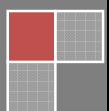




ECO FRIENDLY FOOD PROCESSING PARK LIMITED

ANNUAL REPORT 2012-13





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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Brij Kishore Sabharwal
Mr. Amar Singh Bisht Whole Time Director
Mr. Vinod Kumar Garg
Mr. Sujit Gupta

COMPANY SECRETARY AND COMPLIANCE OFFICER

Ms. Neha Khandelwal

STATUTORY AUDITORS

M/s Rupesh Mangal & Associates, Chartered Accountants

BANKER TO THE COMPANY

ICICI Bank Limited

REGISTERED OFFICE

49, Gujrawala Town, Part-II
New Delhi-110009.

Tel.: +91-11-32971926
Fax : +91-11-32971926

Email: ecofriendlyfood@yahoo.com
Website: www.ecofriendlyfood.in

REGISTRAR & SHARE TRANSFER AGENT

M/s Cameo Corporate Services Ltd
Subramanian Building
1 Club House Road,
Chennai 600 002

Tel.: +91-44-2846 0390/1989
Fax: +91-44-2846 0129

Email: cameo@cameoindia.com
Website: www.cameoindia.com



NOTICE

NOTICE is hereby given that the Annual General Meeting of the Members of **ECO FRIENDLY FOOD PROCESSING PARK LIMITED** will be held on Friday, 16th August, 2013 at 10:00 A.M. at the Registered Office of the Company at 49, Gujrawala Town, part-II, New Delhi-110009 to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2013 and Profit & Loss Account for the year ended on that date together with the reports of the Board of Directors & Auditors' thereon.
2. To appoint a Director in place of Mr. Vinod Kumar Garg, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Brij Kishore Sabharwal, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s. Rupesh Mangal & Associates, Chartered Accountants, having firm registration no. 025449N, as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to authorize the Board to fix their remuneration.

SPECIAL BUSINESS

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

“RESOLVED THAT in accordance with the provision of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956, Mr. Sujit Gupta be and is hereby appointed as Director of the Company, liable to retire by rotation.”

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

“RESOLVED THAT pursuant to Sections 94 and 16 and other applicable provisions, if any, of the Companies Act, 1956, the Authorized Share Capital of the Company be and is hereby increased from Rs.10,20,00,000/- (Rupees Ten Crore twenty lacs only) divided into 1,02,00,000 Equity Shares of Rs. 10/- each to Rs. 25,00,00,000/- (Rupees Twenty Five Crore only) divided into 2,50,00,000 Equity Shares of Rs. 10/- each, which shall rank pari passu with the existing equity shares in all respects.

RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association be and is hereby altered to read as follows:

V. The Authorized Share Capital of the Company is Rs.25,00,00,000/- (Rupees twenty five Crore



only) divided into 2,50,00,000 (two crore and fifty lacs only) Equity Shares of Rs. 10/- (Rupees Ten only) each”.

Place: New Delhi

BY ORDER OF THE BOARD OF DIRECTORS

Date: 22nd July, 2013

Sd/-

**AMAR SINGH BISHT
DIRECTOR
DIN NO.: 06402669**

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. Corporate members intended to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. Members/Proxy holders are requested to bring their copy of Annual Report and Attendance slip sent herewith, duly filled-in for attending the Annual General Meeting.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, 14th August, 2013 to Friday, 16th August, 2013 (both days inclusive).
5. The Shareholders are requested to notify their change of address immediately to the Registrars & Transfer Agent – M/s Cameo Corporate Services Ltd.
6. The Explanatory Statement pursuant to Section 173 (2) of the Companies Act, 1956 in respect to item 5 and 6 is annexed hereto.
7. Equity shares of the Company are under compulsory Demat trading by all Investors. Those shareholders who have not dematerialized their equity shares are advised to dematerialize their shareholding, to avoid inconvenience in future.
8. Re-appointment of Directors: At the ensuing Annual General Meeting Mr. Vinod Kumar Garg and Mr. Brij Kishore Sabharwal, liable for retire by rotation, and being eligible, offers themselves for re-appointment. The details pertaining to these directors required to be provided pursuant to Clause 52 of the listing agreement are furnished in the statement on Corporate Governance published elsewhere in this Annual report.
9. Members are requested to intimate their Email IDs for correspondence and quicker response to their queries.



EXPLANATORY STATEMENT IN TERMS OF SECTION 173(2) OF THE COMPANIES ACT, 1956

ITEM 5:

Mr. Sujit Gupta was appointed as Additional Director by the Board of Directors of the Company in its meeting held on 25th March, 2013. As per the provisions of Section 260 of the Companies Act, 1956, he hold office as Additional Director until the ensuing Annual General Meeting. The Company has received notices in writing along with a deposit of Rs. 500/- for him from a member proposing his candidature as director liable to retire by rotation in terms of Section 257 of the Companies Act, 1956.

In terms of Section 255 of the Companies Act, 1956, Directors shall be appointed by shareholders at their General Meeting. Therefore, the Board recommends these resolutions for your approval.

Mr. Sujit Gupta is interested in this resolution to the extent to his appointment.

ITEM 6:

The present Authorized Share Capital of the Company is Rs.10,20,00,000/- (Rupees Ten Crore twenty lacs only) divided into 1,02,00,000 Equity Shares of Rs. 10/- each. With growing expansion of the business of the Company, it is necessary to increase Authorized Share Capital of the Company from Rs.10,20,00,000/- (Rupees Ten Crore twenty lacs only) divided into 1,02,00,000 Equity Shares of Rs. 10/- each to Rs. 25,00,00,000/- (Rupees Twenty Five Crore only) divided into 2,50,00,000 Equity Shares of Rs. 10/- each. In terms of the provisions of Section 94(1)(a) of the Companies Act, 1956, the Amendment in the Capital Clause of the Memorandum can be made by way of passing an Ordinary Resolution at the General Meeting. Therefore the Board of Directors recommends this resolution for your approval.

None of the Directors is concerned or interested in this resolution.

Place: New Delhi
Date: 22nd July, 2013

BY ORDER OF THE BOARD OF DIRECTORS
Sd/-

AMAR SINGH BISHT
EXECUTIVE DIRECTOR
DIN NO.: 06402669

REGISTERED OFFICE:
49,
Gujrawala Town, Part-II,
New Delhi – 110009.



THE DIRECTORS' REPORT

Dear Shareholders,

Yours Directors have pleasure in presenting the Annual Report and Audited Accounts of Eco Friendly Food Processing Park Limited ('the Company') for the year ended 31st March, 2013 ('the financial year').

FINANCIAL HIGHLIGHTS

The summarised performance of the Company for the years 2012-13 and 2011-12 is given below:
(` In Lacs)

Particulars	For Financial Year Ended	
	31 st March, 2013	31 st March, 2012
Total Income	274.31	387.79
Total Expenditure	44.23	199.74
Profit before Depreciation and Tax	230.08	188.05
Less: Depreciation	52.34	0.79
Profit after Depreciation but before Tax	177.74	187.26
Less: Current Tax	2.96	0.00
Add: Excess Provision of Income Tax of Previous years	0.00	0.00
Profit / (Loss) After Tax	174.78	187.26
Proposed Dividend	0.00	0.00
Tax on Dividend	0.00	0.00
Transferred to Statutory Reserves	0.00	0.00

FINANCIAL PERFORMANCE

During the year under review, your Company has recorded a total income of Rs. 274.31 Lacs, against Rs. 387.79 Lac in the previous year, with a total decrease of 29.26 %. Net Profit before Taxation for the financial year ended March 31, 2013 reduced to Rs. 177.74 Lac from Rs. 187.26 Lac which is decrease of 5.08% from the previous year. Consequently, the Profit after Tax decreased from Rs. 187.26 Lac to Rs. 174.78 Lac an Decrease of 6.66%.

DIVIDEND

In consideration of future prospects of the Company, Your Board of Directors has decided to plough back the profits into the business operations of the Company.

LISTING ON SME PLATFORM OF THE BSE LIMITED

Yours Directors are pleased to inform you that your Company successfully listed its securities on the SME Platform of the BSE Limited on 14th January, 2013 and the Company has paid Listing Fees to the Exchange for the year 2012-13.



INITIAL PUBLIC OFFERING

Post Completion of initial public offer (IPO) of shares, your Company has fully spent / utilized the proceeds of the funds raised under the IPO as per the object of the issue as on 31st March, 2013.

Statement of Utilization Issue Proceeds by Company as on 31st March, 2013

(` in Lac)

Issue Objects (as per Prospectus)	Amount to be utilized	Amount actually utilized as on 31st March, 2013
Development of farm land for transition to organic farming	506.00	511.50
Construction of Storage Sheds	114.00	-
Sotar Fencing	65.50	-
Brand Building and General Corporate Purposes	60.00	-
Issue Expenses	60.00	33.16
Investment in Short Term Advances	-	211.34

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required under Clause 52 of the Listing Agreement with the Stock Exchanges, the Management Discussion and Analysis of the financial condition and results of consolidated operations of the Company under review, is annexed to Directors' Report.

PUBLIC DEPOSIT

Your Company has not accepted any deposits from the public during the year under review.

RE-APPOINTMENT OF DIRECTORS

In accordance with Section 255 and 256 of the Companies Act, 1956 read with the Articles of Association of the Company, Mr. Vinod Kumar Garg and Mr. Brij Kishore Sabharwal, Non-Executive Director of the Company, retire by rotation and are being eligible offer themselves for re-appointment at the ensuing Annual General Meeting.

During the year, Mr. Neeraj Mittal resigned from the Directorship and Mr. Sujit Gupta joined the Board as Independent Director.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- a. in the preparation of the annual accounts for the year ended March 31 2013, the applicable Accounting Standards read with the requirements set out under Schedule VI of the Companies Act, 1956 have been followed and there are no material departures from the same, if any;



- b. the Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the State of affairs of the Company as at March 31, 2013 and of the Profit of the Company for the year ended on that date;
- c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- d. the Directors had prepared the annual accounts of the Company on a 'going concern' basis.

STATUTORY AUDITORS

M/s. Anil Bandhu & Co., Chartered Accountants (having Firm Registration No. 002960C) as Statutory Auditors of the Company, holds office until the conclusion of the ensuing Annual General Meeting and has, vide its letter, shown their inability to continue as Statutory Auditor of the Company.

The Company has received letter from M/s Rupesh Mangal & Associates, Chartered Accountants, FRN 025449N, to the effect that their appointment, if made, would be within the prescribed limits under Section 224 (1B) of the Companies Act, 1956 and that they are not disqualified for such appointment within the meaning of Section 226 of the Companies Act, 1956.

A Board of directors of the company has recommended their appointment in the ensuing Annual General Meeting.

PARTICULARS OF EMPLOYEES

No Employee of the Company draws remuneration in excess of limit prescribed under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

ENERGY CONSERVATION MEASURES, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The provisions of Section 217(1) (e) of the Companies Act, 1956 read with Rule 2 of the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 are not applicable to the Company. Therefore, the information relating to conservation of energy or technology absorption etc. is not given. There has been no foreign exchange earning and outgo during the year under Report.

CORPORATE GOVERNANCE

A report on Corporate Governance along with a Certificate from the Auditors regarding the compliance with conditions of Corporate Governance in terms of Clause 52 of the Listing Agreement is annexed to this Report.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation of the co-operation and assistance



received from Shareholders, Bankers, regulatory bodies and other business constituents during the year under review.

Your Directors also wish to place on record their deep sense of appreciation for the commitment displayed by all executives, officers and staff, resulting in successful performance of the Company during the year.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

**SD/-
BRIJ KISHORE SABHARWAL
DIRECTOR
DIN NO.: 01303907**

**SD/-
AMAR SINGH BISHT
DIRECTOR
DIN NO.: 06402669**

**Place: New Delhi
Date: July 22, 2013**



CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE

The Company's philosophy on Corporate Governance is to achieve business excellence, enhance long term values for its stakeholders, maintaining excellent relations across all levels and proper compliance with all applicable legal and regulatory requirements.

2. BOARD OF DIRECTORS

The Board of Directors of the Company (Board) has optimum combination of Non-Executive and Independent Directors.

Mr. Amar Singh Bisht acts as the Executive Director and Mr. B.K. Sabharwal is the Non Executive Director and Mr. Vinod Kumar Garg, Mr. Sujit Gupta are non Executive Independent Directors on the Board of the Company.

None of the Directors hold directorship in more than 15 public limited companies nor is a member of more than 10 committees or chairman of more than 5 committees across all the public limited companies in which they are Directors.

BOARD MEETING:

As of March 31, 2013, the Board consisted of four Members. The Composition and the category of Directors on the Board of the Company were as under:

Category	Name of Director
Executive Director	Mr. Amar Singh Bisht
Non Executive Director and non Independent Director	Mr. B. K. Sabharwal
Non Executive and Independent Director	Mr. Vinod Kumar Garg
Non Executive and Independent Director	Mr. Sujit Gupta

During the financial year 2012-13, twelve Meetings of the Board of Directors were held on the following dates:

18th May, 2012, 19th May, 2012, 1st June, 2012, 27th June, 2012, 1st September, 2012, 29th September, 2012, 30th September, 2012, 3rd October, 2012, 29th October, 2012, 9th January, 2013, 1st March, 2013 and 25th March, 2013.

The Details of Directorship and Membership / Chairmanship of the Committee of the Board held by the Directors as on 31st March, 2013 and their attendance at the meetings during the year are as follows:



Directors	Whether Promoter, Executive, Non-Executive, Independent Non-Executive, Nominee	No. of outside directorships held *(excluding Directorship in Private Limited Companies)	Total no. of Committee Membership held in other Public Limited Companies		Board Meeting attended
			Chairman	Member	
Mr. Amar Singh Bisht	Executive Director	NIL	-	-	10
Mr. B.K. Sabharwal	Non Executive and Non Independent Director	1. ISF Securities Ltd. 2. Sopan Infrabuild Pvt Ltd. 3. Sarovar electronics Pvt Ltd. 4. Gen x Commodities Pvt Ltd. 5. Esteem Bio Organic Food Processing Ltd. 6. ALPS Motor Finance Ltd.	1	2	09
Mr. Vinod Kumar Garg	Non Executive and Non Independent Director	1. A to Z Comtrade P. Ltd. 2. Heritage Securities P. Ltd. 3. Esteem Bio Organic Food Processing Ltd.	1	1	08
Mr. Sujit Gupta**	Independent Director	NIL	NIL	NIL	NIL

* Membership / Chairman of only Audit Committee and Shareholders' / Investors' Grievance Committee in Public limited companies have been considered.

** Mr. Suji Gupta joined the Board w.e.f. 25th March, 2013.

3. AUDIT COMMITTEE

The Audit Committee of the Company consists three Directors out of which two are Non Executive Director of the Company. All the Directors have good knowledge of Finance, Accounts and Company Law. The Chairman of the Committee is Mr. Sujit Gupta.



The Board vide resolution passed on 3rd October, 2012 constituted the Audit Committee in term of the Provisions of Clause 52 of the Listing Agreement. The Committee held 1 meeting during the year. The Audit Committee also advises the Management on the areas where internal control system can be improved. The Terms of reference of the Audit Committee are in accordance with all the items listed in Clause 52 (II)(D) and (E) of the Listing Agreement and Section 292 of the Companies Act, 1956 as follows:

- * Oversight of the Issuer's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- * Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
- * Approval of payment to Statutory Auditors for any other services rendered by the statutory auditors.
- * Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 1. Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (2AA) of Section 217 of the Companies Act, 1956;
 2. Any changes in accounting policies and practices and reasons for the same;
 3. Major accounting entries involving estimates based on exercise of judgment by management;
 4. Significant adjustments made in the financial statements arising out of audit findings;
 5. Compliance with listing and other legal requirements relating to financial statements;
 6. Disclosure to any related party transactions;
 7. Qualifications in the draft audit report.
- * Reviewing with the management the half yearly financial statements before submission to the Board for approval.
- * Reviewing with the management, performance of statutory and internal auditors, adequacy of internal control systems;
- * Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- * Discussion with internal auditors any significant findings and follow up thereon;
- * Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matters to the Board;
- * Discussion with Statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- * Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.



- * Mandatorily Review the following information:
- Management Discussion and Analysis of financial condition and results of operations;
 - Statement of significant related party transactions (as defined by the audit committee) submitted by management;
 - Management letters / letters of internal control weaknesses issued by statutory auditors;
 - Internal audit report relating to internal control weaknesses; and
 - The appointment, removal and terms of remuneration of the Chief internal auditor shall be review by the Audit Committee.

The Audit Committee has the following powers:

- to investigate any activity within its terms of reference.
- to seek information from any employee.
- to obtain outside legal and professional advice.
- to secure attendance of outsiders with relevant expertise, if it considers necessary.

COMPOSITION AND ATTENDANCE AT MEETINGS:

During the year ended on 31st March, 2013, the composition of Audit Committee has been as under:

- Mr. Sujit Gupta** (Chairman)
- Mr. Vinod Kumar Garg (Member) and
- Mr. B.K. Sabharwal (Member)

** Mr. Sujit Gupta was appointed as an Additional Director on the Board of the Company in place of Mr. Neeraj Mittal who resigned w.e.f. 25th March, 2013 and Designated as Chairman of the Audit Committee.

During the financial year 2012-13, one meeting of Audit Committee was held.

Attendance of the Directors at the Audit Committee Meetings held during the financial year is as under:

Name of Directors	Category	No. of Meetings Attended
Mr. Neeraj Mittal**	Chairman	1
Mr. Sujit Gupta**	Chairman	-
Mr. Vinod Kumar Garg	Member	1
Mr. B.K. Sabharwal	Member	1

** Mr. Sujit Gupta was appointed as an Additional Director on the Board of the Company in place of Mr. Neeraj Mittal who resigned w.e.f. 25th March, 2013 and Designated as Chairman of the Audit Committee.

4. REMUNERATION COMMITTEE

COMPOSITION OF THE REMUNERATION COMMITTEE:

Our Company has constituted a remuneration committee ("Remuneration Committee"). The Remuneration Committee was constituted vide resolution passed at the meeting of the Board of Directors held on 3rd October, 2012. The committee currently comprises of three Directors:



Mr. Vinod Kumar Garg, Independent Director
Mr. Sujit Gupta, Independent Director*
Mr. B. K. Sabharwal, Non Executive Director

** Mr. Sujit Gupta was appointed as an Additional Director on the Board of the Company in place of Mr. Neeraj Mittal who resigned w.e.f. 25th March, 2013 and Designated as Chairman of the Audit Committee.

TERMS OF REFERENCE

The terms of reference of Remuneration Committee includes the following:

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

During the financial year 2011-12 one meeting of the Remuneration Committee were held on 3rd October, 2012

Attendance of the Directors at the Remuneration Committee meetings held during the financial year is as under:

Name of Directors	Category	No. of Meetings Attended
Mr. Vinod Kumar Garg	Chairman	1
Mr. Neeraj Mittal**	Member	1
Mr. Sujit Gupta**	Member	1
Mr. B.K. Sabharwal	Member	1

** Mr. Sujit Gupta was appointed as an Additional Director on the Board of the Company in place of Mr. Neeraj Mittal who resigned w.e.f. 25th March, 2013.

5. SHAREHOLDERS' / INVESTOR'S GRIEVANCES COMMITTEE

Our Company has constituted a shareholder / investors grievance committee ("Shareholders / Investors Grievance Committee") to redress the complaints of the shareholders. The Shareholders/Investors Grievance Committee was constituted vide resolution passed at the meeting of the Board of Directors held on 3rd October, 2012. The committee currently comprises of three Directors. Mr. Vinod Kumar Garg is the Chairman of the Shareholders/ Investors Grievance committee.

ROLE OF SHAREHOLDERS/INVESTORS GRIEVANCE COMMITTEE



The Shareholders / Investors Grievance Committee of our Board look into:

- The redressal of investors complaints viz. non-receipt of annual report, dividend payments etc.
- Matters related to share transfer, issue of duplicate share certificate, dematerializations.
- Also delegates powers to the executives of our Company to process transfers etc.

The status on various complaints received / replied is reported to the Board of Directors as an Agenda item.

During the year under review, the Composition of the Shareholders' / Investors Grievance Committee has been as under:

Name of Directors	Category
Mr. Vinod Kumar Garg	Chairman
Mr. Neeraj Mittal**	Member
Mr. Sujit Gupta**	Member
Mr. Amar Singh Bisht	Member

** Mr. Sujit Gupta was appointed as an Additional Director on the Board of the Company in place of Mr. Neeraj Mittal who resigned w.e.f. 25th March, 2013

NAME, DESIGNATION AND ADDRESS OF THE COMPLIANCE OFFICER

Ms. Neha Khandelwal– Company Secretary and Compliance,
49, Gujrawala Town, Part-II,
New Delhi-110009

STATUS OF COMPLAINTS RECEIVED, RESOLVED AND PENDING AS ON 31ST MARCH, 2013

Number of Shareholders' Complaints received during the year	Nil
Number of Shareholders' Complaints resolved during the year	Nil
Number of Shareholders' Complaints Pending at the end of the year	Nil

6. GENERAL BODY MEETINGS

The details of Annual General Meetings held during the last three years are as follows:

Year	Day, Date and Time	Venue	Special Resolution
2009-10	Thursday, 30 th September, 2010, at 11.00 a.m.	912, K.G. Marg, New Delhi-110001	No
2010-11	Friday, 30 th September, 2011 at 11.30 a.m.	912, K.G. Marg, New Delhi-110001	No
2011-12	Friday, 28 th September, 2012 at 11.00 a.m.	S-520, Greater Kailash, Part-I, New Delhi-110048	Yes

EXTRAORDINARY GENERAL MEETING

During the year under review, two Extra ordinary General Meeting was held on 6th October, 2012 and 29th September, 2012.



None of the business proposed to be transacted at the forthcoming Annual General Meeting is required to be approved by Postal Ballot.

7. DISCLOSURES

7.1 Related Party Transaction

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. The details of transactions with the Company and related parties are given for information under notes to Accounts.

7.2 Statutory Compliance, Penalties and Strictures

The Company has complied with the requirements of the Stock Exchanges / SEBI / and Statutory Authorities to the extent applicable, and accordingly no penalties have been levied or strictures have been imposed on the Company on any matter related to capital markets during the last three years.

7.3 Whistle Blower Policy

The Company has framed a Code of Conduct for Directors and Senior Management. At present, the Company does not have any formal Whistle Blower Policy. The Directors of the Company affirms that no personnel have been denied access to the Audit Committee.

7.4 Proceeds from the Initial Public Offer of the Company

The Details about the utilization of the proceeds raised through Initial Public Offer of equity shares of the Company are disclosed to the Audit Committee. The Company has not utilized these funds for the purposes other than those mentioned in the prospectus of the Company.

7.5 Reconciliation of Share Capital Audit

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is carried out on a quarterly basis by a Practicing Company Secretary to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued, paid-up, listed and admitted capital of the Company.

7.6 Non-Mandatory Requirements

The Company does not comply with the non-mandatory requirements.

8. MEANS OF COMMUNICATION

The half yearly financial results are regularly submitted to the Stock Exchange in accordance with provisions of the Listing Agreement and also uploaded on the Company's website – www.ecofriendlyfood.in

9. GENERAL SHAREHOLDER INFORMATION

Annual General Meeting



Date, time and Venue	16 th August, 2013 at 10.00 a.m. at 49, Gujrawala town, Part-II, New Delhi-110009
Financial year	1 st April, 2012 to 31 st March, 2013
Date of Book Closure	14 th August, 2013 to 16 th August, 2013
Stock Exchange	SME Platform of BSE Limited
Stock Code/Symbol	534839/EFPL

MARKET PRICE DATA

Table below gives the monthly high and low prices and volumes of the Company's' equity shares at SME Platform of BSE Limited for the year 2012-2013:

Month	BSE SME PIATEFORM	
	High (`)	Low (`)
January, 2013	26.00	21.10
Feb, 2013	31.00	26.85
March, 2013	37.60	32.55

9.8 Registrar and Transfer Agents:

M/s Cameo Corporate Services Ltd
Subramanian Building
1 Club House Road,
Chennai 600 002

Tel.: +91-44-2846 0390/1989

Fax: +91-44-2846 0129

Email: cameo@cameoindia.com

Website: www.cameoindia.com

9.9 Share Transfer System

: Shares held in Physical form are processed by the Registrar and Share Transfer Agent in the prescribed manner and if the documents are complete in all respects, are transferred within the timeframe under the applicable provisions of law.

9.10 Distribution of Shareholdings as on 31st March, 2013

Shareholding of	Shareholders		Amount	% to total
	Nominal Value of	Number		
Upto 5,000	2	0.48	8000	0.01
5001 10,000	0	0.00	0	0.00
10001 20,000	3	0.72	52000	0.05
20001 30,000	0	0.00	0	0.00
30001 40,000	3	0.72	120000	0.12
40,001 50,000	0	0.00	0	0.00



50001	1,00,000	286	68.42	17640000	17.81
1,00,001	Above	124	29.66	81240000	82.01
TOTAL		418	100.00	99060000	100.00

9.11 Category of Shareholders as on 31st March, 2013

Category	No. of Shares	Shareholding %
Resident Individuals	1828000	70.32
Bodies Corporate	72000	0.73
Clearing Members	6000	0.06
Promoter/ Promoter Relative	2018000	20.37
Non-Resident Indians	--	---
Hindu Undivided Family	838000	8.46
TOTAL	9906000	100.00

9.12 Dematerialization of Shares and Liquidity

As on 31st March, 2013, a total of 6590000 equity shares aggregating to 66.53% of the total issued, subscribed and paid-up equity share capital of the Company were in dematerialized form.

The equity Share of the Company are regularly traded on the BSE Limited.

Place: New Delhi
Date: 22nd July, 2013

BY ORDER OF THE BOARD OF DIRECTORS
Sd/-
AMAR SINGH BISHT
DIRECTOR
DIN NO.: 06402669



AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
Eco Friendly Food Processing Park Limited,

We have reviewed the compliance of the conditions of Corporate Governance by M/s.Eco Friendly Food Processing Park Limited for the year ended 31st March, 2013, as stipulated in Clause 52 of the Listing Agreement of the said Company with the Stock Exchange in India.

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

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

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

**FOR KV & Company
Company Secretaries**

Sd/-
Vishant Jain
(Partner)

**C. P. No. 11568
Place: New Delhi
Date: 22nd July, 2013**



MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis (MDA) is structured as follows:

A) INDUSTRY STRUCTURE AND DEVELOPMENT

On macroeconomic front the financial year 2012- 13 was among the most challenging years. The policy and governance environment impacted the economic scenario. Persistent inflation resulted in the regulator raising the policy rates leading to a high interest-rate environment.

All these factors contributed towards an industrial slowdown and eventually led to a moderation in GDP growth. Raising capital became more difficult and working capital cycles in most industries increased, resulting in cash flow issues across various sectors. The microfinance sector came to a standstill, owing to regulatory hurdles.

However, in the midst of these challenges, there were certain pockets and segments that continued to thrive.

B) OPPORTUNITIES AND THREATS

Your Company being an agricultural Company seeks opportunities and making efforts to fully utilized it.

C) OUTLOOK

The long term objective of the Company is to remain strong player in the market with strong emphasis on product and market development. Your Company is also continuously improving its operational efficiency, and cost control which alone can improve the bottom line in future in highly competitive environment. Further, your Company is hopeful to get advantage of this overall boom likely to happen for the Indian markets and will do all out efforts to secure the bigger share of the increasing market in future.

D) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a proper adequate internal control system to ensure that all the assets are safe guarded and protected against the loss from unauthorized used or disposition and that transactions are authorized, recorded and reported correctly.

The internal control is supplemented by an extensive internal audit, periodical review by the management and documented policies, guidelines and procedures. The internal control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of assets.

E) FINANCIAL AND OPERATIONAL PERFORMANCE

Share Capital

The Paid up Share Capital of the Company as on 31st March, 2013 stands at Rs. 9,90,60,000 divided into 9906000 equity shares of Rs. 10/- each fully paid up.

Reserves and Surplus

The Reserves and Surplus is Rs. 710.75 Lacs as on the end of the Current year.

Total Income



During the year under consideration, total income was Rs. 274.30 lacs as against Rs. 387.79 during the previous year.

F) MATERIAL DEVELOPMENTS IN HUMAN RESOURCES

During the year, your Company has appointed Company Secretary and Compliance Officer on 1st July, 2011. Apart from this there has been no material development on the Human Resources front during the year. As on 31st March, 2012 the Company had 3 employees.

The Company continues to lay emphasis on developing and facilitating optimum human performance. Performance management was the key word for the Company this year.



**ANNUAL DECLARATION BY CEO / MANAGING DIRECTOR PURSUANT TO CLAUSE 52
(1)(D)(ii) OF THE LISTING AGREEMENT**

I, Amar Singh Bisht, Executive Director of Eco Friendly Food Processing Park Limited hereby declare that all the members of the Board of Directors of the Company and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them as laid down by the Company in terms of Clause 52(1)(D)(ii) of the Listing Agreement entered into with the Stock Exchanges for the financial year ended 31st March, 2013.

Place: New Delhi
Date: 22nd July, 2013

BY ORDER OF THE BOARD OF DIRECTORS
Sd/-
AMAR SINGH BISHT
DIRECTOR
DIN NO.: 06402669



CERTIFICATION BY THE MANAGING DIRECTOR ON FINANCIAL STATEMENTS OF THE COMPANY

I, Amar Singh Bisht, Executive Director of Eco Friendly Food Processing Park Limited, certify that:

- (a) I have reviewed the financial statements and the Cash Flow Statement for the year and that to the best of our knowledge and belief:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- (b) There are, to the best our knowledge the belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We are responsible for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit Committee:
 - (i) significant changes in internal control over 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) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Amar Singh Bisht
Executive Director

Place: New Delhi
Date: 22nd July, 2013



AUDITOR'S REPORT

**To,
THE MEMBERS OF ECO FRIENDLY FOOD PROCESSING PARK LIMITED**

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of ECO FRIENDLY FOOD PROCESSING PARK LIMITED ("the Company). Which comprise the balance sheet as at 31st march 2013, the statement of profit and loss 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 STATEMENTS

Management is responsible for the preparation of these financial statements that give true and fair view of the financial position, financial performance and cash flows of the company in accordance with accounting standard referred to in sub section(3G) of section 211 of companies Act 1956 ("the Act"). This responsibility includes the design, implementation and maintenances of internal control relevant to the preparation and presentation of financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

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

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

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

OPINION

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



- (a) In the case of balance sheet , the state of affairs of the company as at march31 , 2013,
- (b) In the case of statement of profit and loss of the profit for the year ended on that date, and
- (c) In the case of the cash flow statement, of the cash flows of the company for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the companies (auditor's report) order, 2003 ("the Order") issued by the central government of India in terms of sub-section (4a) of section227 of the Act , we give in the annexure a statement on the matters specified in paragraphs 4 and 5 of the order.
2. As required by the section 227(3) of the act, we report that :
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of the audit.
 - (b) In our opinion , proper books of accounts as required by law have been kept by the company so far as appears from our examination of those books.
 - (c) The balance sheet, the statement of profit and loss and the cash flow statement dealt with by this report are in agreement with the books of account.
 - (d) In our opinion , the balance sheet, statement of profit and loss, and the cash flow statement comply with the accounting standards referred to in sub-section (3C)of section 211 of companies act 1956

On the basis of written representation received from the directors as on 31st march 2013, and taken on record by the board of directors, none of the directors is disqualified as on 31st march 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of companies act 1956.

For **ANIL BANDHU & CO.**
Chartered Accountants

Place : New Delhi
Date: 30.05.2013

SD/-
(CA. ANIL KUMAR AGARWAL)
Partner
Membership No.071233
FRN:002960C



RE: Eco Friendly Food Processing Park Limited

ANNEXURE TO AUDITORS' REPORT- 31 MARCH 2013

(Referred to in of our report of even date)

- (i) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The company has a Phased programme of physical verification of its fixed assets, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets
- (c) The Company has not disposed off any fixed assets during the year.
- (ii) (a) As explained to us, the inventory has been physically verified by the management at reasonable intervals during the year.
- (b) In our opinion and according to the information and explanations given to us, the procedures for the physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) In our opinion and according to the information and explanations given to us the company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- (iii) The Company has not granted the loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956 ('the Act').

The Company has not taken the loans, secured or unsecured, from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956 ('the Act').
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventory and fixed assets and with regard to the sale of goods. The activities of the Company do not involve sale of services. We have not observed any major weakness in the internal control system during the course of audit.
- (v) In our opinion and according to the information and explanations given to us, there are no contracts and arrangements, the particulars of which need to be entered into the register maintained under 301 of the Act
- (vi) The Company has not accepted any deposits from the public.



- (vii) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (viii) The Central Government has not prescribed the maintenance of cost records under Section 209(1) (d) of the Act for any of the products manufactured/services rendered by the Company.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of Wealth tax, Sales tax, Excise Duty, Cess, Employees' State Insurance and Investor Education and Protection Fund.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of Income Tax and other material statutory dues were in arrears as at 31 March 2009 for a period of more than six months from the date they became payable.
- (x) The Company does not have any accumulated losses at the end of the financial year and has not incurred cash losses in the current financial year and in the immediately preceding financial year.
- (xi) The Company did not have any outstanding dues to any financial institution, banks or debenture holders during the year.
- (xii) The Company has not granted loans and advance on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion and according to the information and explanations given to us, the Company is not a chit fund or a nidhi/mutual benefit fund/ society.
- (xiv) In our opinion and according to the information & explanations given to us, the Company is not dealing in or trading in shares, securities, debentures and other investments.
- (xv) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institution.
- (xvi) The Company did not have any term loans outstanding during the year.
- (xvii) According to the information and explanations given to us, and on an overall examination of the balance sheet of the Company, we are of opinion that the funds raised on short-term basis have not been used for long-term investment.



- (xviii) The Company has made the preferential allotment of shares to parties covered in the register maintained under section 301 of the Companies Act, 1956. However, the terms of the issue are not prejudicial to the interest of the Company.
- (xix) The Company did not have any outstanding debentures during the year.
- (xx) During the year the Company has raised the money by public issue. On the basis of interim financial statements as obtained from management we have verified the end use of money raised by public issue vide note no.23
- (xxi) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For **ANIL BANDHU & CO.**
Chartered Accountants

Place : New Delhi
Date: 30.05.2013

SD/-
(CA. ANIL KUMAR AGARWAL)
Partner
Membership No.071233
FRN:002960C



Balance Sheet as at 31-03-2013

(in Rupees)

Particulars		Note No.	31st March 2013	31st March 2012
1		2	3	4
I.	EQUITY AND LIABILITIES			
1	Shareholders' funds			
(a)	Share capital	1	99,060,000.00	3,000,000.00
(b)	Reserves and surplus	2	71,075,112.12	52,345,031.20
2	Share Application Money		-	4,450,000.00
3	Current liabilities			
(a)	Short term Borrowings	3	57,827,949.00	29,790,000.00
(b)	Trade payables	4	-	370,449.00
(c)	Other current liabilities	4	370,435.00	10,000.00
(d)	Short term provisions	5	187,553.00	-
	TOTAL		228,521,049.12	89,965,480.20
II.	ASSETS			
1	Non-current assets			
(a)	Fixed assets			
(i)	Tangible assets	6	114,032,744.00	54,873,295.00
(i)	Intangible assets			
(b)	Long term loans & advances	7	1,751,500.00	-
(c)	Other non-current assets	8	3,451,418.00	9,000.00
2	Current assets			
(a)	Inventories	9	6,975,000.00	6,732,000.00
(b)	Trade receivables	10	3,120,509.00	18,957,749.20
(c)	Cash and cash equivalents	11	5,791,030.12	1,923,436.00
(d)	Short-term loans and advances	12	93,398,848.00	7,470,000.00



	TOTAL	228,521,049.12	89,965,480.20
The accompanying notes form an integral part of these financial statements.			

In terms of our report attached
For Anil Bandhu & Co.,
Chartered Accountants
SD/-
CA. Anil Kumar Agarwal
Partner
Membership No.: 071233
FRN: 002960C

Place : New Delhi
Dated: 30.05.2013

For & On Behalf of Board of Directors

SD/- Amar Singh Bisht (Director) DIN: 06402669	SD/- Brij Kishore Sabharwal (Director) DIN: 01303907
---	---

SD/-
Neha Khandelwal
Company Secretary



Profit and loss statement for the year ended 31.03.2013

(` in Rupees)

Particulars		Refer Note No.	31st March 2013	31st March 2012
I.	Revenue from Operations (Gross)	13	26,474,124.00	38,778,995.20
II.	Other Income	14	956,578.00	-
III.	Total Revenue (I + II)		27,430,702.00	38,778,995.20
IV.	Expenses:			
	Changes in inventories of finished goods work-in-progress	15	- 243,000.00	16,914,000.00
	Employee benefits expense	16	1,241,175.00	1,320,260.00
	Depreciation expense	17	5,234,051.00	79,699.00
	Other expenses	18	3,425,312.08	1,739,505.00
	Total expenses		9,657,538.08	20,053,464.00
V.	Profit before exceptional and extraordinary items and tax (III-IV)		17,773,163.92	18,725,531.20
VI.	Exceptional items			-
	Loss on Sale of Fixed Assets		-	-
VII.	Profit before extraordinary items and tax (V - VI)		17,773,163.92	18,725,531.20
VIII.	Extraordinary Items		-	-
IX.	Profit before tax (VII- VIII)		17,773,163.92	18,725,531.20



X	Tax expense:		
	(1) Current tax	295,583.00	-
	(2) Deferred tax	-	-
	(3) Previous Year Tax	-	-
XI	Profit (Loss) for the period from continuing operations (VII-VIII)	17,477,580.92	18,725,531.20
XII	Profit/(loss) from discontinuing operations	-	-
XIII	Tax expense of discontinuing operations	-	-
XIV	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)	-	-
XV	Profit (Loss) for the period (XI + XIV)	17,477,580.92	18,725,531.20
XVI	Earnings per equity share:		
	(1) Basic	2.50	3.59
	(2) Diluted	2.50	3.59
	The accompanying notes form an integral part of these financial statements.		

In terms of our report attached

For Anil Bandhu & Co.,

Chartered Accountants

SD/-

CA. Anil Kumar Agarwal

Partner

Membership No.: 071233

FRN: 002960C

Place : New Delhi

Dated: 30.05.2013

For & On Behalf of Board of Directors

SD/-

Amar Singh Bisht

(Director)

DIN: 06402669

SD/-

Brij Kishore Sabharwal

(Director)

DIN: 01303907

SD/-

Neha Khandelwal

Company Secretary



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2013

NOTE 1

SHARE CAPITAL

Particulars	31st March 2013	31st March 2012
	Amount	Amount
- - - -		
<u>Authorised</u>		
1,02,00,000 (31 March 2012: 1,00,00,000) Equity Shares of ₹10.00 each	102,000,000.00	100,000,000.00
<u>Issued</u>		
99,06,000 (31 March 2012: 3,00,000) Equity Shares of ₹10.00 each	99,060,000.00	3,000,000.00
<u>Subscribed & Paid up</u>		
99,06,000 (31 March 2012: 3,00,000) Equity Shares of ₹10.00 each	99,060,000.00	3,000,000.00
Total	99,060,000.00	3,000,000.00

NOTE 1 A

Reconciliation of number of shares:

Particulars	Equity Shares-2013		Equity Shares 2012	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	300,000.00	3,000,000.00	50,000.00	500,000.00
Shares Issued during the year	9,606,000.00	96,060,000.00	250,000.00	2,500,000.00
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	9,906,000.00	99,060,000.00	300,000.00	3,000,000.00



NOTE I B

Details of Shareholders holding more than 5% shares

SR NO	Name of Shareholder	31st March 2013		31st March 2012	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
1	B.K.Sabharwal	1,906,000.00	19.24%	-	-
2	Manoj Narain Agarwal	-	0.00%	20,000.00	6.67%
3	Avisha Credit Capital Ltd	-	0.00%	126,000.00	42.00%
4	Master Finlease Ltd	-	0.00%	15,000.00	5.00%
5	Goldline Interntaional Finvest Ltd	-	0.00%	125,000.00	41.67%

NOTE

1C

Details of shares allotted as fully paid by way of bonus shares:

<u>Particulars</u>	As at 31 March 2013	As at 31 March 2012
	Number of Shares	Number of Shares
- Equity shares allotted as bonus shares	5,161,500.00	--
Total	5,161,500.00	--



**Note 5
FIXED ASSETS**

Fixed Assets	Gross Block				Accumulated Depreciation				Net Block	
	31.03.2012	Additions	Deductions	31.03.2013	31.03.2012	Depreciation charge for the year	Deduction On disposals	31.03.2013	31.03.2012	31.03.2013
Tangible Assets										
Tractors	1,093,270.00	-	-	1,093,270.00	375,975.00	71,730.00	-	447,705.00	645,565.00	717,295.00
Leasehold Agriculture Land and Structure	54,156,000.00	13,000,000.00	-	67,156,000.00	-	-	-	-	67,156,000.00	54,156,000.00
Development of land to organic farming	-	51,150,000.00	-	51,150,000.00	-	5,115,000.00	-	5,115,000.00	46,035,000.00	-
Computer & Tabs	-	206,000.00	-	206,000.00	-	42,105.00	-	42,105.00	163,895.00	-
Mobile	-	37,500.00	-	37,500.00	-	5,216.00	-	5,216.00	32,284.00	-
Total Tangible Assets	55,249,270.00	64,393,500.00	-	119,642,770.00	375,975.00	5,234,051.00	-	5,610,026.00	114,032,744.00	54,873,295.00
Previous Year	55,249,270.00	-	-	55,249,270.00	296,276.00	79,699.00	-	375,975.00	54,873,295.00	54,952,994.00



NOTE 2

RESERVE AND SURPLUS

<u>Particulars</u>	As at 31 March2013	As at 31 March2012
-		
a. Surplus in the Profit and Loss		
Opening balance	52,345,031.20	33,619,500.00
(+) Net Profit/(Net Loss) For the current year	17,477,580.92	18,725,531.20
	69,822,612.12	52,345,031.20
Less : Deductions during the year		
Closing Balance	18,207,612.12	52,345,031.20
b. Securities Premium Account		
Opening balance	-	-
Add : Addition during the year	52,867,500.00	-
	52,867,500.00	-
Less : Deductions during the year		
Closing Balance	52,867,500.00	-
Total	71,075,112.12	52,345,031.20

NOTE 3

SHORT TERM BORROWINGS

<u>Particulars</u>	As at 31 March2013	As at 31 March2012
Unsecured		
Others	57,827,949.00	29,790,000.00
Total	57,827,949.00	29,790,000.00



NOTE 4

OTHER CURRENT LIABILITIES

<u>Particulars</u>	As at 31 March2013	As at 31 March2012
Trade Payables		
Trade Payables (As informed to us there was no supplier who was registered under "The Micro, Small and Medium Enterprises (Development) Act,2006".	-	370,449.00
Other Liabilities Other Current Liabilities	370,435.00	10,000.00
Total	370,435.00	380,449.00

NOTE 5

SHORT TERM PROVISIONS

<u>Particulars</u>	As at 31 March2013	As at 31 March2013
Income Tax less tds	187,553.00	-
Total	187,553.00	-

NOTE 7

LONG TERM LOANS & ADVANCES

<u>Particulars</u>	As at 31 March2013	As at 31 March2013
Security Deposits	1,751,500.00	-



Total	1,751,500.00	-
--------------	--------------	---

NOTE 8

OTHER NON CURRENT ASSETS

Particulars	As at 31 March2013	As at 31 March2012
	-	-
Miscellaneous Expenditure	3,451,418.00	9,000.00
Total	3,451,418.00	9,000.00

NOTE 9

INVENTORIES

Particulars	As at 31 March2013	As at 31 March2012
	-	-
(As per Note no. 16)		
a. Finished Goods	1,450,000.00	-
b. Semi Finished Goods	5,525,000.00	6,732,000.00
Grand Total	6,975,000.00	6,732,000.00

NOTE 10

TRADE RECEIVABLES

Particulars	As at 31 March2013	As at 31 March2012
	-	-
Trade Receivables outstanding for a period exceeding six months (Unsecured Considered Good)	-	-
Other Trade Receivables (Unsecured Considered Good)	3,120,509.00	18,957,749.20



Total	3,120,509.00	18,957,749.20
--------------	--------------	---------------

**NOTE 11
CASH AND CASH EQUIVALENTS**

Particulars	As at 31 March 2013	As at 31 March 2012
a) Balances with Banks		
- Current Accounts	5,149,740.92	1,256,489.00
b) Cash on Hand	641,289.20	666,947.00
Total	5,791,030.12	1,923,436.00

**NOTE 12
SHORT TERM LOANS AND ADVANCES**

Particulars	As at 31 March 2013	As at 31 March 2012
(Unsecured, Considered Good)		
Others	93,398,848.00	7,470,000.00
Total	93,398,848.00	7,470,000.00

**NOTE 13
REVENUE FROM OPERATIONS**

Particulars	As at 31 March 2013	As at 31 March 2012
Revenue From operations		
Sale of agriculture produce		



	26,474,124.00	38,778,995.20
Total	26,474,124.00	38,778,995.20

**NOTE 14
OTHER INCOME**

Particulars	As at 31 March 2013	As at 31 March 2012
Interest	956,578.00	-
Total	956,578.00	-

NOTE 15

CHANGES IN INVENTORIES OF FINISHED GOODS AND SEMI FINISHED GOODS

Particulars	As at 31 March 2013	As at 31 March 2012
(a) Finished Goods		
Opening Stock		16,978,500.00
Less : Closing Stock	1,450,000.00	
Increase(-)/Decrease in Inventory of Finished Goods	1,450,000.00	16,978,500.00
(b) Semi-Finished Goods		
Opening Stock	6,732,000.00	6,667,500.00
Less : Closing Stock	5,525,000.00	6,732,000.00
Increase(-)/Decrease in Inventory of Semi Finished Goods	1,207,000.00	-64,500.00
Increase(-)/Decrease in Inventories	243,000.00	16,914,000.00



NOTE 16

EMPLOYEE BENEFITS EXPENSE

Particulars	As at 31 March 2013	As at 31 March 2012
Salaries and Wages	1,241,175.00	1,320,260.00
Total	1,241,175.00	1,320,260.00

NOTE 17

DEPRECIATION EXPENSES

Particulars	As at 31 March 2013	As at 31 March 2012
Depreciation	5,234,051.00	79,699.00
Total	5,234,051.00	79,699.00

NOTE 18

OTHER EXPENSES

SR No	Other expenses	As at 31 March 2013	As at 31 March 2012
1	Plantation and Cultivation	1,018,930.00	919,395.00
2	Travelling & Conveyance	45,000.00	58,979.00
3	Power & Fuel	455,055.00	451,630.00
4	Rent	90,000.00	180,000.00
5	Auditors Remuneration	11,236.00	10,000.00
6	Office Maintenance	12,492.00	14,277.00
7	Repairs & Maintenance	74,940.00	49,820.00
8	Printing & Stationary	40,283.00	16,946.00
9	Bank Charges	3,076.28	8,098.00
10	Legal & Professional Exps	38,989.00	-
11	Other expenses	29,924.00	21,360.00



12	Preliminary exps	874,103.00	9,000.00
13	Business Promotions	664,860.00	-
14	Filling Fees	43,000.00	-
15	Staff Welfare	19,060.00	-
16	Telephone Exp.	4,363.80	-
Total		3,425,312.08	1,739,505.00

Note:

SR No	Audit fees	As at 31 March 2013	As at 31 March 2012
	Payments to Statutory Auditors		
	a. Audit Fees	11,236.00	10,000.00

NOTE 19**SIGNIFICANT ACCOUNTUNG POLICIES :**

- i) The accounts of the Company are prepared under historical cost convention using the accrual method of accounting except otherwise stated in accordance with normally accepted accounting principles.
- ii) Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles followed by the company.
- iii) Fixed assets are stated at their original cost of acquisition and subsequent improvement thereon including taxes, freight and other incidental expenses related to acquisition/construction and installation of the assets concerned.
- iv) The depreciation on Fixed Assets (except land) has been provided on written down value method as the rate specified in schedule XIV of the Companies Act,1956. The depreciation of assets, addition/deduction during the year is charged with reference to the date of addition/deduction of the assets except development of land to organic farming. As certified by the management, depreciation on development of land to organic farming is to provided equally over the perood of ten financial years.
- v) The inventories of agriculture produce(Finished) are valued at 90% of their net realizable value and Agriculture Produce (semi finished) which includes poplar & other wood trees are valued at 75% of their estimated net realizable value.
- vi) Sales are accounted for at the time of passage of title of the goods, which generally coincides with their delivery.
- vii) As the company is engaged in growing and selling agriculture produce, such income is exempt from income tax. Accordingly, there are no deferred tax assets/liabilities arising there from.

NOTE 20**EARNING PER SHARE**

SR		As at 31 March 2013	As at 31 March 2012



No			
1	Profit for Basic Earning Per Share as per Statement of Profit and Loss	17,477,590.92	18,725,531.20
2	Number of Equity Shares (Nos)	9,906,000.00	300,000.00
3	Earning Per Share (Basic and Diluted)	2.50	3.59
4	Face Value per Share	10.00	10.00

NOTE 21

Balance of some of the parties'accounts is subject to confirmation.

NOTE 22

In the opinion of the Board, the current assets, loans and advances are approximately of the value stated, if realised in the ordinary course of business except stated otherwise, the provision for all the known liabilities is adequate and not in excess of the amount considered necessary.

NOTE 23

The Company had raised Rs. 756.00 lakhs by way of Public Issue. Against this, the company had utilized Rs. 544.66 lakhs as per the Objects of the Issue. The balance amount of Rs. 211.34 lakhs meant for projects have been used in short term investments and will made be available when needed for the projects.

NOTE 24

The previous year figures have been regrouped/reclassified as considered necessary.

In terms of our report attached
For Anil Bandhu & Co.,
Chareterd Accountants
SD/-
CA.Anil Kumar Agarwal
Partner
Membership No.:071233
FRN:002960C

Place : New Delhi
Dated: 30.05.2013

For & On Behalf of Board of Directors

SD/- SD/-
Amar Singh Bisht Brij Kishore Sabharwal
(Director) (Director)
DIN: 06402669 DIN: 01303907

SD/-
Neha Khandelwal
Company Secretary



Cash Flow Statement

For the Year Ending 31-Mar-2013	Amounts Rs. (lakhs)	Amounts Rs. (lakhs)
Particulars	31.03.13	31.03.12
<u>(A) CASH FLOW FROM OPERATING ACTIVITIES:-</u>		
1. Net profit before tax	177.73	187.25
2. Adjustment for:		
Add: Depreciation & Amortisation Expenses	61.08	0.89
Interest Received	(9.57)	
	229.24	188.14
3. Working Capital Changes:		
Decrease (Increase) in Trade & Other Receivables	158.37	(177.21)
Decrease (Increase) in Inventories	(2.43)	169.14
Increase (Decrease) in Trade & Other Payables	(3.70)	1.94
Increase (Decrease) in Current Liabilities & Provisions	5.48	(57.00)
Increase (Decrease) in Other Liabilities		-
Net Changes in Working Capital	<u>157.72</u>	<u>(63.13)</u>
<u>Cash Generated from Operations</u>	386.96	125.01
Adjustment of Taxes	2.95	-
Net Cash Flow from Operating Activities (A)	384.01	125.01
<u>B. CASH FLOW FROM INVESTING ACTIVITIES :</u>		
Purchase of Fixed Assets	643.94	-
(Increase in Other non Current Assets	43.16	-
Increase in Other Long Term Loans & Advances	17.52	
Increase in Short Terms Loans & Advances	859.29	(210.60)
Interest Received	(9.57)	
Net Cash Flow from Investing Activities (B)	1,554.34	(210.60)
<u>C. CASH FLOW FROM FINANCING ACTIVITIES :</u>		
Issue of share capital and Proceeds from Share Application Money	928.63	69.50
Increase in Short Terms Borrowings	280.38	(42.20)
Preliminary Expenses incurred		-



Net Cash Flow from Financing Activities (C)	1,209.01	27.30
Net Increase / (Decrease) in Cash & Cash Equivalents (A-B+C)	38.68	(58.29)
Cash and cash equivalents at the beginning of the year / Period	19.23	77.52
Cash and cash equivalents at the end of the year / Period	57.91	19.23
<p>* Note: The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard (AS) - 3 on Cash Flow Statements" issued by the Institute of Chartered of Accountants of India.</p>		

In terms of our report attached

For Anil Bandhu & Co.,

Chareterd Accountants

SD/-

CA. Anil Kumar Agarwal

Partner

Membership No.:071233

FRN:002960C

Place : New Delhi

Dated: 30.05.2013

For & On Behalf of Board of Directors

SD/-

Amar Singh Bisht

(Director)

DIN: 06402669

SD/-

Brij Kishore Sabharwal

(Director)

DIN: 01303907

SD/-

Neha Khandelwal

Company Secretary



ATTENDANCE SLIP

ECO FRIENDLY FOOD PROCESSING PARK LIMITED
Registered office: 49, Gujrawala Town, Part-II, New Delhi-110009

(Please complete this attendance slip and hand it over at the entrance of the hall)

I hereby record my presence at the Annual General Meeting of the Company on 16th August, 2013.

Full Name of the Shareholder in Block Letters:.....

Folio No.:

No. of Shares held:

Name of Proxy (if any):
(In Block Letters)

Member's Signature

Signature of Proxy

*Strike out whichever is not applicable.

PROXY FORM

ECO FRIENDLY FOOD PROCESSING PARK LIMITED
Registered office: 49, Gujrawala Town, Part-II, New Delhi-110009

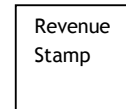
I/We.....Of.....
..... being a member/members of ECO FRIENDLY FOOD PROCESSING PARK LIMITED hereby appoint
..... as my/our proxy to vote for me/us and on my /our behalf at
the 5th **Annual General Meeting** of the Company to be held on Friday, the 16th August, 2013 or at
any adjournment thereof.

Signed this Day of 2013

Ref.Folio No.

Signature

No.of Shares



- 1 The proxy need not be a member of the Company
- 2 The proxy must be returned so as to reach the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting.