



## **Advanta India Limited**

"Krishnama House", No. 8-2-418, 4<sup>th</sup> Floor, Road No.7, Banjara Hills,  
Hyderabad – 500 034, Andhra Pradesh, India.

**Addendum to Notice dated 26<sup>th</sup> April 2013 convening 19<sup>th</sup> Annual General Meeting of the Company scheduled to be held on Wednesday, 5<sup>th</sup> June, 2013 at 11.30 AM at Hotel Fortune Park Vallabha, Road No. 12, Banjara Hills, Hyderabad – 500 034.**

Notice is further given that the following items of Business shall be appended to the aforesaid notice as Item No. 6 and Item No. 7 under Special Business along with corresponding Explanatory Statement thereto:

### **Item No. 6: Sub- Division of Shares**

**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 94 and all other applicable provisions, if any, of the Companies Act, 1956, (including any amendments thereto or re-enactment thereof) and subject to such approvals, consents, permissions and sanctions, if any, as may be required from any authority and pursuant to Article No. 60 (d) of the Articles of Association of the Company, the consent of the members of the company be and is hereby accorded for sub-dividing the equity shares of the Company, including the paid-up shares, such that each existing equity share of the Company of the face value of ₹ 10/- (Rupees Ten) each be sub-divided into Five equity shares of the face value of ₹ 2/- (Rupees Two) each.

**RESOLVED FURTHER THAT** pursuant to the sub-division of the equity shares of the Company, the Authorized, issued, subscribed and paid up equity shares of face value of ₹ 10 /- (Rupees Ten) each, shall stand sub-divided into equity shares of ₹ 2/- (Rupees Two) each, fully paid-up.

**RESOLVED FURTHER THAT** the Managing Director, Company Secretary or any other Director of the Company be and are hereby severally authorized to do, perform and execute all such acts, deeds, matters and things as may be considered necessary, expedient, usual or proper to give effect to this resolution including but not limited to fixing of the Record Date as per the requirements of the Listing Agreement, execution of all necessary documents with the Stock Exchanges and the Depositories, Reserve Bank of India and/or any other relevant statutory authority, if any, cancellation or rectification of the existing physical share certificates in lieu of the old certificates and in case of shares held in dematerialized form, the sub-divided equity shares be credited to the respective demat accounts of the beneficiaries in lieu of the existing equity shares held by them and to settle any question or difficulty that may arise with regard to the sub-division of the equity shares as aforesaid or for any matters connected herewith or incidental hereto."

### **Item No. 7: Alteration of Memorandum of Association**

**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 16 and all other applicable provisions, if any, of the Companies Act, 1956 (including amendments thereto or re-enactment thereof), the consent of the members of the Company be and is hereby accorded for alteration of the Memorandum of Association of the Company by replacing the existing Clause V with the new Clause V which shall read as follows:

- V.** The Authorized Share Capital of the Company is ₹ 77,00, 00,000 (Rupees Seventy Seven Crores only) consisting of 30,31,00,000 (Thirty Crores Thirty One Lakhs only) Equity Shares of ₹ 2/- (Two) each and 1,63,80,000 (One Crore Sixty Three Lakhs Eighty Thousand only) Redeemable Preference Shares, whether Cumulative or Non-cumulative of ₹ 10/- (Ten) each with the power to increase or reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such rights as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, amalgamate or abrogate any such rights in such manner as may for the time being be provided in the Articles of Association of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company or any Committee thereof be and is hereby authorized to do perform and execute all such acts, matters, deeds and things as it may consider necessary, expedient, usual or proper to give effect to this resolution, including but not limited to filing of necessary forms with the Registrar of Companies and to comply with all other requirements in this regard and for any matters connected herewith or incidental hereto."

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 173 (2) OF THE COMPANIES ACT, 1956:**

### **Item No. 6:**

As the members are aware, the equity shares of your Company are listed on the National Stock Exchange of India Limited (NSE) and BSE Limited, (BSE) and are also regularly traded on the said Exchanges.

However, as a measure of further improving the liquidity of Company's shares, it is proposed to sub-divide the nominal value and paid up value of the Equity Shares (Authorized/ Subscribed / Issued and Paid-up) of the Company.

The members may note that presently the nominal and paid up value of the equity shares of the Company is ₹ 10/- per share and consequent upon the proposed sub-division, it shall be ₹ 2/- per share. This implies that each equity share of ₹ 10 each shall be subdivided into 5 equity shares of ₹ 2 each.

The Managing Director, Company Secretary or any other Director of the Company, in consultation with the Stock Exchange(s), as may be required, shall fix the Record Date for the purpose of ascertaining the list of members whose shares shall be subdivided, as proposed above, and the same shall be notified to the members through appropriate medium.

Pursuant to the provisions of Section 94 of the Companies Act, 1956, approval of the members is required for sub-division of shares, by way of passing Ordinary Resolution in their General Meeting.

Hence the said resolution is recommended for your approval.

None of the Directors of the Company is in any way interested or concerned in the said resolution, except to the extent of shares held by him or by his relatives in the Company.

### **Item No. 7:**

The existing Clause V of the Memorandum of Association states the present Authorized Share Capital and division thereof in terms of number of shares and nominal value of each share.

In view of the proposed subdivision of equity shares, the nominal value of each share shall stand reduced from ₹ 10 per share to ₹ 2 per share and the corresponding number of shares shall increase accordingly.

In view of the aforesaid, the existing Clause V of Memorandum of Association needs to be altered accordingly.

A copy of the existing Memorandum and Articles of Association as well as the specimen of the amended Memorandum and Articles of Association of the Company is available for inspection by the members at the registered office of the Company between 11 a.m. to 5 p.m. on all working days.

Pursuant to the provisions of Section 16 read with Section 94 of the Act, any such alteration needs to be approved by the members by passing an Ordinary Resolution.

Hence the said resolution is recommended for your approval.

None of the Directors of the Company is in any way interested or concerned in the said resolution, except to the extent of shares held by him or by his relatives in the Company.

*By the Order of the Board of Directors*  
for **Advanta India Limited**

Place : Hyderabad  
Date : 10.05.2013

**Pushpalatha K**  
Company Secretary

THE WORLD SMILES WITH US

19<sup>TH</sup> ANNUAL REPORT 2012



# THE REASONS BEHIND THE SMILES



Alberto Linguetti  
Córdoba  
*Product: VDH 422*

"I came to know about the product through our distributor, and decided to sow it 4 years ago, with excellent results from the first year. And continued to use it always to produce forage and silage of great potential. I chose it because of its quality and potential considering the drought periods. The results were excellent...the best this time, even with a dry year.

It is a sorghum that can hold its own against almost anything. It always has good color, great disease tolerance and never has an attack of any plague. Compared with sorghums of other companies, VDH 422 has a great yield potential even in drought conditions. Other products cannot stand the amount of dry days and heat that VDH 422 can."

Damián Pettovello  
Buenos Aires  
*Products: VDH 422 , VDH 314*

"Advanta has a very ambitious and high quality Sorghum Program, and that's amazing. The results we get are not usual. Besides management, it's obvious that the Company has been working on the products for years, even when other companies abandoned it. These hybrids, in general, have an excellent behavior, even in extremely bad conditions. Its adaptability to different conditions is fantastic. VDH 314 is a great potential hybrid that provided us with excellent results and higher yields. VDH 422 is great as a double purpose, and every year allows me to have extra material, even in difficult years. It is a product that never stops me to wonder."



Fernando García  
Huinca Renancó, Córdoba  
*Product: VDH 422*

"I have used this product for five years. It is a product that fits my productive system because it can be used for silage and also left for grain harvesting. Every year, I have great results in green material production for silage, with great quality. Its disease tolerance is excellent and that's why I am interested in the product. We've never used insecticide in the last five years.

Compared to the competition, VDH 422 has a great panicle size, great behavior and the advantage of being double purpose."

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## Form of Proxy and Attendance Slip





# About Advanta

Advanta is an Indian Plant Genetics company with a global presence. We are present in Asia, Africa, Australia, South America, North America and Europe. We export high quality seeds to about 25 other countries. **Advanta is a world leader in sorghum** (grain, forages and sweet) and has a strong position in tropical corn, sunflower, canola, sweet corn and vegetables. Advanta is currently embarking upon a very aggressive growth strategy in the emerging markets of Africa, Asia and Latin America.

## Our Values

Our Values are our unstinted commitment to our stakeholders

- Innovation
- Agility
- Respect
- Excellence

Trust, integrity and transparency are imbibed in our conduct.

## Purpose

Our superior germplasm combined with technology and bioscience capability gives us a robust platform for growth. While continuing with traditional breeding principles, we have adopted technological advancements for our crop research. At the core of our heart, we believe that it is our purpose to deliver value to the farmers and help them in increasing their yields.

## Our Vision

Driving Sustained Growth through World-Class Plant Genetics & Innovative Technology.

While our purpose statement indicates why we exist, our vision statement conveys our strategy, intent, objective and the driving force to accomplish our vision.

## Strategy

Create / Acquire breakthrough products

Focus on high quality production

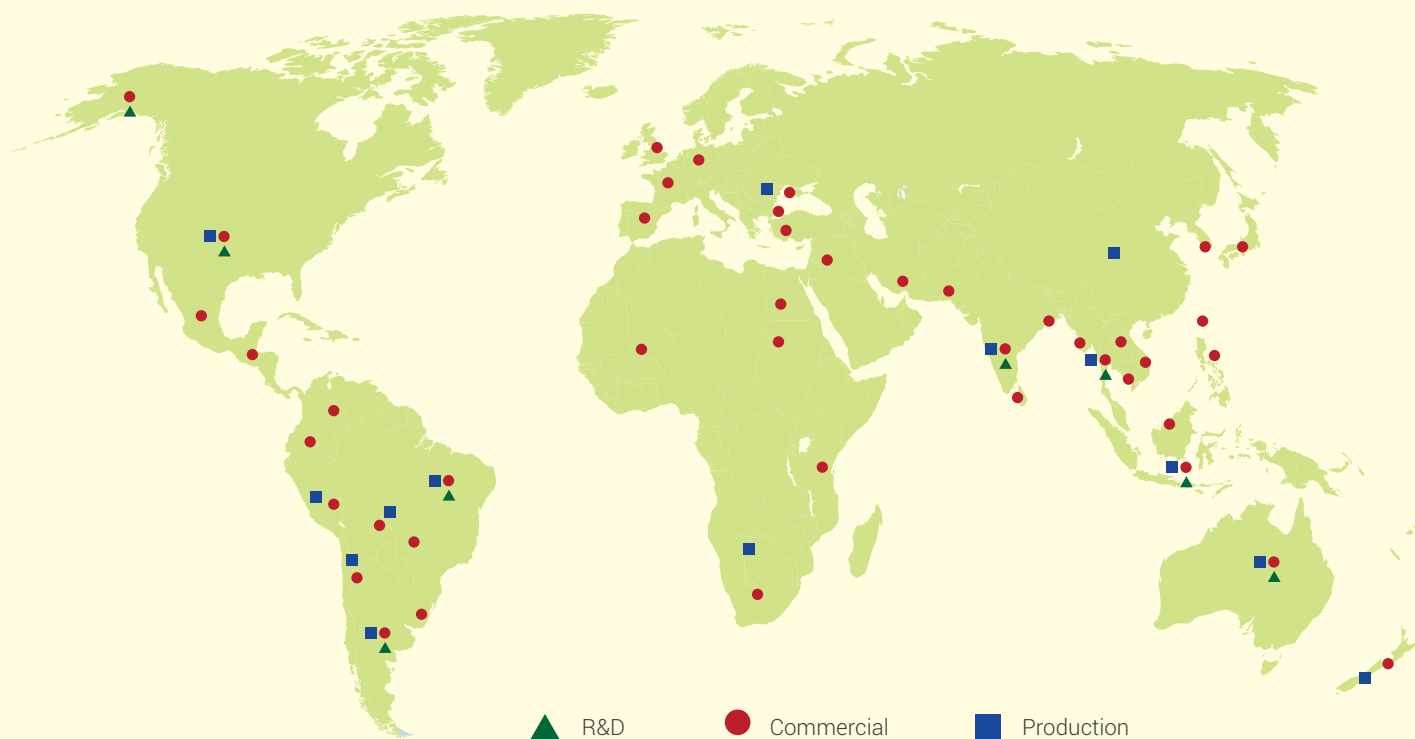
Market aggressively aimed at customer satisfaction

Maintain high level of operational efficiency and

Retain talent through a transparent Performance Management System

- Resulting in a profitable & cash rich business

# A Global Presence

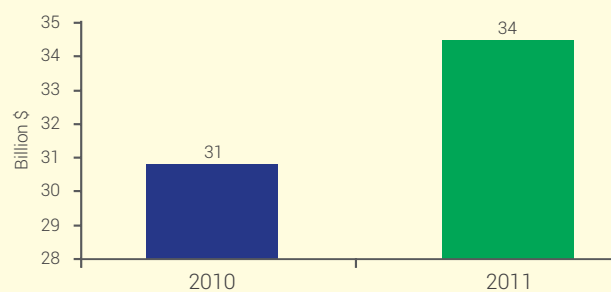


## Global Commercial Seed Market Size

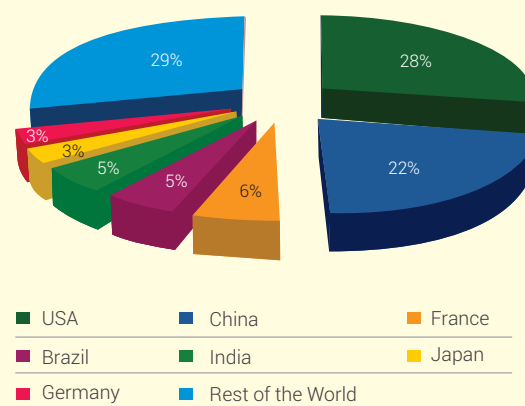
### Global Seed Market Value

Total seed market size - 34.5 Billion \$

Global annual growth rate - 11.9%



## Global Commercial Seed Market - Breakdown by Country



Source: Global Seed Market Report 2012- Philipps McDougal





## Acquisitions

Strategic acquisitions have given an edge to Advanta in terms of market access and portfolio expansion. We have successfully completed six acquisitions.

### COMPLETED 6 ACQUISITIONS FROM 2007 - 2010

COMPANY	COUNTRY	CROP	FROM
Longreach	* Australia	* Wheat	* Syngenta
Golden and Unicorn	* India	* Vegetables	* Promoter
Garrison Townsend	* USA	* Sorghum	* Promoter
Advanta Pacific	* USA	* Sunflower	* Limagrain
Crosbyton Seed	* USA	* Sorghum	* Promoters

### ADVANTA IS A UNIQUE PLACE WHERE MODERN SCIENCE CO-EXISTS WITH TRADITIONAL VALUES



## Global Manpower Strength

R&D 160	Admin & HR 58	Finance 42	IT 11	Production 90	Processing 89	Quality Control 17
Marketing / Sales 114		Product Development 26		Others 23	Total Manpower 630	

## Five-year Consolidated Financial Summary

(INR Lacs)

Accounting Year	2008	2009	2010	2011	2012
Total Sales	58,443.52	65,058.68	65,357.45	91,181.14	102,772.81
Total Income	62,336.08	69,834.04	70,652.07	95,214.92	107,299.46
Earnings before Interest, Depreciation, Taxes & Amortisation (EBIDTA)	11,351.23	10,102.03	7,135.96	13,330.17	16,783.26
Profit after Tax & Minority Interest	5,049.75	2,705.03	(2,745.29)	1,229.05	5,936.27
Gross Fixed Assets	74,326.97	78,963.04	85,989.27	93,796.36	95,033.91
Net Fixed Assets	64,674.28	66,489.05	71,062.86	74,563.75	72,903.51
Gross Debt	42,668.53	47,104.70	60,825.44	67,504.95	57,997.34
Net Worth	45,977.23	51,091.01	50,220.92	54,138.13	56,571.99
Cash & Cash equivalents	6,340.08	3,356.43	6,093.60	15,108.95	14,860.17
Earnings per Share ₹	30.00	16.06	(16.30)	7.29	35.21
Book Value per Share ₹	273.04	303.36	298.01	321.21	335.48
Debt Equity Ratio (on Gross Debt)	0.93 : 1	0.92 : 1	1.21 : 1	1.25 : 1	1.03 : 1
Debt Equity Ratio (on Net Debt)	0.79 : 1	0.86 : 1	1.09 : 1	0.97 : 1	0.76 : 1
Net Profit / Sales (%)	8.64	4.16	(4.20)	1.35	5.78
Dividend on Equity Shares (%)	10.00	10.00	-	-	-
Return on Net Worth (%)	10.98	5.29	(5.47)	2.27	10.49

## Crop Sales

	Value (INR Lacs)	Contribution to Total Sales
Conventional Seed Sales	97,909	95%
Genetically Modified Seed Sales	4,865	5%
All Crop Sales	1,02,773	100%