990 and listed in Delhi Stock Exchange and Bombay Stock Exchange. Nature of business of company is growing & harvesting of plant and trading of plant.

**Note No. 1**

**SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**a) Basis of Preparation**

The Financial statements have been prepared in accordance with Indian Accounting Standards (hereinafter referred as "IndAS") as notified under section 133 of Companies Act, 2013 ('the Act') read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and companies (Indian Accounting Standards) Amendment Rules, 2016.

These financial statements for the year ended 31st March, 2018 are the first the Company has prepared under Ind AS. For all periods upto and including the year ended 31st March, 2017, the Company prepared its financial statements in accordance with the accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (hereinafter referred to as 'Previous GAAP') used for its statutory reporting requirement in India immediately before adopting Ind AS. The financial statements for the year ended 31st March, 2017 and the opening Balance Sheet as at 1st April, 2016 have been restated in accordance with Ind AS for comparative information. Reconciliations and explanations of the effect of the transition from Previous GAAP to Ind AS on the Company's Balance Sheet, Statement of Profit and Loss and Statement of Cash Flows are provided in note 3. The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements, including the preparation of the opening Ind AS Balance Sheet as at 1st April, 2016 being the 'date of transition to Ind AS'. All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities. Transactions and balances with values below the rounding off norm adopted by the Company have been reflected as "0" in the relevant notes in these financial statements.

**Basis of measurement**

These financial statements are prepared under the historical cost convention unless otherwise indicated.

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable.

in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

(a) Measurement and likelihood of occurrence of provisions and contingencies

(b) Recognition of deferred tax assets

(c) Key assumptions used in discounted cash flow projections

(d) Intangibles

b) Revenue Recognition



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Revenue is primarily derived from selling Agro products and from franchisee fees. Revenue from sale of goods is recognized when all the significant risks and rewards of ownership in the goods are transferred the buyer as per the terms of the contract, the Company retains no effective control of the goods transferred to a degree usually associated with ownership and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods. Sales are recognized net of trade discounts, rebates,

Franchisee fee has been accounted on accrual basis.

- c) **Provisions and Contingent liabilities**  
A provision is recognized if, as a result of a past event, the group has a present legal obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provision is determined by the best estimate of the outflow of economic benefits will be required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.
- d) **Retirement/ Post retirement benefits**  
The company has the employee less than statutory limit as per prescribed by various Statutory Acts and requirement of AS 15 and no contribution to ESI or PF has been made during the year and no provision of any other fund has been created during the year.

**Trade receivable and Loans**

Trade receivables are initially recognised at fair value. As per management valuation technique, all debtors has been considered good and no such provision for doubtful debts has been required or impairment or expected credit loss has been required to be recognised.  
Property, Plant and Equipment:

Property, plant and equipment is stated at acquisition cost net of accumulated depreciation and accumulated impairment losses, if any. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Statement of Profit and Loss during the period in which they are incurred.

Depreciation is provided on a pro-rata basis on the straight line method based on estimated useful life prescribed under Schedule II to the Companies Act, 2013 with the exception of the following: •

plant and equipment has not been depreciated due to expiration of useful lives as per sch III to the companies act, 2013.

Freehold land is not depreciated. And owner occupied property has been described as property plant and equipments due to difference of opinion in investment property and the owner occupied property does not qualify the definition under INDAS 40 of investment property and has been shown as property plant and equipment but as per management decision, depreciation has not been charged. Upon first-time adoption of Ind AS, the Company has elected to measure all its property, plant and equipment at the Previous GAAP carrying amount as its deemed cost on the date of transition to Ind AS i.e., 1st April,2016

- e) **Intangible Assets**  
Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Basically the expenditure on trade mark has been identified as value of intangible goods and does not represent the cost of this asset so that the expenses incurred on registration and other administrative expenses has been amortized at 1/10 basis to spread the cost among 10 years..

- f) **Depreciation and amortization**  
Depreciation on tangible assets is provided on the straight line method over the useful lives of assets estimated by the management. Depreciation for assets purchased/sold during a period is proportionately charged. Intangible Assets are amortized over their respective individual estimated useful life on a straight line basis, commencing from the date the asset is available to the group for use.

ASSET CLASS	Useful lives
Factory Building RCC Frame	60 Years
Intangible - Trade Marks	10 Years

- g) **Income Taxes:**

Income tax expense for the year comprises of current tax and deferred tax.

It is recognised in the Statement of Profit and Loss except to the extent it relates to a business combination or to an item which is recognised directly in equity or in other comprehensive income. Current tax is the expected tax payable/receivable on the taxable income/ loss for the year using applicable tax rates at the Balance Sheet date, and any adjustment to taxes in respect of previous years. Interest income/ expenses and penalties, if any, related to income tax are included in current tax expense.



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Deferred tax is recognised in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. A deferred tax liability is recognised based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted, or substantively enacted, by the end of the reporting period.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised. Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority

**h) Foreign Currency Transactions**

No foreign currency transactions have been occurred or happened during the year and there is no outflow or inflow of foreign currency.

**i) Cash and Cash Equivalents**

Cash and Cash Equivalents comprise cash and cash-on-deposit with banks and financial institutions. The group considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

**j) Use of Estimates**

The preparation of the financial statements in conformity with the generally accepted accounting principles requires that the management makes estimates and assumptions that effect the reported amounts of assets and liabilities, disclosures of contingent liabilities as at the date of financial statements, and the reporting amounts of revenue and expenses during the reported period. Actual results could differ from those estimates.

**k) Segment Reporting**

Accounting Standard - 17 "Segment Reporting" issued by "The Institute of Chartered Accountants of India" is not applicable to this company as the company does not have any branches or segment for which this Accounting Standard can be applied during the year.

**l) Earnings Per Share**

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

Particulars	2017-18 Amount (Rs.)	2016-17 Amount (Rs.)
Profit After Tax(in Rupees)	3,80,422/-	3,89,877/-
Total number of equity share of Rs 10 each	59,95,000	59,95,000
Basic Earnings Per Share	0.063	0.065
Total weighted average number of equity share	59,95,000	59,95,000
Diluted Earnings Per Share	0.063	0.065

**m) Contingent Liabilities**

Particulars	2017-18 Amount (Rs.)	2016-2017 Amount (Rs.)
Charge Created on Assets by Jayshee Investment Pvt. Ltd. 12.10.2011 (Corporate Guarantee)	3,00,00,000	3,00,00,000

**n) Related Party Disclosures:**

Relationship and transactions as per Accounting Standard 18

i) Subsidiary: NIL

ii) Associates and joint ventures: NIL

iii) Individuals having significant influence over reporting entity and their relatives

Name of the person	Nature of Transaction	Amount	Designation
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Sheela Maheswari	Relative as per section 2(77) of the Companies Act, 2013	180000/-	Shareholder having significant influence
S.N.Chandak	Relative as per section 2(77) of the Companies Act, 2013	NIL	Shareholder having significant influence

**Key managerial Personnel:**

Name of the person	Nature of Transaction	Amount	Designation
Nitin Maheshwari	Remuneration	Nil	Managing Director
Nayadita Sharma	Remuneration	Nil	Independent Director
Shashi Ranjan Kumar	Remuneration	Nil	Independent Director w.e.f. 18.01.2018
Ajay Rawat	Remuneration	3,70,000/-	Company secretary
Anil Kumar	Remuneration	Nil	Independent Director

**o) Disclosure according to section 186 of companies act, 2013**

Particulars	Nature of Transaction	Amount
Jayshee Investment Pvt. Ltd.	Unsecured Loan	33,24,315/-

**p) Additional Information required as per schedule III of Companies Act, 2013**

Auditors Remuneration	2017-18	2016-17
Audit fee ( Including Tax Audit)	33,748 inclusive of GST 18%	29,900 inclusive of Service tax 15%
Fee for other certificates	NIL	NIL

**FIRST TIME ADOPTION OF IND AS :-**

The company has been covered under second phase of adoption of IndAS as per provisions of the Companies Act, 2013. The Company has adopted Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs with effect from 1st April, 2017, with a transition date of 1st April, 2016. These financial statements for the year ended 31st March, 2018 are the first financial statements the Company has prepared under Ind AS. For all periods upto and including the year ended 31st March, 2017, the Company prepared its financial statements in accordance with the accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ('Previous GAAP'). The adoption of Ind AS has been carried out in accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards. Ind AS 101 requires that all Ind AS standards and interpretations that are issued and effective for the first Ind AS financial statements be applied retrospectively and consistently for all financial years presented. Accordingly, the Company has prepared financial statements which comply with Ind AS for year ended 31st March, 2018, together with the comparative information as at and for the year ended 31st March, 2017 and the opening Ind AS Balance Sheet as at 1st April, 2016, the date of transition to Ind AS.

In preparing these Ind AS financial statements, the Company has availed certain exemptions and exceptions in accordance with Ind AS 101, as explained below. The resulting difference between the carrying values of the assets and liabilities in the financial statements as at the transition date under Ind AS and Previous GAAP have been recognised directly in equity (retained earnings or another appropriate category of equity). This note explains the adjustments made by the Company in restating its financial statements prepared under previous GAAP, including the Balance Sheet as at 1st April, 2016 and the financial statements as at and for the year ended 31st March, 2017.

- A. **Optional Exemptions from retrospective application**  
Ind AS 101 permits first-time adopters certain exemptions from retrospective application of certain requirements under Ind AS. The Company has elected to apply the following optional exemptions from retrospective application:
- (i) **Deemed cost for property, plant and equipment and intangible assets** The Company has elected to measure all its property, plant and equipment and intangible assets at the Previous GAAP carrying amount as its deemed cost on the date of transition to Ind AS.



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(ii) *Reclassification of investment in flat has been transferred to property plant and equipment. The investment in flat as a owner occupied property has not qualify the definition of investment property under Ind AS 40, so that as per status of assets under investment has been classified under PPE.*

**B. Mandatory Exceptions from retrospective application**

*The Company has applied the following exceptions to the retrospective application of Ind AS as mandatorily required under Ind AS 101:*

*(i) Estimates*

*On assessment of the estimates made under the Previous GAAP financial statements, the Company has concluded that there is no necessity to revise the estimates under Ind AS, as there is no objective evidence of an error in those estimates. However, estimates that were required under Ind AS but not required under Previous GAAP are made by the Company for the relevant reporting dates reflecting conditions existing as at that date.*

**C. Transition to Ind AS – Reconciliations**

*The following reconciliations provide the explanations and quantification of the differences arising from the transition from Previous GAAP to Ind AS in accordance with Ind AS 101:*

**I. Reconciliation of Equity as at 1st April, 2016**

**II. A. Reconciliation of Equity as at 31st March, 2017**

**B. Reconciliation of Statement of Profit and Loss for the year ended 31st March, 2017**

**III. Adjustments to Statement of Cash Flows for the year ended 31st March, 2017**

*Previous GAAP figures have been reclassified/regrouped wherever necessary to conform with financial statements prepared under Ind AS.*

*For Manoj Sangeeta & Associates  
Chartered Accountants  
FRN:021873N*

*S/d  
Manoj kumar  
Chartered Accountant  
M.No 098161*

*Place: New Delhi  
Date : 29th May, 2018*



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(Formerly Known as Sheel International Ltd.)  
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**SC Agrotech Limited**  
(Formerly known as Sheel International Limited)  
RZ-1484/28, GROUND FLOOR, TUGLAKABAD EXTN. DELHI-110019  
**BALANCE SHEET AS AT 31.03.2018**  
(All amount are in indian rupees unless otherwise stated)

Particulars	Notes	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
<b>ASSETS</b>				
<b>NON CURRENT ASSETS</b>				
PROPERTY, PLANT & EQUIPMENT	1	6,856,155	6,992,223	7,128,291
INVESTMENT PROPERTY	2	-	-	-
OTHER INTANGIBLE ASSETS	1	25,000	30,000	35,000
<b>FINANCIAL ASSETS</b>				
- OTHERS	3	370,000	370,000	370,000
<b>TOTAL NON CURRENT ASSETS</b>		<u>7,251,155</u>	<u>7,392,223</u>	<u>7,533,291</u>
<b>CURRENT ASSETS</b>				
<b>FINANCIAL ASSETS</b>				
- TRADE RECEIVABLES	4	9,218,680	4,348,500	2,485,300
- CASH & CASH EQUIVALENTS	5	54,320	26,011	285,393
- LOANS	6	27,000	24,000	45,500
<b>CURRENT TAX ASSETS (NET)</b>	7	1,653,254	931,754	783,997
<b>TOTAL CURRENT ASSETS</b>		<u>10,953,254</u>	<u>5,330,265</u>	<u>3,600,190</u>
<b>TOTAL ASSETS</b>		<u>18,204,409</u>	<u>12,722,488</u>	<u>11,133,481</u>
<b>EQUITY AND LIABILITIES</b>				
<b>EQUITY</b>				
EQUITY SHARE CAPITAL	8	59,950,000	59,950,000	59,950,000
OTHER EQUITY	9	(57,398,313)	(57,778,735)	(58,168,612)
		<u>2,551,687</u>	<u>2,171,265</u>	<u>1,781,388</u>
<b>NON-CURRENT LIABILITIES</b>				
<b>FINANCIAL LIABILITIES</b>				
- BORROWINGS	10	3,324,315	3,324,315	3,324,315
DEFERRED TAX LIABILITIES (NET)	11	1,065,668	999,813	999,572
OTHER NON-CURRENT ASSETS	12	1,000,000	1,000,000	1,000,000
		<u>5,389,983</u>	<u>5,324,128</u>	<u>5,323,887</u>
<b>CURRENT LIABILITIES</b>				
<b>FINANCIAL LIABILITIES</b>				
- TRADE PAYABLES	13	9,792,865	4,878,660	3,645,184
- OTHER FINANCIAL LIABILITIES	14	469,874	348,435	310,072
<b>CURRENT TAX LIABILITIES (NET)</b>	15	-	-	72,950
<b>TOTAL CURRENT LIABILITIES</b>		<u>10,262,739</u>	<u>5,227,095</u>	<u>4,028,206</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u>18,204,409</u>	<u>12,722,488</u>	<u>11,133,481</u>
Statement on significant accounting policies	1	0	-	-

The accompanying notes are an integral part of the financial statements  
This is the Balance sheet referred to in our report of even date

For Manoj Sangeeta & Associates  
Chartered Accountants  
Registration no. 021873N

For and on Behalf of Board of Directors  
SC Agrotech Limited  
(Formerly known as Sheel International Limited)  
CIN:LO1122DL1990PLC042207

Manoj Kumar  
Partner  
Membership No.: 098161  
Place : New Delhi  
Date : 29.05.2018

Nitin Maheshwari  
Director  
DIN: 03459767

Anil Kumar  
Director  
DIN: 07215544



**SC Agrotech Limited**  
(Formerly Known as Sheel International Ltd.)  
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**SC Agrotech Limited**  
(Formerly known as Sheel International Limited)  
RZ-1484/28, GROUND FLOOR, TUGLAKABAD EXT'N. DELHI-110019

**Statement of Profit & Loss for the year ended 31st March, 2018**  
(All amount are in indian rupees unless otherwise stated)

Particulars	Notes	Year ended 31 March 2018	Year ended 31 March 2017
<b>CONTINUING OPERATION</b>			
<b>INCOME</b>			
Revenue from operations	16	7,229,250	5,734,500
Other income	17	7,200,000	6,775,975
<b>Total income</b>		<u>14,429,250</u>	<u>12,510,475</u>
<b>EXPENSES</b>			
Purchase		7,943,780	6,198,016
Employee benefit expenses	18	3,881,769	3,251,782
Finance costs	19	3,979	4,202
Depreciation and amortisation expenses	1	141,068	141,068
Other expenses	20	2,012,377	2,525,365
<b>Total expenses</b>		<u>13,982,973</u>	<u>12,120,433</u>
<b>Profit before tax from continuing operation</b>		446,277	390,042
Prior period items		-	-
<b>Profit before tax</b>		<u>446,277</u>	<u>390,042</u>
<b>Tax expenses:</b>			
Current tax		85,040	74,320
Less:- MAT Credit Entitlement		(85,040)	(74,320)
Earlier years		-	(76)
Deferred tax		65,855	241
<b>Profit for the year from continuing operations</b>		<u>380,422</u>	<u>389,877</u>
<b>Other comprehensive Income</b>			
Other comprehensive income not to be reclassified to profit & loss		-	-
<b>Total other comprehensive income for the year</b>		-	-
<b>Total comprehensive income for the year</b>		<u>380,422.32</u>	<u>389,877.00</u>
<b>Earnings Per Share</b>			
-Basic		0.06	0.07
-Diluted		0.06	0.07

Statement on significant accounting policies 1

The accompanying notes are an integral part of the financial statements

This is the Statement of profit and loss referred to in our report of even date

**For Manoj Sangeeta & Associates**  
Chartered Accountants  
Registration no. 021873N

**For and on Behalf of Board of Directors**  
**SC Agrotech Limited**  
(Formerly known as Sheel International Limited)  
CIN:LO1122DL1990PLC042207

**Manoj Kumar**  
Partner  
Membership No.: 098161  
Place : New Delhi  
Date : 29.05.2018

**Nitin Maheshwari**  
Director  
DIN: 03459767

**Anil Kumar**  
Director  
DIN: 07215544



**SC Agrotech Limited**  
**(Formerly Known as Sheel International Ltd.)**  
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**SC Agrotech Limited**  
**(Formerly known as Sheel International Limited)**  
RZ-1484/28, GROUND FLOOR, TUGLAKABAD EXTN. DELHI-110019

**Cash Flow Statement for the year ending 31st March, 2018**  
(All amount are in indian rupees unless otherwise stated)

Particulars	Year ended 31 March 2018	Year ended 31 March 2017
<b>Cash flow from operating activities:</b>		
Profit before tax	446,277	390,042
Adjustments for:		
Depreciation and amortisation expenses	141,068	141,068
Interest income	-	(25,975)
Franchisee Fees	(7,200,000)	(6,750,000)
Rental Income	-	-
<b>Operating profit before working capital changes</b>	<b>(6,612,655)</b>	<b>(6,244,865)</b>
Adjustments for changes in working capital :		
- Movement in trade receivables	(4,870,180)	(1,863,200)
- Movement in other receivables	(3,000)	(126,257)
- Movement in inventories	-	-
- Movement in trade & other payables	5,035,644	1,198,889
<b>Cash generated from operations</b>	<b>(6,450,191)</b>	<b>(7,035,433)</b>
Income tax paid (net of refund)	(721,500)	76
<b>Net cash generated from operating activities</b>	<b>(7,171,691)</b>	<b>(7,035,357)</b>
<b>Cash flow from investing activities:</b>		
Franchisee Fees	7,200,000	6,750,000
Interest received	-	25,975
<b>Net cash used in investing activities</b>	<b>7,200,000</b>	<b>6,775,975</b>
<b>Cash flow from financing activities:</b>		
<b>Net cash used from financing activities</b>	<b>-</b>	<b>-</b>
<b>Net increase in cash and cash equivalents</b>	<b>28,309</b>	<b>(259,382)</b>
Cash and cash equivalents at the beginning of the year	26,011	285,393
<b>Cash and cash equivalents at the end of the year</b>	<b>54,320</b>	<b>26,011</b>

This is the Cash Flow Statement referred to in our report of even date

**For Manoj Sangeeta & Associates**  
**Chartered Accountants**  
**Registration no. 021873N**

**Manoj Kumar**  
**Partner**  
**Membership No.: 098161**  
**Place : New Delhi**  
**Date : 29.05.2018**

**For and on Behalf of Board of Directors**  
**SC Agrotech Limited**  
**(Formerly known as Sheel International Limited)**  
**CIN:LO1122DL1990PLC042207**

<b>Nitin Maheshwari</b>	<b>Anil Kumar</b>
<b>Director</b>	<b>Director</b>
<b>DIN: 03459767</b>	<b>DIN: 07215544</b>



**SC Agrotech Limited**  
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**2 INVESTMENT PROPERTY**

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Opening Balance	-	-	-
Additions	-	-	-
Less: Disposals	-	-	-
Closing Balance	-	-	-

**3 OTHER FINANCIAL ASSETS**

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
<b>NON CURRENT</b>			
Security deposits	370,000	370,000	370,000
Loans to related parties	-	-	-
Other loans	-	-	-
Total	<u>370,000</u>	<u>370,000</u>	<u>370,000</u>

**4 TRADE RECEIVABLES**

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
considered good	9,218,680	4,348,500	2,485,300
considered doubtful	-	-	-
	<u>9,218,680</u>	<u>4,348,500</u>	<u>2,485,300</u>
Less : Allowances for bad and doubtful debts	-	-	-
	<u>9,218,680</u>	<u>4,348,500</u>	<u>2,485,300</u>

**5 CASH AND CASH EQUIVALENTS**

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
<b>Cash and cash equivalents</b>			
Cash on hand	31,865	22,672	48,006
Balances with banks	-	-	-
- on current accounts	<u>22,455</u>	<u>3,339</u>	<u>237,387</u>
	<u>54,320</u>	<u>26,011</u>	<u>285,393</u>
Total	<u>54,320</u>	<u>26,011</u>	<u>285,393</u>

**6 FINANCIAL ASSET**

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
<b>CURRENT</b>			
Loans to others	27,000	24,000	45,500
Total	<u>27,000</u>	<u>24,000</u>	<u>45,500</u>

**7 CURRENT TAX ASSETS (NET)**

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Deposits with Revenue authorities	1,738,294	931,754	783,997
Less: Provision for Income tax	<u>85,040</u>	<u>-</u>	<u>-</u>
	<u>1,653,254</u>	<u>931,754</u>	<u>783,997</u>



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**8 SHARE CAPITAL**

Particulars	As at 31 March 2018		As at 31 March 2017	
	Number	Amount	Number	Amount
Authorised share capital				
Equity shares of `10 each	6,500,000	65,000,000	6,500,000	65,000,000
Cumulative preference share of Rs. 100 each	50,000	5,000,000	50,000	5,000,000
		70,000,000		70,000,000
Issued, subscribed and paid-up share capital				
Equity shares of `10 each	5,995,000	59,950,000	5,995,000	59,950,000
Total		59,950,000		59,950,000

Notes:

a) **Terms and rights attached to equity shares**

The Company has only one class of equity shares having the par value of `10 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend when proposed by the board of directors is subject to approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after payment of all liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.

b) **Reconciliation of equity share capital**

	As at 31 March 2018		As at 31 March 2017	
	Number	Amounts	Number	Amounts
Balance at the beginning of the year	5,995,000	59,950,000	5,995,000	59,950,000
Add : Issued during the year	-	-	-	-
Balance at the end of the year	5,995,000	59,950,000	5,995,000	59,950,000

c) **Details of shareholders holding more than 5% equity shares in the Company**

Equity shares of `10 each fully paid up

Name of shareholders	As at 31 March 2018		As at 31 March 2017	
	Number of shares held	% of holding	Number of shares held	% of holding
S N Chandak	1,323,811	22.08%	1,319,322	22.01%
Sheela Maheswari	648,980	10.83%	648,980	10.83%

**9 OTHER EQUITY**

Particulars	As at 31 March 2018	As at 31 March 2017
<b>GENERAL RESERVE</b>		
Surplus as per Statement of profit and loss		
Balance at the beginning of the year	(57,778,735)	(58,168,612)
Add: Profit for the year	380,422	389,877
Balance at the end of the year	(57,398,313)	(57,778,734)
	(57,398,313)	(57,778,735)



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**10 FINANCIAL LIABILITIES**

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01.04.2016
<b>BORROWINGS</b>			
Unsecured			
From Others	3,324,315	3324315	3324315
<b>Total</b>	<u>3,324,315</u>	<u>3,324,315</u>	<u>3,324,315</u>

**11 DEFERRED TAX LIABILITIES (NET)**

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
<b>Deferred tax liability</b>			
Fixed assets: Impact of difference between tax depreciation and depreciation charged in the books.	1,065,668	999,813	999,572
<b>Deferred tax liability</b>	<u>1,065,668</u>	<u>999,813</u>	<u>999,572</u>

**12 OTHER NON CURRENT ASSETS**

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Security / deposits	1,000,000	1,000,000	1,000,000
<b>Total</b>	<u>1,000,000</u>	<u>1,000,000</u>	<u>1,000,000</u>

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**13 TRADE PAYABLES**

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
<b>Due to Micro, Small and Medium Enterprises *</b>	-	-	-
Others	9,792,865	4,878,660	3,645,184
<b>Total</b>	<u>9,792,865</u>	<u>4,878,660</u>	<u>3,645,184</u>

\* Based on the information available with the Company, there are no dues outstanding in respect of Micro, Small and Medium enterprises at the balance sheet date. No amounts were payable to such enterprises which were outstanding for more than 45 days. Further, no interest during the year has been paid or payable in respect thereof. The above disclosure has been determined to the extent such parties have been identified on the basis of information available with the Company.

**14 OTHER FINANCIAL LIABILITIES**

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
<b>CURRENT</b>			
Statutory dues payable	108,894	8,792	3,747
Expenses Payable	360,980	339,643	306,325
<b>Total</b>	<u>469,874</u>	<u>348,435</u>	<u>310,072</u>

**15 CURRENT TAX LIABILITIES (NET)**

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Income Tax Payable	-	-	72,950
<b>Total</b>	<u>-</u>	<u>-</u>	<u>72,950</u>



**SC Agrotech Limited**  
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**16 REVENUES**

Particulars	As at 31 March 2018	As at 31 March 2017
Revenue from operations		
Sale of products	7,229,250	5,734,500
Revenue from operations	<u>7,229,250</u>	<u>5,734,500</u>

**17 OTHER INCOME**

Particulars	As at 31 March 2018	As at 31 March 2017
Interest income	-	25,975
Franchisee fee	7,200,000	6,750,000
Total	<u>7,200,000</u>	<u>6,775,975</u>

**18 EMPLOYEE BENEFIT EXPENSES**

Particulars	As at 31 March 2018	As at 31 March 2017
Salaries & Wages	3,800,269	3,180,562
Staff Welfare	81,500	71,220
Total	<u>3,881,769</u>	<u>3,251,782</u>

**19 FINANCE COSTS**

Particulars	As at 31 March 2018	As at 31 March 2017
Bank Charges	3,979	4,202
Total	<u>3,979</u>	<u>4,202</u>

**20 OTHER EXPENSES**

Particulars	As at 31 March 2018	As at 31 March 2017
Advertisement & Publicity Exps	3,900	4,192
Audit Fees	28,600	26,130
Business Promotion	3,331	81,910
Conveyance	122,647	26,050
Fees Rates & Taxes	36,947	10,439
Freight & Cartage Inward	-	98,300
Listing Fees	347,500	245,000
AGM Running Expenses	584,432	233,140
Postage, Stamps & Courier	129,327	406,333
Printing & Stationery	147,750	154,585
Professional Charges	222,285	170,592
Rent	180,000	180,000
Repair & Maintenance	-	5,630
Telephone & Web Exps.	107,303	32,554
Tour & Travelling Expenses	98,355	510
Security Expenses	-	114,000
Total	<u>2,012,377</u>	<u>2,525,365</u>



**SC Agrotech Limited**  
**(Formerly Known as Sheel International Ltd.)**  
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SC Agrotech Limited  
(Formerly known as Sheel International Limited)  
RZ-1484/28, GROUND FLOOR, TUGLAKABAD EXTN. DELHI-110019  
PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS

Note 1

PARTICULARS	Transition Date Deemed Cost As on 01.04.2016	Depreciation for the year 2016-17						
			Value AS ON 01.04.2017	ADDITION	SALES DURING THE YEAR	Depreciation For the year 2017-18	Value AS ON 31.03.2018	Value AS ON 31.03.2017
<b>PROPERTY PLANT &amp; EQUIPMENT</b>								
Owner Occupied property								
Land	1,477,936.00	0	1,477,936.00	-	-	0.00	1,477,936.00	1,477,936.00
Flat	800,000.00	0	800,000.00	-	-	0.00	800,000.00	800,000.00
Factory Building	4,850,355.00	136,068.00	4,714,287.00	-	-	136,068.00	4,578,219.00	4,714,287.00
	<b>7,128,291.00</b>	<b>136,068.00</b>	<b>6,992,223.00</b>	-	-	<b>136,068.00</b>	<b>6,856,155.00</b>	<b>6,992,223.00</b>
<b>INTANGIBLE ASSETS</b>								
Trade Mark	35,000.00	5,000.00	30,000.00	-	-	5,000.00	25,000.00	30,000.00
	<b>35,000.00</b>	<b>5,000.00</b>	<b>30,000.00</b>	-	-	<b>5,000.00</b>	<b>25,000.00</b>	<b>30,000.00</b>
<b>TOTAL</b>	<b>7,163,291.00</b>	<b>141,068.00</b>	<b>7,022,223.00</b>	-	-	<b>141,068.00</b>	<b>6,881,155.00</b>	<b>7,022,223.00</b>

For Manoj Sangeeta & Associates  
Chartered Accountants  
Registration no. 021873N

For and on Behalf of Board of Directors  
SC Agrotech Limited  
(Formerly known as Sheel International Limited)  
CIN:LO1122DL1990PLC042207

Manoj Kumar  
Partner  
Membership No.: 098161  
Place : New Delhi  
Date : 29.05.2018

Nitin Maheshwari  
Director  
DIN: 03459767

Anil Kumar  
Director  
DIN: 07215544

SC Agrotech Limited  
ASSESSMENT YEAR : 2018-19  
PREVIOUS YEAR : 2017-18

Annexure - IV

[Refer Clause No. 14 of Form 3CD]

PARTICULARS	WDV AS ON 01.04.2017	ADDITION		SALES DURING THE YEAR/SUBSIDY	TOTAL AS ON 31.03.2018	DEP. RATE (%)	DEPRECIATION FOR THE YEAR	WDV AS ON 31.03.2018
		BEFORE 02.10.2017	AFTER 02.10.2017					
<b>TANGIBLE ASSETS</b>								
OFFICE BUILDING	505,362.00				505,362.00	0%	-	505,362.00
FACTORY BUILDING	966,301.00	-	-	-	966,301.00	10%	96,630.00	869,671.00
FURNITURE & FIXTURE	20,002.00	-	-	-	20,002.00	10%	2,000.00	18,002.00
LAND	1,477,936.00	-	-	-	1,477,936.00	0%	-	1,477,936.00
<b>INTANGIBLE ASSETS</b>								
TRADE MARK	16,980.00	-	-	-	16,980.00	25%	4,245.00	12,735.00
	<b>2,986,581.00</b>	-	-	-	<b>2,986,581.00</b>		<b>102,875.00</b>	<b>2,883,706.00</b>

**AUDITOR CERTIFICATE:**

*We have verified the attached Balance sheet and Cash Flow Statement of the Sc Agrotech Limited(Formerly Known as Sheel International Ltd) derived from the Audited Financial Statement for the year ended 31st March, 2018 and found the sale to be drawn accordance attached with this annual report.*

**For Manoj Sangeeta & Associates**  
**Chartered Accountant**

Sd/-  
**Manoj Kumar**  
**Chartered Accountant**  
**M.No 098161**



**SC Agrotech Limited**  
**(Formerly Known as Sheel International Ltd.)**  
**28<sup>th</sup> Annual Report 2017-18**

**SC AGROTECH LIMITED**  
**(Formerly known as SHEEL INTERNATIONAL LIMITED)**  
 CIN no- L01122DL1990PLC042207  
 Regd. Address RZ-1484/28, G.F, Tughlakabad Ext. New Delhi-110019  
 Web:www.scagrotech.com, Ph:011-65699900, Contact No. 09654056648  
 Email: [Sheel102@gmail.com](mailto:Sheel102@gmail.com)

Folio No./DP/ID NO..... No. of Shares Held:.....  
 Mr./Mrs/Miss..... I hereby record  
 my presence at the **28<sup>th</sup> ANNUAL GENERAL MEETING** of the Company at to be held on **Friday, 29<sup>TH</sup> September, 2018** at **Community Hall, Pracheen Shiv Mandir, Jallan Muhalla, Tughlakabad Village, New Delhi – 110044** at **10:00 AM**

-----X X X X-----

**FORM NO. MGT-11**

**PROXY FORM**

{Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Ad  
**CIN: L01122DL1990PLC042207**

Name of the Company : **SC AGROTECH LIMITED**  
 Registered office: **RZ-1484/28, G.F, Tughlakabad Ext. New Delhi-110019**

I/We being the member(s) of \_\_\_\_\_ shares of the above named Company hereby appoint:

(1).Name \_\_\_\_\_  
 Address \_\_\_\_\_  
 E-mail Id: \_\_\_\_\_ Signature \_\_\_\_\_ or failing him

(2).Name \_\_\_\_\_  
 Address \_\_\_\_\_  
 E-mail Id: \_\_\_\_\_ Signature \_\_\_\_\_ or failing him

(3).Name \_\_\_\_\_  
 Address \_\_\_\_\_  
 E-mail Id: \_\_\_\_\_ Signature \_\_\_\_\_

As my/our proxy to attend and vote(on poll( for me/us and on my/our behalf of the Annual general meeting of the company to be held on Saturday, 29<sup>th</sup> September 2018 at Community Hall, Pracheen Shiv Mandir, Jallan Muhalla, Tughlakabad Village, New Delhi– 110044 at 10:00 AM and at any adjournment thereof in respect of such resolution as are indicated below:

Resolution Nos.

**Ordinary Business**

**Special Business**

1. Adoption of Annual Accounts and Audit reports for the year ended 31.03.18
4. Appointment of Independent director Mr. Shahsi Ranjan Kumar
2. Appointment of Director retiring by Rotation
3. Re-Appointment of Statutory Auditors

Signed this.....day of.....2018

Signature of Shareholder  
 Signature of Proxy holder(S)

**AFFIX  
 Revenue  
 Stamp**



*SC Agrotech Limited  
(Formerly Known as Sheel International Ltd.)  
28<sup>th</sup> Annual Report 2017-18*

*POST*

***If Undelivered Please Return to:  
M/s SC AGROTECH LIMITED  
Regd. Address: RZ-1484/28, Ground floor,  
Tughlakabad Ext. -110019***