

44th

ANNUAL REPORT

2013 - 14



aries agro limited
Energizing Earth

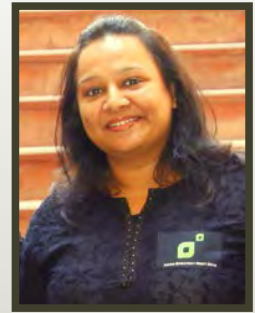
Board of Directors



Dr. Jimmy Mirchandani
Chairman and Managing Director



Dr. Rahul Mirchandani
Executive Director



Mrs. Nitya Mirchandani
Additional Director



Prof. R.S.S. Mani
Independent Director



Mr. C. B. Chhaya
Independent Director



Mr. B. V. Dholakia
Independent Director



Aries Agro
receiving the INC
India 500 award
for the 3rd year
in a row



All India
Strategy Meet at
Indian School of Business,
Hyderabad



CHAIRMAN'S LETTER TO SHAREHOLDERS

Dear Members,

It is with great pleasure that I present to you the 44th Annual Report of your Company, Aries Agro Limited.

During 2013-14, the year under review in this Report, monsoons were reported to be above normal at over 106% of the long term average. However, the extended rains delayed the sowing for the second season and this was followed by extreme cold wave condition across North India during the winter. The extended monsoon provided a good Kharif revenue growth. However, the Rabi revenues were affected due to the cold waves. These factors led to your company's revenue increase by 24.69%.

Our overseas manufacturing units (Subsidiaries) have started supplying to Brazil, Australia, New Zealand, Sri Lanka, Pakistan, Bangladesh, Vietnam, Taiwan, Ecuador, Trinidad, Zambia, Kenya, Singapore and United Kingdom. International sales accounted for 27% of total group consolidated revenue. Distributors are being appointed on an ongoing basis and we expect export and global sales to continue to grow and form 30% of the group revenues of the Company by Financial Year 2014-15.

Aries has always recognized that its business is working capital intensive and with the objective of reducing working capital load, the Company has taken several steps like reducing number of brands from 84 to 65, number of Stock Keeping Units (SKU) were reduced by 67 Nos, sales depots were asked to maintain inventory of only the brands that provide them with 80% of their total turnover with the balance 20% being supplied on a need only basis. As a result of working capital control being established the number of days inventory reduced by 44 days and debtors cycle reduced by 12 days during the year under review.

The rising costs of raw materials, fuel, processing, labour, USD exchange rate and interest rates continue to remain a cause of concern and have impacted the Company during the entire financial year. As a result the Company has raised its billing rates in 3 quarters of the financial year for its entire range of products, a major portion of the cost increase is yet to be passed on to the market. With depressed demand situation especially in the second half of the year, it was considered prudent not to increase prices beyond a point with an intention to retain interest of farmers in using specialty plant nutrients. Cost control on production and administrative costs have only partially been able to counter this inflationary pressure.

During the previous financial year the Company had considered prudent to reduce the man power employed in various areas. However, considering the widespread operations and increased market penetration some of these staff needed to be replaced and such recruitment was carried out in phases during the year under review, as a result of which the total staff strength increased from 748 to 785. However, further recruitment of man power is now subject to prior approval and specific norms viz return per person employed. These norms are set in consultation with the State Heads during the Annual Planning meetings.

Aries has sourced 30% of its total raw materials from overseas suppliers located in China, Israel, Turkey, U.A.E., U.S.A, U.K., Belgium, and South Africa. Imports constitute 40% of our total purchases and our Company has identified a pool of reliable overseas suppliers.

Aries' total capacity utilization currently stands at 48 % of the total installed capacity of 84,600 MT p.a. in India. Our international manufacturing facilities at UAE have also shown improved capacity utilization which currently stands at 39 % of the total installed capacity overseas.

Aries' extension team continues to strongly advocate good agricultural practices in all states of India. The activities are conducted under the supervision of Agronomist and Agricultural Research Institutions throughout the year. During the year under review 2532 knowledge dissemination activities including farmers meeting were undertaken impacting 54215 number of farmers. These sessions were conducted by team of 52 extension officials spread across five states.

The Company has organized during the year soil testing camps in Andhra Pradesh using Mobile Soil Testing Kits which analyse 7 parameters including pH, EC, NPK levels in soil, micro nutrient levels including Zinc, Ferrous, Boron, Organic Carbon, etc. Approximately 1840 Soil Health Cards were issued to farmers providing an additional service in order that they understand the specific nutrient needs of their farms.

As part of the Aspen India Leadership initiative, the Company undertook a programme of adopting 4 villages in 4 states with an intent to develop good agricultural practices standard for key crops of India. Standardized Farming practices have been drawn up for mustard, wheat, rice and sugarcane, based on the field work carried out so far. Documentation of these practices has been completed along with cost benefit analysis. Awareness sessions on the benefits of adoption of these practices have been explained through a series of farmers meetings in the 4 target states of Rajasthan, Andhra Pradesh, Orissa and Maharashtra.

Aries partnered with Confederation of Indian Industry's India @ 75 National Volunteering Week (12th January to 18th January, 2014), during which a series sources of activities were undertaken in 6 states of Rajasthan, Andhra Pradesh, Odisha, Uttarakhand, Chhattisgarh and Maharashtra. The sessions focused on impact of climate change on Indian agriculture and how balanced plan nutrition and integrated crop management can help farmers deal with climate change.

The 2014 monsoons have been extremely delayed and all forecasts indicate that the year shall be a drought year due to the El-Nino phenomenon. The Company has carried out extensive offseason placement during the first quarter in order to place on shelves with Aries products in advance of the season. Hence the Company shall be actively monitoring the progress of monsoon and also increasing its focus on non rain dependant agriculture namely plantations, irrigated districts, perennial crops and river basins, in addition to our focus on aquaculture farm equipment products will also continue despite the monsoon situation.

For the third consecutive year, we were awarded **"Certificate of Excellence' in recognition of our Exemplary Growth** – in this year's Inc India 500 ranking of India's 500 fastest-growing mid-size enterprises. Inc. India 500 is an offshoot of the annual Inc. 500 Awards: "Est. in 1982 in America. Inclusion on this list is a mark of entrepreneurial success and elevates our company above its competitors and is a proof of the talent, drive and hard work our team have brought to our business.

We were also awarded the **'Innovative 100 – Certificate of excellence'** in recognition of smart innovation by 9.9 Media & Inc. India

I would like to thank each one of you personally for your confidence in Aries. Together, we will ensure that your Company grows further in the years ahead.

Sincerely,

Dr Jimmy Mirchandani
Chairman & Managing Director

Balance Sheet as at March 31, 2014
Statement of Profit & Loss for the year ended March 31, 2014 with Director's Report

44th Annual Report
2013 - 2014

BOARD OF DIRECTORS

Dr. Jimmy Mirchandani
Chairman & Managing Director

Dr. Rahul Mirchandani
Executive Director

Prof. R. S. S. Mani,
Mr. Akshay Mirchandani upto 30.05.2014
Mr. C. B. Chhaya
Mr. B. V. Dholakia
Mrs. Nitya Mirchandani w.e.f. 30.05.2014

AUDIT COMMITTEE

Prof. R. S. S. Mani, Chairman
Dr. Rahul Mirchandani
Mr. B. V. Dholakia

SHARE HOLDERS/INVESTORS GRIEVANCES COMMITTEE

Prof. R. S. S. Mani, Chairman
Dr. Jimmy Mirchandani
Dr. Rahul Mirchandani

REMUNERATION COMMITTEE

Prof. R. S. S. Mani, Chairman
Mr. C. B. Chhaya
Mr. B. V. Dholakia

TREASURY COMMITTEE

Dr. Jimmy Mirchandani, Chairman
Dr. Rahul Mirchandani
Mr. C. B. Chhaya

CHIEF FINANCIAL OFFICER

Mr. S. Ramamurthy

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Qaiser P. Ansari

AUDITOR

Kirti D. Shah and Associates

INTERNAL AUDITOR

Kirit Manek & Co.

COST AUDITOR

R. Nanabhoy & Co.

BANKERS

AXIS Bank Limited
ICICI Bank Limited
HDFC Bank Limited
Canara Bank

BRANCHES/STOCK LOCATIONS

Ahmedabad, Gujarat
Bangalore, Karnataka
Bellary, Karnataka
Bhubaneswar, Orissa
Coimbatore, Tamil Nadu
Ghaziabad, Uttar Pradesh
Guwahati, Assam
Hissar, Haryana
Hyderabad, Telangana
Indore, Madhya Pradesh
Jaipur, Rajasthan
Jalandhar, Punjab
Kolkata, West Bengal
Lucknow, Uttar Pradesh
Nagpur, Maharashtra
Nashik, Maharashtra
Nipani, Karnataka
Patna, Bihar
Raipur, Chhatisgarh
Ranchi, Jharkhand,
Rudrapur, Uttaranchal
Siliguri, West Bengal
Solapur, Maharashtra
Sriganganagar, Rajasthan
Vijayawada, Andhra Pradesh

MANUFACTURING LOCATIONS

Mumbai
Bangalore
Hyderabad
Kolkata
Chhatral
Lucknow
Sharjah, UAE (Subsidiary Company)
Fujairah, UAE (Subsidiary Company)

Registered Office: : Aries House, Plot No. 24, Deonar, Govandi(East), Mumbai-400 043, Web Site: www.ariesagro.com

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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Forty Forth Annual General Meeting of the Members of **ARIES AGRO LIMITED** will be held on Friday, the 26th September, 2014 at 10.00 a.m. at The Chembur Gymkhana, 16th Road, Chembur, Mumbai-400 071, to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider, approve and adopt the audited Balance Sheet as at 31st March, 2014 and Statement of Profit and Loss for the year ended as on that date together with the Reports of the Board of Directors and Auditors thereon.
2. To declare Dividend for the Financial Year ended 31.03.2014.
3. To appoint a Director in place of Dr. Rahul Mirchandani who retires by rotation and being eligible offers himself for re-appointment.
4. Appointment of Auditors

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

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, M/s. Kirti D. Shah & Associates, Chartered Accountants, Mumbai, (Membership No. 32371 and having peer review certificate issued by the Institute of Chartered Accountants of India), be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Forty Seventh AGM of the Company to be held in the year 2017 (subject to ratification of their appointment at every AGM), at such remuneration plus service tax, out-of-pocket, travelling expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

SPECIAL BUSINESS

5. **Appointment of Mrs. Nitya Mirchandani as a Director of the Company**

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

"RESOLVED THAT Mrs. Nitya Mirchandani (DIN: 06882384), who was appointed by the Board of Directors as an Additional Director with effect from 30th May, 2014 under Sections 161 & 149(1) of the Companies Act, 2013 and Article 146 of the Articles of Association of the Company and who holds Office upto the date of this Annual General Meeting but who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under the provisions of Section 160 of the Companies Act, 2013 proposing her candidature for the office of a Director be and is hereby appointed as a Director of the Company whose office shall be liable to retirement by rotation."

6. **Appointment of Prof. R. S. S. Mani as an Independent Director of the Company**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies

Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Prof. R. S. S. Mani (DIN 00527270), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 25th September, 2019."

7. **Appointment of Mr. Chakradhar Bharat Chhaya as an Independent Director of the Company**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Chakradhar Bharat Chhaya (DIN 00968966), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 25th September, 2019."

8. **Appointment of Mr. Bhumitra Vinodchandra Dholakia as an Independent Director of the Company**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Bhumitra Vinodchandra Dholakia (DIN 01871816), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 25th September, 2019."

9. **Approval of the Remuneration of the Cost Auditor in terms of Section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/S R. Nanabhoy & Co., the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2015, be paid the remuneration of Rs.

1,85,000/- (Rupees One Lakh Eighty Five Thousands Only) p.a. plus Service Tax and reimbursement of Out of Pocket Expenses at actual."

10. Authorization for Borrowing Money under Section 180(1) (c) of the Companies Act, 2013

To consider and if thought fit, to pass with or without modification(s) the following resolutions as a **SPECIAL RESOLUTION**:

"RESOLVED THAT subject to the provisions of Section 180 (1) (c) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 1956 and the Companies Act, 2013 including any statutory modifications or re-enactments thereof and in supersession of all the earlier resolutions passed in this regard, the Board of Directors (hereinafter referred to as the Board), including any committee thereof for the time being exercising the powers conferred on them by this resolution, be and are hereby authorized to borrow money, as and when required, from, including without limitation, any Bank and/or Public Financial Institution as defined under Section 2 (72) of the Companies Act, 2013 and/or eligible foreign lender and/or any entity/entities and/or authority/authorities and/ or through suppliers credit, any other securities or instruments, such as floating rate notes, fixed rate notes, syndicated loans, debentures, commercial papers, short term loans or any other instruments and/or through credit from official agencies and/ or by way of commercial borrowings from the private sector window of multilateral financial institution, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding Rs. 500.00 Crores (Rupees Five Hundred Crores Only), notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specified purpose."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

11. Authorization for Creation of Charges on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013

To consider and if thought fit, to pass with or without modification(s), the following resolutions as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 180 (1) (a) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 1956 including any statutory modifications or re-enactments thereof the members of the Company hereby accord their consent to the Board of Directors, including any committee thereof for the time being exercising the powers conferred on them by this resolution, to create mortgage and/or charge on all or any of the moveable

and/or immovable assets of the Company, both present and future and/or whole or any part of the Company in favour of the lenders, agents, trustees for securing the borrowings of the Company availed/to be availed by way of loans (in foreign currency and/or in Indian currency) and securities (comprising of fully/partly convertible debentures and/or secured premium notes and/or floating rates notes/ bonds or other debt instruments) issued/to be issued by the Company from time to time, in one or more tranches, upto an aggregate limit of Rs. 500.00 Crores (Rupees Five Hundred Crores Only) together with interest as agreed, additional interest in case of default, accumulated interest, liquidated damages and commitment charges, all other costs, charges and expenses and all other monies payable by the Company in terms of respective loan agreement(s) or any other document entered / to be entered into between the Company and the lenders/agents/investors and trustees in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board of Directors or any committees thereof and the lenders, agents or trustees."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to finalise the terms and conditions for creating the aforesaid mortgage and/or charge and to execute the documents and such other agreements and also to agree to any amendments thereto from time to time as it may think fit for the aforesaid purpose and to do all such acts, deeds, matters and things as may be necessary and expedient for giving effect to the above resolution."

By Order of the Board

Place: Mumbai
Date: 13th August, 2014

Qaiser P. Ansari
Company Secretary

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. THE PROXY IN ORDER TO BE EFFECTIVE SHOULD BE LODGED WITH THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY SO APPOINTED SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING. BLANK PROXY FORM IS ENCLOSED.

Pursuant to the provision of Section 105 of the Companies Act, 2013 a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. Corporate Members intending to send their Authorised Representatives to attend the Meeting are requested to send to the Company a Certified Copy of the Board Resolution authorizing their Representative to attend and Vote on their behalf at the Meeting.
4. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of Special Business is annexed hereto.

5. All the documents referred to in the Notice and Explanatory Statement are open for inspection at the Registered Office of the Company between 10.00 a.m. and 12.00 noon on all days, except Saturdays, Sundays and holidays until the date of the Annual General Meeting or any adjournment thereof.
6. Members desirous of getting any information about the accounts and operations of the Company are requested to write their queries to the Company at least seven days in advance of the meeting so that the information required can be made readily available at the meeting.
7. Individual shareholders can now take the facility of nomination. The nominee shall be the person in whom all rights of transfer and/or amount payable in respect of shares shall vest in the event of the death of the shareholder(s). A minor can be a nominee provided the name of the guardian is given in the Nomination Form. Members who are interested in availing the nomination facility are requested to write to the Company.
8. The Register of Members and Share Transfer Books of the Company will be closed from Saturday, 20th September, 2014 to Friday, 26th September, 2014 (both days inclusive) for determining the names of members eligible for Dividend on Equity Shares, if declared at the Meeting as recommended by the Board of Directors. On such declaration of Dividend at the forthcoming Annual General Meeting, such Dividend will be paid on 29th September, 2014 to those members whose names appear on the Register of Members on 19th September, 2014 after giving effect to valid transfers in respect of transfer requests lodged with the Company on or before the close of business hours on 12th September, 2014. In respect of shares held through the depositories, Dividend will be paid on the aforesaid date to the beneficial owners of shares whose names appear at the close of business hours on 19th September, 2014 as per details furnished by the depositories for this purpose.
9. Members are requested to avail the facility of remittance of Dividend through the National Electronic Clearing Systems (NECS). The NECS facility is available at locations identified by the Reserve Bank of India from time to time. Members holding shares in physical form and desirous of availing this facility are requested to immediately write to the Company's Registrars and Transfer Agents with changes in their bank account/account numbers, if any, along with a photocopy of a blank cheque pertaining to the concerned account.
10. Beneficial Owners holding shares in Electronic/ Demat form are requested to notify any change in their Address, Bank Account, Mandate, etc. to their respective Depository Participant. ECS Mandates has to be sent to the concerned Depository Participant directly.
11. Members holding shares in physical form are requested to notify any change in their Address, Bank Accounts etc. to the Registrar and Transfer Agent of the Company.
12. The Securities and Exchange Board of India (SEBI) has made it mandatory to print the Bank Details of the Investors on the physical payment instruments, if any payment is made to Investors by physical payment instrument. Members holding shares in physical form are requested to immediately submit their Bank Details to the Company/Registrars and Transfer Agents, M/s Aarthi Consultants Private Limited.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number(PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrars and Transfer Agents, M/s Aarthi Consultants Private Limited.
14. Members/ Proxies should bring the attendance slip duly filled in for attending the meeting. The Identity/Signature of the Members holding shares in Electronic/Demat form is liable for verification with Specimen Signatures as may be furnished by NSDL/CDSL to the Company. Such Members are advised to bring the relevant Identity Card issued by the Depository Participant to the Annual General Meeting.
15. **Members are requested to bring their copy of the Annual Report to the Annual General Meeting.**
16. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
17. Non-Resident Indian Members are requested to inform Aarthi Consultants Private Limited, immediately of:
 - a) Change in their residential status on return to India for permanent settlement.
 - b) Particulars of their Bank Account maintained in India with complete Name, Branch, Account Type, Account Number and address of the Bank with Pin Code Number, if not furnished earlier.
18. All the shareholders are requested to register their email IDs with the Company or with the Registrar and Share Transfer Agents and thereby implement the "Green Initiative" as per the Circular No. 17/2011 dated April 21, 2011 and No. 18/ 2011 dated April 29, 2011 issued by the Ministry of Corporate Affairs (MCA) to enable electronic delivery of Notices/ Documents and Annual Reports to shareholders. Members holding shares in electronic mode or in physical mode are requested to update their email addresses by writing to the Company directly to the Company Secretary, Aries Agro Limited, Aries House, Plot No. 24, Deonar, Govandi(E), Mumbai-400 043 or to the Registrar and Transfer Agents at their address mention below.
19. The Company has submitted with the MCA the List of Un-Paid Dividends and the IPO Application Money Refund as on the date of the last AGM i.e. and the same is also displayed in the Investor Relations Section on our web-site at www.ariesagro.com.
20. In accordance with the Companies Act, 2013 read with the Rules, the Annual Reports are sent by electronic mode to those members whose shareholding is in dematerialised format and whose email ids are registered with the Depository for communication purposes. The members holding shares in physical form and who have not registered their email ID are requested to register their email ID addresses with M/S Aarthi Consultants Private Limited the Company's Registrars and Transfer Agents.
21. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with M/S Aarthi Consultants Private Limited / Depositories.

22. Details of the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting are given below:

Particulars required	Information
Name of the Director	Dr. Rahul Mirchandani
Date of Birth	12 th August, 1975
Date of Appointment	2 nd February, 1994
Expertise in specific functional areas	As Executive Director, he oversees various functions of the Company namely Marketing, Brand Promotion and New Product Development etc.
Qualifications	B.Com, CFA , MBA, Ph. D(Management Studies) from NMIMS.
Chairman/Member of the Committees of the Board of Directors of the Company.	Member of the Audit Committee and Stake Holders Relationship Committee.
Directorship in other Companies	Sreeni Agro Chemicals Ltd. Aries East-West Nutrients Pvt. Ltd. Blossoms International Ltd. Aries Marketing Ltd. Aries Agro Care Pvt. Ltd. Aries Agro Equipments Pvt. Ltd. Aries Agro Produce Private Limited Golden Harvest Middle East FZC
Membership of Audit Committee of other Public Limited Companies	NIL
Membership of any other Committee of other Public Limited Companies.	NIL

Particulars required	Information
Name of the Director	Mrs. Nitya Mirchandani
Date of Birth	29 th January, 1978
Date of Appointment	30 th May, 2014
Expertise in specific functional areas	Woman Director
Qualifications	B.A., Diploma in Human Resource Management
Chairman/Member of the Committees of the Board of Directors of the Company.	NIL
Directorship in other Companies	NIL
Membership of Audit Committee of other Public Limited Companies	NIL
Membership of any other Committee of other Public Limited Companies.	NIL

Independent Directors

Particulars required	Information
Name of the Director	Prof R. S. S. Mani
Date of Birth	31 st May, 1963
Date of Appointment	16 th August, 2004
Expertise in specific functional areas	Independent Director
Qualifications	B.Sc./M.A.Personnel Management & Industrial Relations, TISS
Chairman/Member of the Committees of the Board of Directors of the Company.	Chairman of Audit Committee, Nomination and Remuneration Committee and Chairman of Stake Holders Relationship Committee
Directorship in other Companies	Aries Agro Care Private Limited Aries Agro Equipments Private Limited
Membership of Audit Committee of other public limited companies	NIL
Membership of any other committee of other public limited companies.	NIL

Particulars required	Information
Name of the Director	Mr. Chakradhar Bharat Chhaya
Date of Birth	9 th November, 1943
Date of Appointment	29 th October, 2009
Expertise in specific functional areas	Independent Director
Qualifications	B.Com., FCMA, CAIIB.
Chairman/Member of the Committees of the Board of Directors of the Company.	Member of Nomination and Remuneration Committee. Member of the Treasury Committee.
Directorship in other Companies	1. Credila Financial Services Private Limited 2. Texmo Pipes & Products Limited 3. Yalamanchili Software Exports Limited
Membership of Audit Committee of other Public Limited Companies	1. Texmo Pipes & Products Limited –Member Audit Committee 2. Credila Financial Services Private Limited-Member Audit Committee 3. Yalamanchili Software Exports Limited- Chairman Audit Committee
Membership of any other Committee of other Public Limited Companies.	1. Texmo Pipes & Products Limited – Member of Nomination and Remuneration Committee and Chairman of Stake Holders Relationship Committee

Particulars required	Information
Name of the Director	Mr. Bhumitra Vinodchandra Dholakia
Date of Birth	3 rd September, 1949
Date of Appointment	13 th November, 2012
Expertise in specific functional areas	Independent Director
Qualifications	B.A., LL.B., CAIIB. FCS.
Chairman/Member of the Committees of the Board of Directors of the Company.	Member of Audit Committee. Member of the Remuneration Committee.
Directorship in other Companies	1. Mruga Corporate Services Limited 2. Rapicut Carbides Limited
Membership of Audit Committee of other Public Limited Companies	NIL
Membership of any other Committee of other Public Limited Companies.	1. Rapicut Carbides Limited - Chairman of Audit Committee and Chairman of Nomination and Remuneration Committee

23. The Registrar and Share Transfer Agent of the Company (RTA).

AARTHI CONSULTANTS PRIVATE LIMITED

1-2-285, Domalguda, Hyderabad – 500 029, Telangana, India

Tel : +91-40-27634445 / 27642217, Fax: +91-40-27632184

E-mail: aries@arthiconsultants.com

Website: www.arthiconsultants.com

24. Voting through electronic means

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 44th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL).

The instructions for members for voting electronically are as under:-

- (i) The voting period begins on Saturday, 20th September, 2014 at 10.00 a.m. and ends on Monday, 22nd September, 2014 at 6.00 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 Friday, 12th September, 2014, 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 during the voting period
- (iii) Click on "Shareholders" tab.
- (iv) Now, select the Company "ARIES AGRO LIMITED" from the drop down menu and click on "SUBMIT"
- (v) 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.