GreenFire
Agri Commodities Ltd.

FORM A

(Pursuant to Clause 31(a) of the Listing Agreement)

1.	Name of the Company	Green Fire Agri Commodities Limited
2.	Annual financial statements for the year ended	31.03.2015
3	Type of Audit observation	Un-Qualified
4	Frequency of observation	N.A
5	To be signed by-	
	• Whole Time Director & CEO	For Green Fire Agri Commodities Limited Green Fire Agri Commodities Limited Hyderabad D.V.S. Prakash Rao Whole Time Director & CEO
	• CFO	For Green Fire Agri Commodities Limited Green Fire Agri Commodities Limited Hyderabad D.V.S. Prakash Rao Whole Time Director & CEO
	• Auditor of the Company	For Sarath & Associates CHARTERED ACCOUNTANTS Firm Registration No. 005120S SARATH & ASSOCIATES FRN 005120S HYDERABAD Chartered Accountants S. Srinivas Partner Membership No: 202471
	• Audit Committee Chairman	For Green Fire Agri Commodities Limited Green Fire Agri Commodities Limited Hyderabad P.Partha Sarthi Chairman

Regd. Off: 8-2-686/8/B/1, 3rd Floor, GAMUT Square, Road No 12, Banjara Hills, Hyderabad - 500 034. Telangana, India.
T: +91-40-23548353, F: +91-40-23548537, eMail: support@greenfireagritech.com, www.greenfireagritech.com
CIN: L72200TG2002PLC039113

Green Fire

AGRI COMMODITIES LIMITED

23rd Annual Report
2014-15

BOARD OF DIRECTORS

Name		Designation
Mr. D V S Prakash Rao	-	Whole Time Director & CEO
Mr. Venkateswara Rao Tammineedi	-	Executive Director (w.e.f. 13-8-2015)
Mr. P Parthasarthi	-	Independent Director
Mr. T Naresh Kumar	-	Independent Director
Mr. Y Ramesh	-	Independent Director
Ms. P.Naazneen	-	Woman Director (w.e.f. 29-5-2015)

REGISTERED OFFICE
GAMUT Square, D.No.8-2-686/8/B/1, 3rd Floor,
Road No. 12, Banjara Hills, Hyderabad-500034
Telangana, India
Tel: +91-40-23548353
Fax:+91-40-23548537
URL: www.greenfireagritech.com

CIN: L72200TG2002PLC039113

STATUTORY AUDITORS
M/s Sarath & Associates
Chartered Accountants
4th Floor, Maas Heights,
Road No: 8, Banjara Hills,
Hyderabad-500 034

INTERNAL AUDITORS
M/S A.S. NAIDU and Co.,
Chartered Accountants
Off: SRT 453, Sanath Nagar
Hyderabad – 500 018

SECRETARIAL AUDITORS
ALB & CO
Company Secretaries
Plot No.240, 1st Floor,
Kalyan Nagar, Beside ICICI Bank,
Hyderabad - 500038

SHARE TRANSFER AGENT
CIL Securities Limited
214, Raghava Ratna Towers,
Chirag Ali Lane,
Hyderabad-500001
Phone : +91 040-23203155

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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 23rd Annual General Meeting of the Members of Green Fire Agri Commodities Limited will be held on Wednesday, the 30th day of September, 2015 at 04.30 P.M. at Kalinga Cultural Trust, Plot No. 1269, Road No.12, Banjara Hills, Hyderabad – 500 034 Telangana to transact the following business:

ORDINARY BUSINESS

1. Adoption of Financial Statements

To receive, consider and adopt the audited Balance Sheet as at March 31, 2015 and the Audited Profit and Loss Account for the year ended as on that date together with the Reports of the Auditors and the Board of Directors thereon.

2. Re-Appointment of Director

To appoint a Director in place of Mr. DVS Prakash Rao (DIN No.03013165), who retires by rotation and being eligible, offers himself for re-appointment.

3. Re-appointment of Auditors

To consider and if thought fit to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139(2) and 142(1) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or amendments or re-enactments thereof for the time being in force), the reappointment of the statutory auditors of company M/s. Sarath & Associates, Chartered Accountants (Regn No. 005120S) Hyderabad be and are hereby ratified by the members of the company for the financial year 2015-16 at such remuneration as may be determined by the Board of Directors of the Company."

SPECIAL BUSINESS

4. To appoint Mrs.Pathan Naazneen (DIN:07195917) as a Non-Executive Director and in this regard to consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 149, 152 and all other applicable provisions of the Companies Act, 2013 and the Rules made there under, Mrs. Pathan Naazneen (DIN: 07195917), who has given her consent to act as director and is not disqualified from being appointed as the director of the Company, in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mrs.Pathan Naazneen as a candidate for the office of director of the Company, be and is hereby appointed as a Non Executive Director of the Company whose term of office is liable to retire by rotation."

RESOLVED FURTHER that the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

5. To re-appoint Mr.D V S Prakash Rao as Whole time Director & CEO of the Company and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED that in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company hereby approves the appointment and terms of remuneration of Mr. D.V.S.Prakash Rao as the Whole time Director & CEO of the company for the period from 13th November, 2015 to 12th November, 2018, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, with liberty to the Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Directors and Mr. D.V.S.Prakash Rao.

RESOLVED FURTHER that the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

6. To appoint Mr.Venkateswara Rao Tammineedi (DIN:06806293) as Director of the company and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT Mr. Venkateswara Rao Tammineedi, who was appointed by the Board of Directors of the Company as an Additional Director of the Company with effect from 13th August, 2015 and who holds Office upto the forthcoming Annual General Meeting of the company in terms of Section 161 of the Companies Act, 2013 ("Act") and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act proposing his Candidature for the Office of the Director of the Company be and is hereby appointed as Director of the Company".

7. To appoint Mr.T.Venkateswara Rao (DIN:06806293) as Whole time Director of the company designated as Executive Director and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company hereby approves the appointment and terms of remuneration of Mr. T.Venkateswara Rao as the Executive Director of the Company for the period from 13th August, 2015 to 12th August, 2018, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, with liberty to the Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Directors and Mr. T.Venkateswara Rao.

RESOLVED FURTHER that the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

8. To adopt new set of Articles of Association containing Articles in conformity with the Companies Act, 2013 and in this regard to consider and if thought fit, to pass, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 5 and 14 of the Companies Act, 2013 ("the Act"), Schedule I made thereunder read with Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), the existing set of Articles of Association of the company be and is hereby replaced, altered, modified and revised as per the new set of Articles of Association and the new Articles of Association be and is hereby approved and adopted as the Articles of Association of the company in the place and in exclusion and in substitution of the existing Articles of Association of the company.

RESOLVED FURTHER that the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

9. To approve material related party transaction and in this regard to consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to Section 188 and other applicable provisions, if any of the Companies Act, 2013 (the "Act") read with the applicable provisions of the Companies (Meetings of Board and its Powers) Rules, 2014 and all other provisions of applicable laws/rules and subject to the approval/consent of such appropriate authorities, as may be required, under any statute for the time being in force, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any committee constituted by the Board of Directors of the Company or any person(s) authorized by the Board to exercise the powers conferred on the Board of Directors of the Company by this Resolution) for entering into related party transactions by the company by way of investment / disinvestment / providing any security(ies) / guarantee(s) in connection with loan(s) and/or any form of debt and/or provide inter corporate loan(s) or a combination thereof, up to an amount of Rs.25 Crores (Rupees Twenty Five Crores only) to Associate companies viz., Northgate Com Tech Limited, Social Media India Limited, Kling Holdings Limited, Stampede Capital Limited and any other related parties".

"RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions and steps necessary or expedient or proper in respect of the above investment / disinvestment / loan(s) / guarantee(s) / security(ies) including the timing, the amount and other terms and conditions of such investment / disinvestment / loan(s) / guarantee(s) / security(ies) and further including variation of such timing, amount, terms, conditions etc. as it may, in its absolute discretion, deem appropriate for the purpose of giving effect to this Resolution".

10. To change the name of the Company and in this regard to consider and if thought fit, to pass, the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 13(2) and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to approval of Central Government, Registrar of Companies and all other statutory approvals as may be required in this matter, consent of the Company be and is hereby granted for changing the name of the Company from "GREEN FIRE AGRI COMMODITIES LIMITED" to "PROSEED INDIA LIMITED".

"RESOLVED FURTHER THAT the name "GREEN FIRE AGRI COMMODITIES LIMITED" wherever it occurs in the Memorandum and Articles of Association of the Company be substituted by the name "PROSEED INDIA LIMITED."

"RESOLVED FURTHER THAT Mr Dasigi Surya Prakash Rao, Whole Time Director & CEO or any of the directors of the Company be and is hereby authorized to sign and file all the e-forms and other documents with any statutory authorities and to do all such acts, deeds, things and matters as may be required or necessary in this matter on behalf of the Company."

11. To Raise Further Capital and in this regard to consider and if thought fit, to pass, the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 62 and Section 42 and all other applicable provisions of the Companies Act, 2013 and 'The Companies (Share Capital and Debentures) Rules, 2014 and any statutory modification(s) or re-enactment thereof, to the extent notified for the time being in force (**"Companies Act, 2013"**), and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (**"SEBI ICDR Regulations"**), and all other applicable Rules, Regulations, Circulars and Guidelines of the Securities and Exchange Board of India ("SEBl"), the Foreign Exchange Management Act, 1999, and Rules and Regulations made thereunder, including but not limited to the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, the Issue of Foreign Currency Convertible Bonds and Ordinary shares (Through Depository Receipt Mechanism) Scheme, 1993 and subject to any other applicable Law, Rules, Regulations, Guidelines, Notifications and Circulars, if any (including any amendment or re-enactment thereto from time to time) issued by the Government of India, the Reserve Bank of India ("RBI"), SEBI or any other Competent Authority whether in India or Abroad, and enabling provisions of the Memorandum and Articles of Association of the Company and the Listing Agreements entered into by the Company with Stock Exchanges where the Equity Shares of the Company ("Equity Shares") are listed ("Stock Exchanges"), and subject to requisite approvals, consents, permissions and/or sanctions of the lenders of the Company, the Government of India, SEBI, the Stock Exchanges, RBI, Department of Industrial Policy and Promotion (DIPP), Ministry of Commerce, the Foreign Investment Promotion Board (FIPB), and all other competent authorities, institutions or bodies, within or outside India, as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval, consent, permission, and/or sanction, which may be agreed to by the Board of Directors of the Company (the "Board", which term shall be deemed, to include any committee thereof which the Board may have duly constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent, authority and approval of the shareholders of the Company be and is hereby accorded to the Board to create, offer, issue and allot in one or more tranche(s), either in India or in the course of international offering(s) in one or more foreign markets, to all eligible domestic/foreign investors (including institutional investors), Non-Resident Indians, Companies, Corporate Bodies (whether incorporated in India or abroad), Mutual Funds, Banks, Insurance Companies, Pension Funds, Alternative Investment Funds, Foreign Venture Capital Investors, Financial Institutions, Trusts, Individuals, Qualified Institutional Buyers (QIB) within the meaning of the SEBI (ICDR) Regulations or other persons or entities, whether members of the Company or not (collectively called the "Investors"), through a Public Issue, Private Placement / Preferential Issue and/or any other issue or a combination thereof as may be permitted under applicable law from time to time (including without limitation through a Qualified Institutions Placement (QIP), since the Company will be eligible to undertake such an offering pursuant to Chapter VIII of the SEBI (ICDR) Regulations and the Companies Act, 2013) (the "Issue"), such number of Equity Shares, American Depository Receipts (ADR), Global Depository Receipts (GDR), Foreign Currency Convertible Bonds (FCCB), fully/partly convertible debentures and/or any other financial instruments convertible into Equity Shares (including but not limited to preference shares convertible into Equity Shares, warrants, or otherwise, in registered or bearer form) and/or any security convertible into Equity Shares with or without voting/special rights and/or securities linked to Equity Shares and/or securities with or without detachable warrants with right exercisable by the warrant holders to convert or subscribe to Equity Shares (all of which are hereinafter collectively referred to as "Securities"), up to an aggregate amount of upto Rs.50 crores (inclusive of premium) or any combination of Securities, whether Rupee denominated or denominated in foreign currency, through one or more prospectus and/ or letter of offer or circular and/or placement document/ or other permissible/requisite offer document, whether to be listed on any stock exchange inside India or any international stock exchange outside India, and in such manner and on such price, terms and conditions considering prevailing market conditions and other relevant matters, including the discretion to determine the categories of Investors to whom the offer and allotment of the Securities shall be made to the exclusion of others, allotment to a stabilising agent in accordance with a green-shoe option, if any, exercised by the Company, issuance of the Securities as fully or partly paid up, making of calls on the Securities and manner of appropriation of the application monies or call monies in respect of different classes of Securities, as may be determined by the Board, in accordance with the provisions of the SEBI (ICDR) Regulations or other provisions of law including the Companies Act, 2013 as may be prevailing at the time.

"RESOLVED FURTHER THAT in case of an issuance of Securities to Qualified Institutional Buyers (QIB), whether or not such investors are existing members of the Company, through a Qualified Institutions Placement (QIP) under Chapter VIII of the SEBI (ICDR) Regulations, the Securities shall be allotted as fully paid up within 12 months of the date of this resolution and the price inclusive of premium of the equity shares so issued shall not be less than the price determined in accordance with the provisions of Chapter VIII of the SEBI (ICDR) Regulations and approved by the Board, in consultation with the lead manager(s) and/or merchant banker(s) and/or advisor(s) to the Issue and/or such other person(s) in accordance with applicable laws, rules, regulations and guidelines prevailing in this regard."

"RESOLVED FURTHER THAT in addition to all applicable Indian laws, the Securities shall also be governed by all applicable laws and regulations of any jurisdiction outside India where they are listed or that may in any other manner apply to such Securities or provided in the terms of their issue."

"RESOLVED FURTHER THAT such of Securities as are not subscribed may be disposed of by the Board in its absolute discretion in a manner, that the Board may deem fit and as permissible by applicable law, including the Act."

"RESOLVED FURTHER THAT in case of an issuance of Securities to Qualified Institutional Buyers (QIB), whether or not such investors are existing members of the Company, through a Qualified Institutions Placement (QIP) under Chapter VIII of the SEBI (ICDR) Regulations, the relevant date for the determination of the issue price of the Securities offered shall be the date of the meeting in which the Board decides to open the proposed Issue, and the price of the Securities shall be determined in accordance with the relevant provisions of Chapter VIII of the SEBI (ICDR) Regulations and applicable provisions, if any, of the Companies Act, 2013 and any other applicable laws, rules, regulations and guidelines."

"RESOLVED FURTHER THAT in case of an issuance of Foreign Currency Convertible Bonds/American Depository Receipts/Global Depository Receipts pursuant to the provisions of the Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme 1993 and other applicable pricing provisions issued by the Ministry of Finance, Government of India, the relevant date for the determination of the issue price of the Securities offered, shall be the date of the meeting in which the Board decides to open the Issue after the date of this resolution."

"RESOLVED FURTHER THAT in case of a preferential issuance of Securities, the relevant date for the determination of the issue price of the Securities offered shall be determined in accordance with the provisions of Chapter VII of the SEBI (ICDR) Regulations and applicable provisions if any of the Companies Act, 2013 and any other applicable laws, rules, regulations and guidelines."

"RESOLVED FURTHER THAT without prejudice to the generality of the above, the aforesaid Securities may have such features and attributes or any terms or combination of terms in accordance with international practices to provide for the tradability and free transferability thereof as per the prevailing practices and regulations in the capital markets including but not limited to the terms and conditions in relation to payment of dividend, issue of additional Equity Shares, variation of the conversion price of the Securities or period of conversion of Securities into Equity Shares during the duration of the Securities."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to create, issue, offer and allot such number of Equity Shares as may be required to be issued and allotted, including issue and allotment of Equity Shares upon conversion of any depository receipts or other Securities referred to above or as may be necessary in accordance with the terms of their issue, all such Equity Shares shall rank pari-passu inter se and with the existing Equity Shares of the Company in all respects."

"RESOLVED FURTHER THAT the common seal of the Company, if required to be affixed in India on any agreement, undertaking, deed or other document, the same be affixed in the presence of any two directors of the Company or any one director and secretary or any other person as maybe authorized by the Board or any committee thereof in accordance with the Articles of Association of the Company."

"RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue or allotment of Securities as described above, the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary or desirable for such purpose, including without limitation, the determination of terms and conditions for issuance of Securities including the number of Securities that may be offered in domestic and international markets and proportion thereof, timing for issuance of such Securities and shall be entitled to vary, modify or alter any of the terms and conditions as it may deem expedient, entering into and executing arrangements for managing, underwriting, marketing, listing, trading and providing legal advice as well as acting as depository, custodian, registrar, stabilizing agent, paying and conversion agent, trustee, escrow agent and executing other agreements, including any amendments or supplements thereto, as necessary or appropriate, finalize and approve the offering circular or registration statement or placement document or offer document or private placement offer letter or term sheets or agreements or deeds or otherwise in respect of the proposed issue of the Securities and to authorize any director or directors of the Company or any other officer or officers of the Company to sign the above documents for and behalf of the Company together with the authority to amend, vary or modify the same as such authorized persons may consider necessary, desirable or expedient and for the purpose aforesaid to give such declarations, affidavits, certificates, consents and/or authorities as may, in the opinion of such authorized person, be required from time to time, and to arrange for the submission of the offering circular or registration statement or placement document or private placement offer letter or term sheets or agreements or deeds or otherwise (in draft or final form), and any amendments and supplements thereto, with any applicable Stock Exchanges, Government and Regulatory Authorities, institutions or bodies, as may be required, and sign all deeds, documents and writings and to pay any fees, commissions, remuneration, expenses relating thereto and with power on behalf of the Company, settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of Securities and take all steps which are incidental and ancillary in this connection, including in relation to utilization of the Issue proceeds, as it may in its absolute discretion deem fit without being required to seek further consent or approval of the members of the Company or otherwise to the end and intent that the members of the Company shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above, Mr D.V.S.Prakash Rao, Whole time Director & CEO or any other director of the Company or any duly constituted committee of the Board be and is hereby authorized to take all actions and do all such acts, deeds, matters and things as may be, jointly or severally deemed necessary, desirable, incidental or expedient to the issue or allotment of the aforesaid Securities and to resolve and settle all questions and difficulties that may arise in relation to the proposed issue, offer and allotment of any of the Securities, the utilization of the issue proceeds and to do all acts, deeds and things in connection therewith and incidental thereto."

"RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue or allotment of Equity Shares or Securities or instruments representing the same, as described above, the Board be and is hereby authorized on behalf of the Company to seek listing of any or all of such Securities on one or more Stock Exchanges in India or abroad and the listing of Equity Shares underlying the depository receipts on Stock Exchanges in India."

"RESOLVED FURTHER THAT Board be and is hereby authorized to delegate all or any of the powers conferred by this resolution on it, to any committee of Directors, any other Director(s) or officer(s) of the Company to negotiate, approve, sign, execute, modify and amend necessary documents and other agreements that may be required and to take any action and execute any instrument that may be deemed necessary or advisable and do all such acts, deeds, matters and things for and on behalf of the Company including executing such other agreements, deeds, contracts, undertakings, letters, documents, forms, authority letters, power of attorneys, disclosure letters, regulatory filings and intimations with any regulator whether in India or abroad and such other documents which may be required to be entered into by the Company in connection with the proposed issuance of Securities."

For and on behalf of the Board
for **Green Fire Agri Commodities Limited**

D.V.S.Prakash Rao
Wholetime Director & CEO
(DIN No. 03013165)

Regd Office:
H.No. 8-2-686/8/B/1,
GAMUT SQUARE, Third Floor,
Road No. 12, Banjara Hills,
Hyderabad-500034

Date: 5th September, 2015

NOTES

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Special Business is annexed hereto.

2. PROXIES

   a. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES (WHETHER MEMBER OR NOT) TO ATTEND AND VOTE INSTEAD OF HIMSELF OR HERSELF AND A PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY.**

   b. A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as proxy for any other person or shareholder.

   c. Members' voting rights shall be in proportion to his/her share of paid up equity share capital of the Company.

   d. This notice ("**AGM Notice**") is being sent to all the members, whose names appear in the Register of Members as on 4th September, 2015.

   e. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.

   f. Members desirous of asking any questions at the General Meeting are requested to send their questions so as to reach the Registered Office of the Company at least Seven (7) days before the General Meeting so that the same can be suitably replied to.

   g. Members/ Proxies are requested to bring their attendance slip, sent herewith, duly filled in, for attending the meeting.

   h. Proxy forms in order to be effective, must be deposited at the Registered Office of the Company, not later than 48 hours before the time fixed for the meeting.

   i. Pursuant to Section 103 of the Companies Act, 2013 at least Thirty (30) members should be personally present to form quorum for a meeting of the Company.

   j. Members who have registered their e-mail Id for the receipt of documents in electronic mode are being sent AGM Notice by e-mail and others are sent by the permitted mode.

Members who have received AGM Notice by e-mail and wish to vote physically can do the same by remaining present in the meeting.

k. Documents specifically stated in the explanatory statement are open for inspection at the Registered office of the Company between 10:00 a.m. to 01:00 p.m. on all working days (except Saturdays, Sundays and public holidays) up to the date of AGM.

l. The Company has notified closure of Register of Members and Share Transfer Books from 24-9-2015 to 30-9-2015 (both days inclusive).

m. The business as set out in this AGM Notice may be transacted through electronic voting system and the Company will provide a facility for voting by electronic means. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of Companies (Management and Administration) Rules, 2014 the Company is pleased to offer the facility of voting through electronic means, as an alternate, to all its members to enable them to cast their votes electronically instead of casting their vote at the Meeting. Please note that the voting through electronic means is optional. The members who wish to vote physically in the meeting (instead of e-voting) can do the same by voting in the meeting dated 30-9-2015.

n. The voting through an electronic means will commence on 26th September, 2015 at 09.00 a.m. and will end on 29th September, 2015 at 05.00 p.m. The members will not be able to cast their vote electronically beyond the date and time mentioned above.

o. The Company has appointed M/s. A.S.Naidu and Co, Chartered Accountants (FRN:008549S) to act as Scrutinizer for conducting the electronic voting process in a fair and transparent manner.

p. The instructions for shareholders voting electronically are as under:

(i) The voting period begins on 26th September, 2015 at 09.00 a.m. and ends on 29th September, 2015 at 05.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on Shareholders.

(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.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant Company Name on which you choose to vote.

(xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xviii)If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system

for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

q. In case Members receiving the physical copy of Notice of AGM [for members whose e-mail IDs are not registered with the company/depository participant(s) or requesting physical copy] :

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

ii. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.,) are required to log on to www.evotingindia.com and register themselves as Corporates. After receiving the login details, they have to link their account which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution in PDF format in the system for the scrutinizer to verify the vote.

iii. The voting period begins on 26th September, 2015 at 9:00 a.m. and will end on 29th September, 2015 at 5:00 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 (record date) of 23rd September,, 2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change in subsequently.

r. Kindly note that the members can opt only one mode of voting i.e. either by physical voting or e-voting. If you are opting for e-voting, then you are not eligible for physical voting. However, once the vote on resolution is cast by the shareholder by e-voting, he shall not be allowed to change it subsequently at the physical meeting.

s. The Scrutinizer will submit his/her report addressed to the Chairman within a period not exceeding three working days from the date of conclusion of e-voting period. The result of the voting on Resolutions at the meeting shall be announced by the Chairman on 30th September, 2015. The results declared along with the Scrutinizer’s report, will be posted on the Company’s website and on CDSL’s website and stock exchanges on 30th September, 2015.

For and on behalf of the Board
for **Green Fire Agri Commodities Limited**

Regd Office:
H.No. 8-2-686/8/B/1,
GAMUT SQUARE, Third Floor,
Road No. 12, Banjara Hills,
Hyderabad-500034

Date: 5th September, 2015

D.V.S.Prakash Rao
Wholetime Director & CEO
(DIN No. 03013165)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013:

Item No.4: Appointment of Woman Director :
Mrs. Pathan Naazneen (DIN: 07195917) was appointed by the board at its meeting held on 29.05.2015 as an additional director. The Company has received notice in writing from member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mrs. Pathan Naazneen as Woman Director to be appointed under the provisions of Section 149 and 152 of the Companies Act, 2013. Mrs. Pathan Naazneen possesses business experience of more than 5 years.

Save and except Mrs. Pathan Naazneen none of the other Directors / Key Managerial Personnel (KMP) or relatives of directors and KMP, are concerned or interested in the resolution as set out in Item No.4 of the Notice.

The Board commends the Ordinary Resolution set out at Item No.4, of the Notice for approval by the shareholders.

Item No.5: Re-appointment of Mr.D.V.S.Prakash Rao as Wholetime Director & CEO:
Mr.D.V.S.Prakash Rao, aged 46 years, holds Masters Degree in Agriculture from Acharya N.G.Ranga Agriculture University (ANGRAU) and also completed his Post Graduate Diploma in Business Administration from K. J. Somaiya Institute of Management Studies and Research (SIMSR), Mumbai with Marketing as specialisation. He is a Gold Medalist at PG level from ANGRAU.

He has vast experience in Sales, Marketing, Business Development and Production in agriculture industries *viz*., Agrochemicals, Seeds, Tissue Culture and Bio-Fertilizers across India. He worked in both MNC's and Indian companies like Monsanto, Syngenta, Cadila and Ramco. Mr. D.V.S.Prakash Rao is adept at strategy planning and execution and created many brand blusters across the companies for different products. He has an overall experience of 19 years in Agri related fields across North & South Indian States. The main terms and conditions of appointment of Mr. D.V.S.Prakash Rao are given below:

A. Tenure of Appointment:
The appointment is for a period of 3 (Three) years with effect from 13th November, 2015 to 12th November, 2018.

B. Nature of Duties:
The CEO shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board and exercise such powers as may be assigned to him, subject to the Superintendence, Control and Directions of the Board in connection with and in the best interests of the Business of the Company and the business of any one or more of its Associate Companies and/or Subsidiaries including performing duties as assigned by the Board from time to time by serving on the Boards of such Associate Companies/Subsidiaries or any other Executive Body or a Committee of such Companies.
C. Remuneration:
The CEO shall be entitled to remuneration as stated hereunder in terms of Schedule V of the

Companies Act, 2013 (“the Act”)

1. Remuneration: (a) Basic Salary upto a Maximum of Rs.1,00,000 per Month, with authority to the Board or a Committee thereof to fix his Basic Salary within the said Maximum amount; (b) Commission and/or Incentive Remuneration based on performance criteria to be laid down by the Board; and (c) Benefits, Perquisites and Allowances as may be determined by the Board from time to time over and above the Basic Salary within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.

2. Minimum Remuneration: Notwithstanding anything to the contrary herein contained where in any Financial Year during the currency of the tenure of CEO the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Basic Salary, Benefits, Perquisites, Allowances and Incentive Remuneration as specified above within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.

D. Other terms and conditions of the appointment of the CEO are set out in the Appointment deed signed between the Company and Mr.D.V.S.Prakash Rao:

In compliance with the applicable provisions of the Companies Act, 2013, read with Schedule V of the Act, the terms and conditions of the appointment of Mr.D.V.S.Prakash Rao as specified above, are now placed before the members for their approval.

Other than Mr.D.V.S.Prakash Rao, none of the Directors / Key Managerial Personnel (KMP) or relatives of directors and KMP, are concerned or interested in the Resolution at Item No.5 of the Notice.

The Board commends the Special Resolution set out at Item No.5, of the Notice for approval by the shareholders.

Item No.s 6 and 7: Appointment of Mr.T.Venkateswara Rao as Executive Director (ED):
Mr. T.Venkateswara Rao holds a Masters Degree in Business Administration in Finance and has more than 15 years of Business experience was appointed as an Additional Director of the company on 13th August, 2015 by the Board of Directors under Section 161 of the Act. In terms of Section 161 of the Act, Mr. T.Venkateswara Rao holds office only up to the date of the forthcoming AGM but is eligible for appointment as a Director. A notice under Section 160 of the Act has been received from a member signifying his intention to propose Mr. T.Venkateswara Rao’s appointment as a Director. The Board also appointed Mr. T.Venkateswara Rao as the Executive Director of the Company for the period from 13th August, 2015 to 12th August, 2018, subject to the approval of the Members.

The main terms and conditions of appointment of Mr. T.Venkateswara Rao are given below:

A. Tenure of Appointment:
The appointment is for a period of 3 (Three) years with effect from 13th August, 2015 to 12th August, 2018.

B. Nature of Duties:

The ED shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board and exercise such powers as may be assigned to him, subject to the Superintendence, Control and Directions of the Board in connection with and in the best interests of the Business of the Company and the business of any one or more of its Associate Companies and/or Subsidiaries including performing duties as assigned by the Board from time to time by serving on the Boards of such Associate Companies/Subsidiaries or any other Executive Body or a Committee of such a Company.

C. Remuneration:

The ED shall be entitled to Remuneration as stated hereunder in terms of Schedule V of the Companies Act, 2013 ("the Act")

1. Remuneration: (a) Basic Salary upto a Maximum of Rs.1,00,000 per Month, with authority to the Board or a Committee thereof to fix his Basic Salary within the said Maximum amount; (b) Commission and/or Incentive Remuneration based on performance criteria to be laid down by the Board; and (c) Benefits, Perquisites and Allowances as may be determined by the Board from time to time over and above the Basic Salary within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.

2. Minimum Remuneration: Notwithstanding anything to the contrary herein contained where in any Financial Year during the currency of the tenure of ED the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Basic Salary, Benefits, Perquisites, Allowances and Incentive Remuneration as specified above.

D. Other terms and conditions of the appointment of the ED are set out in the Appointment deed signed between the Company and Mr. T.Venkateswara Rao:

In compliance with the applicable provisions of the Companies Act, 2013, read with Schedule V of the Act, the terms and conditions of the appointment of Mr. T.Venkateswara Rao as specified above, are now placed before the members for their approval.

In compliance with the provisions of Sections 196, 197 and other applicable provisions of the Act, read with Schedule V to the Act, the terms of remuneration specified above are now being placed before the Members for their approval.

Other than Mr. T.Venkateswara Rao, none of the Directors / Key Managerial Personnel (KMP) or relatives of directors and KMP, are concerned or interested in the Resolution at Item No.6 and 7 of the accompanying Notice.

The Board commends the Special Resolution set out at Item No.6 and 7, of the Notice for approval by the shareholders.

Item No.8: Adoption of new set of Articles of Association of the Company containing Articles in conformity with the Companies Act, 2013:

The existing Articles of Association ("AoA") are based on the Companies Act,1956 and several regulations in the existing AoA contain reference to specific sections of the Companies Act,1956 and some articles in the existing AoA are no longer in conformity with the Act. With the enactment of the Companies Act, 2013 and substantive sections of the Act which deal with the general working of the Companies stand notified, several regulations in the existing AoA of the company require alteration and/or deletion. Given this position it is considered expedient to wholly replace the existing AoA by a new set of Articles.

The new set of AoA to be replaced in place of the existing AoA is based on Table F of Schedule I of the Companies Act, 2013 which sets out the model AoA for a company limited by shares and also carries forward certain provisions from the existing AoA suitably rephrased and which are not in conflict with the provisions of the Companies Act, 2013.

The proposed new draft of AoA is available for inspection to the shareholders at the registered office of the company on all working days (except Saturdays, Sundays and Public Holidays) between 11.00 A.M and 1.00 P.M till the date of the meeting.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 8 of the Notice.

The Board commends the Special Resolution set out at Item No. 8 of the Notice for approval by the shareholders.

Item No.9: Transactions with Related parties under Section 188 of the Companies Act, 2013:
The provisions of Section 188 of the Companies Act, 2013 that govern the related party transactions require a company to obtain prior approval of the Board of Directors and in case the paid up share capital of the Company is Rs.10 Crore or more, the prior approval of shareholders by way of special resolution. Though, the Paid-up Share Capital of the company is less than Rs.10 Crores, the company would like to obtain the approval of the members.

Since the proposed transactions are between the holding and Associate companies which fall under the ambit of related party as per Section 2(76) of the Companies Act, 2013 the company seeks the consent of members for proceeding to transact with the companies mentioned in Item No.9 of the resolution..

Your Company being a Associate company of the companies referred to in resolution at item no.9 and hence a related party and therefore may be deemed to be concerned in the said resolution.
None of the directors or Key Managerial Person are concerned or interested, financial or otherwise in the resolution except to the extent of their shareholding in the said Associate companies.

Item No.10: Change in name of the Company
Pursuant to the provisions of Section 13(2) of the Companies Act, 2013, any alteration in the name clause of the Memorandum of Association of the Company shall be made only after obtaining the consent of the shareholders by passing a Special resolution and the approval of the Central Government, Registrar of Companies and all other statutory approvals. The Board has proposed the

name of the Company be changed from "GREEN FIRE AGRI COMMODITIES LIMITED" to "PROSEED INDIA LIMITED".

The Registrar of Companies, Andhra Pradesh and Telangana have approved the availability of name "PROSEED INDIA LIMITED" vide their letter dated August 31, 2015.

Acopy of the Memorandum of Association and Articles of Association of the Company together with the proposed amendments is available for inspection to the shareholders at the registered office of the company on all working days (except Saturdays, Sundays and Public Holidays) between 11.00 A.M and 1.00 P.M till the date of the meeting.

The company also proposes to amend the main objects of the company, and seeking the approval of members for amending the objects by way of Postal Ballot as per the provisions of Section 110 of the Companies Act, 2013.

The Board commends passing of the Special Resolution set out in Item no. 10 of the Notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the Special Resolution, except as shareholders of the Company.

Item No.11: Raising Of Further Capital

The resolution contained in the Notice relates to a proposal by the Company to create, offer, issue and allot Securities through further public offerings, preferential allotments, qualified institutions placements, issuance of global depository receipts, american depository receipts and such other Securities in such manner as stated in the resolution. The Company intends to issue Securities for a value of up to Rs.50 Crores [including premium].

Subject to applicable laws and regulations, the Company intends to use the net proceeds of the Issue primarily for making acquisition, expansion and modernization of existing facilities, repayment of existing debt, working capital requirements and general corporate purpose.

The Special Resolution also seeks to empower the board of directors to undertake a qualified institutions placement with qualified institutional buyers as defined by SEBI (ICDR) Regulations. The board of directors, may in their discretion adopt this mechanism as prescribed under Chapter VIII of the SEBI (ICDR) Regulations for raising the funds for the expansion plans of the company, without the need for fresh approval from the shareholders. In case of an issuance of Securities to qualified institutional buyers, whether or not such investors are existing members of the Company, through a qualified institutions placement under Chapter VIII of the SEBI (ICDR) Regulations, the final price at which the Securities will be offered will be subject to investor response and prevailing market conditions, and computed in accordance with the relevant provisions of Chapter VIII of the SEBI (ICDR) Regulations..

The detailed terms and conditions of the issue as and when made will be determined by the Board of

Directors in consultation with the merchant bankers, lead managers, advisors and other experts in accordance with the applicable provisions of law.

The Special Resolution seeks to give the Board powers to issue Securities in one or more tranche or tranches, at such time or times, at such price or prices and to such person(s) including institutions, incorporated bodies or otherwise as the Board in its absolute discretion deem fit.

The consent of the Shareholders is being sought pursuant to the provisions of Section 62 and Section 42 of the Companies Act, 2013 and 'The Companies (Share Capital and Debentures) Rules, 2014', and in terms of the provisions of the listing agreements executed by the Company with the Stock Exchanges where the Equity Shares of the Company are listed i.e. Bombay Stock Exchange Limited and National Stock Exchange of India Limited.

Section 62 of the Companies Act, 2013 provides, inter-alia, that when it is proposed to increase the issued capital of the Company by allotment of further shares, such further shares shall be offered to the existing shareholders of the Company in accordance with the provisions of the Act unless the shareholders in the general meeting decide otherwise. The special resolution seeks the consent and authorization of the members to the Board to make the proposed issue of Securities and in the event it is decided to issue Securities convertible into Equity Shares, to issue to the holders of such convertible Securities in such manner and such number of Equity Shares on conversion as may be required to be issued in accordance with the terms of the issue.

The Board of Directors believe that the issue of Securities to investors who are/ are not Shareholders of the Company is in the interest of the Company and therefore recommends the resolution for your approval.

None of the directors and key managerial personnel and their relatives is in any way concerned or interested in the above referred Resolutions.

For and on behalf of the Board
for **Green Fire Agri Commodities Limited**

Regd Office:
H.No. 8-2-686/8/B/1,
GAMUT SQUARE, Third Floor,
Road No. 12, Banjara Hills,
Hyderabad-500034

Date: 5th September, 2015

D.V.S.Prakash Rao
Wholetime Director & CEO
(DIN No. 03013165)

EXPLANATORY STATEMENT AS PER THE CLAUSE 49 OF THE LISTING AGREEMENT:

Name of the Director	Mr.D.V.S.Prakash Rao
DIN	03013165
Date of Birth	11.08.1969
Type of appointment	Director liable to retire by rotation
Date of Appointment/ Re-appointment	15.11.2012
Areas of Specialization	Expert in Business matters
Qualifications	M.Sc. (Ag); P.G.D.B.M.
No. of Shares Held in the Company	Nil
List of Directorship held in outside Public Limited Companies	Nil
Chairman/member of the Committee of the Board of Directors of this Company	Chairman of Investor Grievance Committee
Chairman/member of the Committee of the Board of Directors of other Companies	No
Relation with Key Managerial Personnel and Directors	NA
Justification for appointment	Had more than 19 years of business experience

Name of the Director	Ms. Pathan Naazneen
DIN	07195917
Date of Birth	01.06.1981
Type of appointment	Woman Director
Date of Appointment/ Re-appointment	29.05.2015
Areas of Specialization	Expert in Business matters
Qualifications	B.Com
No. of Shares Held in the Company	NIL
List of Directorship held in outside Public Limited Companies	1
Chairman/member of the Committee of the Board of Directors of this Company	NIL
Chairman/member of the Committee of the Board of Directors of other Companies	NIL
Relation with Key Managerial Personnel and Directors	NA
Justification for appointment	Had more than 5 years of Business experience

Name of the Director	Mr. Tammineedi Venkateswara Rao
DIN	06806293
Date of Birth	14.06.1961
Type of appointment	Executive Director
Date of Appointment/ Re-appointment	13.08.2015
Areas of Specialization	Expert in Business matters
Qualifications	M.B.A.(Finance)
No. of Shares Held in the Company	NIL
List of Directorship held in outside Public Limited Companies	NIL
Chairman/member of the Committee of the Board of Directors of this Company	NIL
Chairman/member of the Committee of the Board of Directors of other Companies	NIL
Relation with Key Managerial Personnel and Directors	NA
Justification for appointment	Had more than 15 years of Business experience

FOR THE ATTENTION OF THE MEMBERS:

Members are requested to send intimation of any changes in their addresses, applications for demat shares, application for transfer of shares and any related correspondence to the Company's Share Transfer Agent, M/s. CIL Securities Limited, 214, Raghava Ratna Towers, Chirag Ali Lane, Hyderabad-500 001, Telangana, Ph.No.040-23203155, Email: rta@cilsecurities.com.

Sending notices and documents to shareholders through email:

As a part of "Green Initiative" in Corporate Governance, the Ministry of Corporate Affairs has allowed sending communication to the shareholders through electronic mode. Accordingly, we propose to send documents like notices convening general meetings, Annual Reports, etc., to the email addresses of the shareholders. For this purpose, shareholders holding shares in physical form are requested to register their valid email address and any changes therein from time to time with the Share Transfer Agents of the Company **M/s. CIL Securities Limited** at their postal address/ email address given above. Please give the details in the attached format for registering your email ID. Those holding shares in demat form are requested to register their email IDs with their Depository Participants.

DIRECTORS REPORT

TO THE MEMBERS OF
GREEN FIRE AGRI COMMODITIES LIMITED

Your Directors have pleasure in presenting the Twenty Third Annual Report together with the Audited Accounts for the year ended 31st March, 2015.

Financial Highlights:

(₹ lakhs)

Particulars	**Years ended 31 March 2015**	**Year ended 31 March 2014**
Revenue:		
Revenue from Operations	90.05	103.01
Other income	7.03	7.30
Total Revenue	**97.08**	**110.31**
EXPENDITURE:		
Purchase of stock in trade	83.06	98.93
Operating expenses	0.07	72.41
Employee benefits expense	23.25	25.72
Finance costs	316.85	259.37
Depreciation expense	0.79	12.24
Other expenses	13.15	1,058.50
Total	**437.17**	**1,527.17**
Profit/(Loss) Before Tax	(340.09)	*(1,428.31)
Less: Tax Expense	-	-
Profit/(Loss) After Tax	(340.09)	(1,428.31)
Earnings / (Loss) per share		
- Basic	(0.35)	(1.49)
- Diluted	(0.35)	(1.49)

* Loss before tax includes Loss on account of Fire accident of ₹11,44,958/-

REVIEW OF OPERATIONS:

For the financial year ended March 31, 2015, your Company had reported total income of ₹ 97.08 Lakhs as against ₹ 110.31 Lakhs during the previous financial year. The Company recorded a Net Loss of ₹ 340.09 lakhs as against net loss of ₹ 1428.31 lakhs during the previous financial year.

DIVIDEND:

During the year under review, the company has not declared any dividend.

BORROWINGS:

Please refer point no.V Indebtedness in this report and Schedule 2.4 and 2.9 of notes to accounts.

DIRECTORS:

In accordance with Sections 149, 150, 152 & other applicable provisions if any, of the Companies Act, 2013 Shri D.V.S. Prakash Rao (DIN :03013165) Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. He was also proposed to be appointed as Executive Director of the company for a period of 3 (three) years from 14th November, 2015 to 13th November, 2018. On 31st March, 2015 Ms. M.V.Laxmi was appointed as Additional Director of the company. Owing to personal reasons she resigned on 27th April, 2015.

On 29th May, 2015 Ms. Pathan Naazneen (DIN No:07195917) was appointed as Additional Director (Woman Director). Her term of office is expiring at the conclusion of this Annual General Meeting. The company proposes to appoint her as Non – Executive woman Director on the Board whose term of office is liable to retire by rotation. On 13th August, 2015 Mr.Venkateswara Rao Tammineedi (DIN No:06806293) was appointed as Additional Director and Executive Director of the company. The company proposes to appoint Mr.Venkateswara Rao Tammineedi as Executive Director from 13th August, 2015 to 12th August, 2018 whose term of office is liable to retire by rotation is being sought from the members of the company at the ensuing Annual General Meeting.

AUDITORS:

Statutory Auditors:

The Statutory Auditors, M/s Sarath and Associates, Chartered Accountants, have been appointed as statutory auditors of the company at the last Annual General Meeting held on 30.09.2014 for a period of Three (3) years subject to ratification by members at every consequent Annual General Meeting. Therefore, ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing Annual General Meeting.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s ALB & CO, Company Secretaries to undertake the secretarial audit of the company. The Secretarial Audit Report is annexed herewith as ‘Annexure 1’.

Internal Auditors

M/s.A.S.Naidu & Co, Chartered Accountants perform the duties of internal auditors of the company and their report is reviewed by the audit committee from time to time.

PUBLIC DEPOSITS:

The Company has not accepted any deposits within the meaning of Companies Act, 2013 and the rules framed there under.

VIGIL MECHANISM:

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at www.greentfireagritech.com

RELATED PARTY TRANSACTIONS:

There were no contracts or arrangements entered into by the company in accordance with provisions of section 188 of the Companies Act, 2013. However, there were material related party transactions in terms of clause 49 of the listing agreement. All material related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business.

There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions are placed before the Audit Committee as also the Board for approval. The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website. None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

PARTICULARS OF EMPLOYEES:

None of the employees are in receipt of the remuneration as set out under the Companies Act, 2013 and read with Rules made there-under and as such the statement as required under the Companies Act, 2013 is not applicable.

LISTING OF SHARES

The shares of the company are listed on National Stock Exchange and on the Bombay Stock Exchange Limited (BSE) under INDONEXT model. The listing fee for the year 2015-16 has already been paid to the NSE.

CORPORATE GOVERNANCE:

In accordance with Clause 49 of the Listing Agreement, a report on Corporate Governance along with the Practicing Company Secretary Certificate on compliance of conditions of Corporate Governance is annexed herewith and forms part of this report.

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Companies Act, 2013 regarding Corporate Social Responsibility are not attracted to the company.

DIRECTORS' RESPONSIBILITY STATEMENT

In compliance to the provisions of Section 134(3)(c) of the Companies Act, 2013, your Directors confirm that:

(i) in the preparation of the Annual Accounts, the applicable accounting standards have been followed and no material departures have been made from the same;

(ii) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for that period;

(iii) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(iv) the directors have prepared the annual accounts on a going concern basis;

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

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

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARINGS AND OUTGO:

The company has no activities relating to Conservation of Energy, Technology Absorption. The company has no Foreign Exchange earnings and Outgo during the year under review.

EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as "Annexure 2".

ACKNOWLEDGEMENTS:

Your Directors thank all the members, banks and regulatory and governmental authorities for their continued support. We take this opportunity to place on record our sincere thanks to out Bankers, State and Central Government agencies for their timely support, co-operation and valuable guidance.

For and on behalf of the Board
D.V.S.Prakash Rao
Wholetime Director & CEO
(DIN No. 03013165)

Place : Hyderabad
Date : 5th September, 2015

Annexure-1

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015

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

To,
The Members,
Green Fire Agri Commodities Limited

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

Based on our verification of the **Green Fire Agri Commodities Limited** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31st March, 2015** complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Green Fire Agri Commodities Limited ("the Company") for the financial year ended on 31st March, 2015 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

    a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
    c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
    d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines,1999;
    e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

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

a) Secretarial Standards issued by The Institute of Company Secretaries of India under the provisions of Companies Act, 2013 and

b) The Listing Agreements entered into by the Company with the Bombay Stock Exchange Limited;

During the financial year under report, the Company has complied with the provisions of the New Companies Act, 2013, and to the extent applicable and the Rules, Regulations, Guidelines, Standards, etc., mentioned above subject to the following observations ;

Observations:

(a) As per the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we report that the provisions Section 203 (1) of the Companies Act, 2013 and Rule-8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for appointment of Chief Financial Officer has not been complied with.

(b) As per the Secretarial records maintained by the company, we observe that there was a delay in transferring the 'unclaimed dividend' amount of Rs.3,12,324/- to the 'Investors Education and Protection Fund' in accordance with the provisions of Companies Act and the rules made there under.

(c) We have relied on the information and representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws, and Regulations to the Company.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

We further report that during the audit period the company has Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013, having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For ALB & CO
Company Secretaries

CS. L. BABU ARE
CP No.12976
ACS No. 19447

Date: 5th September, 2015
Place: Hyderabad

This report is to be read with our letter of even date which is annexed as' Annexure 1A' and forms an integral part of this report.

Annexure-1A

To,
The Members,
Green Fire Agri Commodities Limited

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For ALB & CO
Company Secretaries

CS. L. BABU ARE
CP No.12976
ACS No. 19447

Date: 5th September, 2015
Place: Hyderabad

Annexure-2

EXTRACT OF ANNUAL RETURN
FORM MGT 9
(Pursuant to Section 92 (3) of the Companies Act, 2013 and
Rule 12(1) of the Company (Management & Administration) Rules, 2014)
Financial Year ended on 31.03.2015

I.REGISTRATION & OTHER DETAILS :

i	CIN..	L72200TG2002PLC039113
ii	Registration Date....................................	12.06.2002
iii	Name of the Company............................	GREEN FIRE AGRI COMMODITIES LIMITED
iv	Category/Sub-category of the Company	IT Software Products
v	Address of the Registered office & contact details....................................	8-2-686/8/B/1, THIRD FLOOR, GAMUT SQUARE, ROAD NO.12, BANJARA HILLS, HYDERABAD – 500034
vi	Whether listed company........................	Listed on BSE & NSE
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any...	CIL Securities Limited, 214, Raghava Ratna Towers, Chirag Ali Lane, Hyderabad - 500001

II.PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY :

All the business activities contributing 10% or more of the total turnover of the company shall be stated

S.No.	Name & Description of main Products/Services	NIC Code of the Product/Service	% to total turnover of the company
1	**Commoditiy Trading**	**6612**	**100**

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES: NOT APPLICABLE

S.No.	Name and Address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1					

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

(i) Category-wise Share Holding

Category of Shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total	Demat	Physical	Total	% of Total	
A.Promoters									
1)Indian									
a)Individual/HUF	10247116	-	10247116	10.66	10247116	-	10247116	10.66	-
b)Central Govt.	-	-	-	-	-	-	-	-	-
c)state Govt.	-	-	-	-	-	-	-	-	-
d)Bodies Corp.	36795809		36795809	38.29	36795809		36795809	38.29	-
e)Banks/FI	-	-	-	-	-	-	-	-	-
f)any others	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	**47042925**	**-**	**47042925**	**48.95**	**47042925**	**-**	**47042925**	**48.95**	**-**
2)Foreign	-	-	-	-	-	-	-	-	-
a)NRIs- Individulas	-	-	-	-	-	-	-	-	-
b)Other Individuals	-	-	-	-	-	-	-	-	-
c)Bodies Corp	-	-	-	-	-	-	-	-	-
d)Banks/FI	-	-	-	-	-	-	-	-	-
e)Any other…	-	-	-	-	-	-	-	-	-
Sub-total (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1) +(A) (2)	**47042925**	**-**	**47042925**	**48.95**	**47042925**	**-**	**47042925**	**48.95**	**-**
B.Public Shareholding									
1) Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e)Venture Capital Funds	-	-	-	-	-	-	-	-	-
f)Insurance Companies	-	-	-	-	-	-	-	-	-
g)FIIs	1913770	-	1913770	1.99	1913770	-	1913770	1.99	-
h)Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others(Specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B) (1)	**1913770**	**-**	**1913770**	**1.99**	**1913770**	**-**	**1913770**	**1.99**	**-**
2) Non-Institutions		**-**							**-**
a) Bodies Corp.									-
i)Indian	8395427	-	8395427	8.74	4653949	-	4653949	4.84	3.90
ii)Overseas	-	-	-	-	-	-	-	-	-
b)Individuals i)Individual shareholders holding nominal share capital up to Rs. 1 lakhs	27469809	32126	27501935	28.62	27512335	32126	27544461	28.66	- -0.04

ii)Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	9309059	-	9309059	9.68	14100536	-	14100536	14.67	-4.99
c) Others (Specify)									
NRIs	758787	-	758787	0.79	839609	-	839609	0.88	-0.09
Trusts Custodians/ Clearing members	1186533	-	1186533	1.23	13186	-	13186	0.01	1.22
Sub-total(B)(2)	**47119615**	**32126**	**47151741**	**49.06**	**47119615**	**32126**	**47151741**	**49.06**	**-**
Total Public Shareholding (B)=(B)(1)+(B)(2)	**49033385**	**32126**	**49065511**	**51.05**	**4903385**	**32126**	**49065511**	**51.05**	**-**
C. Shares held by Custodian for GDRs & ADRs	-	-	-						-
Grand Total (A+B+C)	**96076310**	**32126**	**96108436**	**100**	**96076310**	**32126**	**96108436**	**100**	**-**

(ii) Shareholding of Promoters

S.No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share-holding during the year
		No. of shares	% of total shares of the company	%of shares pledged/ encumbered to total shares	No. of shares	% of total shares of the company	%of shares pledged/ encumbered to total shares	
1	STAMPEDE HOLDINGS LIMITED	36795809	38.29	-	36795809	38.29	-	-
2	MEENAVALLI VENKATA SRINIVAS	3254586	3.39	-	3254586	3.39	-	-
3	MEENAVALLI USHA RANI	3226360	3.36	-	3226360	3.36	-	-
4	KUNAREDDY BHASKARA REDDY	1562000	1.62	-	-	-	-	-1.62
5	UMA KUNAREDDY	842652	0.88	-	2404652	2.50	-	1.62
6	KUNAREDDY SIMI	750000	0.78	-	750000	0.78	-	-
7	NAIMI KUNAREDDY	456266	0.47	-	456266	0.47	-	-
8	MEENAVALLI KRISHNA MOHAN	80786	0.08	-	80786	0.08	-	-
9	M V LAXMI	74466	0.08	-	74466	0.08	-	-

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

S.No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	No changes during the year			
	Data wise increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g allotment/ transfer/bonus/seat/equity etc.)	No changes during the year			
	At the end of the year	No changes during the year			

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

S.No.	For each of the Top 10 shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of the total shares of the company
I	**MUKESH BROKERAGE AND FINANCIAL (INDIA) LTD-NSDL**	**3186568**	**3.32**	-	-
1	Sale on 18-4-2014	139430	0.15	3047138	3.17
2	Sale on 25-4-2014	345138	0.36	2702000	2.81
3	Sale on 30-1-2015	524858	0.55	2177142	2.27
4	Sale on 6-2-2015	827242	0.86	1349900	1.40
5	Sale on 13-2-2015	449804	0.47	900096	0.94
6	Sale on 20-2-2015	160997	0.86	739099	0.77
	At the end of the year	-	-	**739099**	**0.77**
II	**MARSHAL GLOBAL CAPITAL FUND LTD-NSDL**	**1913770**	**1.99**	-	-
	At the end of the year	-	-	**1913770**	**1.99**
III	**NIKESH K.SHAH-CDSL**	**942459**	**0.98**	-	-
	At the end of the year	-	-	**942459**	**0.98**
IV	**FALGUNI N SHAH-CDSL**	**942459**	**0.98**	-	-
	At the end of the year	-	-	**942459**	**0.98**

V	**ANDELA SRINIVAS RAO-NSDL**	**400000**	**0.42**	**-**	**-**
	Purchase on 6-3-2015	52000	0.05	452000	0.47
	Purchase on 20-3-2015	464300	0.48	916300	0.95
	At the end of the year	**-**	**-**	**916300**	**0.95**

VI	**B.L.AGARWAL-NSDL**	**200699**	**0.21**	**-**	**-**
	Purchase on 31-12-2014	496294	0.52	696993	0.73
	Purchase on 20-3-2015	40000	0.04	736993	0.77
	At the end of the year	**-**	**-**	**736993**	**0.77**

VII	**CHERLO PENCHALA REDDY-NSDL**	**150460**	**0.16**	**-**	**-**
	Purchase on 30-9-2014	267876	0.28	418336	0.44
	Purchase on 27-3-2015	261156	0.27	679492	0.71
	At the end of the year	**-**	**-**	**679492**	**0.71**

VIII	**CHERLO MADHAVI-NSDL**	**109700**	**0.11**	**-**	**-**
	Purchase on 27-3-2015	554041	0.58	663741	0.69
	At the end of the year	**-**	**-**	**663741**	**0.69**

IX	**M V SATYAVATHI-NSDL**	**650000**	**0.68**	**-**	**-**
	At the end of the year	**-**	**-**	**650000**	**0.68**

X	**TULSHIRAM SITARAM MANWAL-CDSL**	**400000**	**0.42**	**-**	**-**
	Purchase on 12-9-2014	200000	0.21	600000	0.62
	At the end of the year	**-**	**-**	**600000**	**0.62**

XI	**N RENUKA DEVI-NSDL**	**555000**	**0.58**	**-**	**-**
	At the end of the year	**-**	**-**	**555000**	**0.58**

(v) Shareholding of Directors and Key Managerial Personnel:

S.No.	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1	D.V.S.Prakash Rao	0	0.00	0	0.00
2	P.Partha Sarthi	0	0.00	0	0.00
3	T.Naresh Kumar	141000	0.00	141000	0.00
4	Y.Ramesh	0	0.00	0	0.00
5	Khushboo Joshi	0	0.00	0	0.00

V. INDEBTEDNESS

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

Particulars	Secured loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	151,391,766	17,243,642	-	168,635,408
ii) Interest due but not paid	24,918,825	-	-	24,918,825
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	176,310,591	17,243,642	-	193,554,233
Change in Indebtedness during the financial year				
*Addition	31,686,513	12,684,000	-	44,370,513
*Reduction	12,691,303	7,961,469	-	20,652,772
Net Change	18,995,210	4,722,531	-	23,717,741
Indebtedness at the end of the financial year				
i) Principal Amount	151,391,766	21,966,173	-	173,357,939
ii) Interest due but not paid	43,914,035	-	-	43,914,035
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	195,305,801	21,966,173	-	217,271,974

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A.Remuneration to Managging Director, Whole-time Directors and/or Manager:

S.No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount (Rs)
		D V S PRAKASH RAO	
1	Gross Salary a)Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 b)Value of perquisites u/s 17(2) Income Tax Act, 1961 c)Profits in lieu of salary under section 17(3) Income Tax Act, 1961	756,000	756,000
2	Stock Option	NA	NA
3	Sweat Equity	NA	NA

4	Commission -as % of profit -others, specify….	NA	NA
5	Others, Please specify	NA	NA
	Total (A)	**756,000**	**756,000**
	Ceiling as per the Act	30 Lakhs	30 Lakhs

B. Remuneration to other Directors:

(Rs. In Lakhs)

S.No.	Particulars of Remuneration	Name of the Director			Total Amount (Rs)
		P.Partha Sarthi	T.Naresh Kumar	Y.Ramesh	
1	Independent Directors: • Fee for attending board committee meetings • Commission • Others, Pls specify	 Nil Nil Nil	 Nil Nil Nil	 Nil Nil Nil	 Nil Nil Nil
	TOTAL (1)	**Nil**	**Nil**	**Nil**	**Nil**
2	Other Non- Executive Directors • Fee of attending board committee meetings • Commission • Others, Pls specify	 Nil Nil Nil	 Nil Nil Nil	 Nil Nil Nil	 Nil Nil Nil
	TOTAL (2)	**Nil**	**Nil**	**Nil**	**Nil**
	TOTAL = (1+2)	**Nil**	**Nil**	**Nil**	**Nil**

C) Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD

S.No.	Particulars of Remuneration	Name of the Key Managerial Personnel	Total Amount (Rs)
		Khushboo Joshi	
1	Gross Salary a)Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 b)Value of perquisites u/s 17(2) Income Tax Act, 1961 c)Profits in lieu of salary under section 17(3) Income Tax Act, 1961	 147000 NA	 NA NA
2	Sweat Equity	NA	NA
3	Stock Option	NA	NA
4	Commission - as % of profit - others, specify….	NA	NA
5	Others, Please specify	NA	NA
	Total (A)	**147000**	**147000**

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NIL

TYPE	Section of the Companies Act	Brief Description	Details of Penalty/Punishment Compounding Fees imposed	Authority RD/NCLT/ Court	Appeals made if any (give details)
A. Company					
Penalty Punishment Compounding					
B. Directors					
Penalty Punishment Compounding					
C. Other Officers in Default					
Penalty Punishment Compounding					

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The concept of Corporate Governance hinges on total transparency, integrity and accountability of the management team. Your Company has been following the Corporate Governance practices like striking out reasonable balance in the composition of Board of Directors, setting up Audit Committee and other business committees, adequate disclosures and business to be deliberated by the Board etc. Your Company is committed to follow good Corporate Governance practices and improve upon them year after year.

2. BOARD OF DIRECTORS

The Board of Directors of the Company has an optimum combination of Executive and Non-Executive Directors with not less than Fifty percent of the Board of Directors comprising of Non-Executive Directors. The Company has Executive Chairman and optimum combination of the Board consisting of Independent and Non-Executive Directors.

a) Composition and Category of Board of Directors

Category	No. of Directors	% of Total Board
Promoter, Executive and Non-Independent Director	NIL	0%
Executive Director(s)	01	16.66%
Non-Executive Director	01	16.66%
Non-Executive and Independent Director	03	66.67%
Total	05	100%

b) Attendance of each Director at the Board Meetings held during the year 2014-15 and at the Last Annual General Meeting;

Sl. No.	Name and Designation of the Director	Board Meetings held during the year	Board Meetings Attended during the year	Attendance at Last AGM (Yes\No)
1.	Mr P Parthasarthi	5	5	Yes
2.	Mr D V S Prakash Rao	5	5	Yes
3.	Mr T Naresh Kumar	5	5	Yes
4.	Mr Y Ramesh	5	5	Yes
5.	Mrs M.V.Laxmi	5	-	No

c) Number of other Boards or Board Committees in which Directors are Member or Chairperson.

Name of the Director	Board@		Committee	
	Chairman	**Director**	**Chairman**	**Member**
Mr P Parthasarthi	3	7	3	3
Mr D V S Prakash Rao	Nil	Nil	1	Nil
Mr T Naresh Kumar	Nil	1	Nil	2
Mr Y Ramesh	Nil	1	Nil	3
Mrs M.V.Laxmi	Nil	2	Nil	Nil

@Directorships in Foreign Companies are excluded

d) Number of Board meetings held, dates on which held

The Board of Directors met 5 times during the year 2014-15 on May 30, 2014, August 14, 2014, November 14, 2014, February 13, 2015 and March 31, 2015.

3. Audit Committee

The Audit Committee was constituted in terms of Section 177 of the Companies Act, 2013 and as per the provisions of Clause 49 of the Listing Agreement. The Audit Committee consists of Independent Directors and provides assistance to the Board of Directors in fulfilling its overall responsibilities. The Company Secretary of the Company act as Secretary of the Committee

i. Brief description of terms of reference;

The terms of reference of the Audit Committee are in conformity with the provisions of Clause 49 of the Listing Agreement which inter alia, including the following:

- Overseeing of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Reviewing the adequacy of internal audit functions.
- Reviewing the quarterly and annual financial statements before submission to the Board.
- Reviewing the adequacy of internal control and their compliance thereof.
- Reviewing the company's financial and risk management policies.

ii. Composition, name of members and Chairperson

The composition of Audit Committee is as follows:

S No.	Name of Director	Designation in the Audit Committee
1	Mr P Parthasarthi	Chairman
2	Mr T Naresh Kumar	Member
3	Mr Y Ramesh	Member

iii. Meetings and Attendance during the year

During the Financial Year 2014-15, the Audit Committee met 4 times on the following dates: 30th May 2014, 14th August 2014, 14th November 2014 and 13th February 2015.

4. COMPENSATION / REMUNERATION COMMITTEE

The composition of Compensation / Remuneration Committee is as follows:

S.No.	Name of Director	Designation in the Compensation/Remuneration Committee
1	Mr P Parthasarthi	Chairman
2	Mr T Naresh Kumar	Member
3	Mr Y Ramesh	Member

(a) Brief description of terms of reference

The terms of reference of the Compensation Committee, inter-alia includes determination of compensation package of Executive Directors and Senior Management of the Company and to frame policies and procedures for Employee Stock Option plans approved by the members of the company.

(b) Remuneration policy

The Company has a credible and transparent policy in determining and accounting for the remuneration of the Executive/ Non executive Directors. Their remuneration is determined in accordance with the experience and nature of responsibilities as well as industry standards. The same is subject to the approval of the Remuneration Committee of the Board of Directors and the members.

5. SHAREHOLDERS / INVESTOR GRIEVANCE COMMITTEE:

The composition of Shareholders/Investors' Grievance Committee is as follows:

S No	Name of Director	Designation in the Shareholders/Investors Grievances Committee
1	Mr D V S Prakash Rao	Chairman
2	Mr P Parthasarthi	Member
3	Mr Y Ramesh	Member

The Investors' Grievance Committee focuses on shareholders' grievances and strengthening of investor relations. The functions of the committee include the redressal of shareholders/investor complaints/grievances pertaining to transfers/transmissions of shares, dividend, and dematerialization of shares, replacement of lost/stolen/mutilated share certificates and other related issues. There are no complaints pending as on the date of this report.

The details of investor's complaints received and resolved during the financial year 2014-15 is as under.

No. of Investor's Complaints received during the financial year 2014-15	No. of Investor's Complaints resolved during the financial year 2014-15	Investor Complaints pending at the end of financial year 2014-15
0	0	Nil

6. Details Date, Time and Venue of the Last Three Annual General Meetings of the Company

Financial year ended	*Date*	*Venue*	*Time*
March 31, 2014	30.09.2014	Kalinga Cultural Trust, Plot No.1269, Road No.12, Banjara Hills, Hyderabad-500034	03.00 P.M
March 31, 2013	30.09.2013	Kalinga Cultural Trust, Plot No.1269, Road No.12, Banjara Hills, Hyderabad-500034	10.30 A.M
March 31, 2012	29.09.2012	Kalinga Cultural Trust, Plot No.1269, Road No.12, Banjara Hills, Hyderabad-500034	10.30 A.M.

No special resolution has been passed by the Company in the last year through postal ballot.

7. DISCLOSURES

i. The summary of the materially significant relating party transactions is given in the Notes to the Accounts appearing in this Annual Report. However, none of the related party transactions have potential conflict with the interests of the Company at large, as all the transactions were entered into on an arms-length basis.

ii. The Company has complied with all the requirements of the Listing Agreement of the Stock exchanges as well as regulations and guidelines of SEBI. No penalties have been levied or strictures have been passed by SEBI, Stock Exchanges or any other Statutory Authority on matters relating to capital markets, in the last three years. There were no non-compliances by the company, penalties, strictures imposed on the company by Stock Exchanges or SEBI or any statutory authority, on any matter related to Capital Market during the last three financial years.

iii. The Company has complied with the requirements relating to Corporate Governance as mandated by Listing Agreements with the Stock Exchanges and also with the non–mandatory requirements as Remuneration Committee, Disclosures, Communication and General Information to the shareholders.

8. MEANS OF COMMUNICATION

The main source of information to the shareholders is the annual report of the Company, which includes, inter alia, Directors' Report and the Report of Board of Directors on Corporate Governance, Management Discussion and Analysis Report and the audited financial results together with the auditor's report. Pursuant to Clause 51 of the Listing Agreement, all data related to quarterly financial results, shareholding pattern etc., are hosted on the Electronic Data Information Filing and Retrieval (EDIFAR) website maintained by SEBI in association with the National Informatics Centre, within the time frame prescribed in this regard. The quarterly / audited results are also published for the information of the shareholders in "The Financial Express" (English Language) and "Andhra Prabha" (Telugu Language) daily newspapers, intimation to Stock Exchanges as required under the Listing Agreements and through press releases.

9. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required by sub-clause V of Clause 49 of the Listing Agreement, Management Discussion and Analysis Report is annexed to the Directors' Report.

10. GENERAL SHAREHOLDERS INFORMATION:

I. Annual General Meeting:

Date	:	30th September, 2015
Time	:	04.30 P.M.
Venue	:	Kalinga Cultural Trust, Banjara Hills, Hyderabad
ii. Financial Year	:	1st April to 31st March
iii. Date of Book Closure	:	24th September, 2015 to 30th September, 2015 (Both days inclusive)
iv. Listing on Stock Exchange	:	1.National Stock Exchange 2.Bombay Stock Exchange (Indo Next)
v. Stock Symbol & Code	:	GREENFIRE (NSE) & 590057 (BSE)
vi. Market price data	:	High / Low during the each month in the financial year 2014-15 and performance in comparison to broad based indices, NSE's Nifty and BSE's Sensex etc.,

Month & Year	**BSE**				**NSE**			
	Stock (Rs)		**SENSEX**		**Stock (Rs)**		**NIFTY**	
	High	**Low**	**High**	**Low**	**High**	**Low**	**High**	**Low**
April 2014	0.71	0.56	22,939.31	22,197.51	0.70	0.55	6725.15	6650.40
May 2014	0.80	0.63	25,375.63	22,277.04	0.90	0.65	7563.50	6638.55
June 2014	1.07	0.74	25,725.12	24,270.20	1.05	0.70	7700.05	7239.50
July 2014	0.98	0.70	26,300.17	24,892.00	0.95	0.70	7840.95	7422.15
August 2014	0.85	0.70	26,674.38	25,232.82	0.90	0.65	7968.25	7540.10
September 2014	1.07	0.67	27,354.99	26,220.49	1.05	0.70	8161.90	7990.65
October 2014	1.59	1.04	27,894.32	25,910.77	1.55	1.05	8181.55	7723.85
November 2014	1.20	0.85	28,822.37	27,739.56	1.25	0.90	8617.00	8290.25
December 2014	0.90	0.61	28,809.64	26,469.42	0.90	0.55	8626.95	7961.35
January 2015	0.79	0.56	29,844.16	26,776.12	0.80	0.55	8996.60	8065.45
February 2015	0.60	0.51	29,560.32	28,044.49	0.60	0.45	8941.10	8470.50
March 2015	0.63	0.45	30,024.74	27,248.45	0.60	0.45	9119.20	8269.15

vi. Registrar and Transfer Agent:

CIL Securities Limited
214, Raghava Ratna Towers,
Chirag Ali Lane, Hyderabad-500001
Phone: +91 040-23203155
Email ID: rta@cilsecurities.com

vii. Share Transfer System:

Share transfers are registered and returned within a period of fifteen days from the date of receipt, if the documents are in order in all respects.

viii. Distribution of shareholding:

Category	Number of Members	(%) of Total Members	Number of Equity Shares	(%) of Total Shareholding
0-500	12321	65.90	2296647	3.87
501-1000	2458	13.15	2136069	3.60
1001-2000	1467	7.85	2355570	3.97
2001-3000	639	3.42	1677106	2.83
3001-4000	333	1.78	1219831	2.06
4001-5000	345	1.85	1670815	2.82
5001-10000	533	2.85	4153273	7.00
10001-above	601	3.21	43809279	73.85
Total	18697	100.00	59318590	100.00

ix. Dematerialization of shares and Liquidity:

As on 31st March 2015, 99.97% of the paid up equity capital of the Company has been dematerialized and the trading of Equity shares in the Stock Exchanges is under compulsory dematerialization.

ISIN: INE217G01027

x. Address for correspondence:

Green Fire Agri Commodities Limited
GAMUT Square, D.No.8-2-686/8/B/1, 3rd Floor, Road No. 12,
Banjara Hills, Hyderabad-500034 Telangana , India
Tel: +91-40-23548353, Fax:+91-40-23548537
URL: www.greenfireagritech.com

CERTIFICATE ON CORPORATE GOVERNANCE

(As required by clause 49 of the listing Agreement entered into with Stock Exchange)

To The Members of Green Fire Agri Commodities Limited

We have examined the compliance of conditions of Corporate Governance by Green Fire Agri Commodities Limited , for the year ended March 31, 2015, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

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

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

We state that in respect of Investor Grievances no such Grievances are pending for a period exceeding one month against the Company as per the record maintained by the Shareholders/Investors Grievance Committee.

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 ALB & CO
Company Secretaries

CS. L. BABU ARE
CP No.12976
ACS No. 19447

Date: 5th September, 2015
Place: Hyderabad

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Economic Scenario

India is set to emerge as the world's fastest-growing major economy by 2015 ahead of China, as per the recent report by The World Bank. India's Gross Domestic Product (GDP) is expected to grow at 7.5 per cent in 2015, as per the report.

The improvement in India's economic fundamentals has accelerated in the year 2015 with the combined impact of strong government reforms, RBI's inflation focus supported by benign global commodity prices.

Indian Agriculture

As India charts its growth journey, agriculture has tremendous potential of being transformed into a vibrant sector contributing to millions of our farmers and to the economy. The agriculture sector in India is expected to generate better momentum in the next few years due to increased investments in agricultural infrastructure such as irrigation facilities, warehousing and cold storage. Factors such as reduced transaction costs and time, improved port gate management and better fiscal incentives would contribute to the sector's growth. Furthermore, the growing use of genetically modified crops will likely improve the yield for Indian farmers.

India's economy is predominantly agrarian, with agriculture and allied sectors contributing 18.2 per cent to our GDP (FY 2013-14). Growth in high value agriculture, increased farm productivity and enhanced investments will further boost the sector's contribution.

An outlook

Agriculture plays a vital role in India's economy. Over 58 per cent of the rural households depend on agriculture as their principal means of livelihood. Agriculture, is one of the largest contributors to the GDP.As per estimates by the Central Statistics Office (CSO), the share of agriculture and allied sectors (including agriculture, livestock, forestry and fishery) was 16.1 per cent of the Gross Value Added (GVA) during 2014–15 at 2011–12 prices.Over the recent past, multiple factors have worked together to facilitate growth in the agriculture sector in India. These include growth in household income and consumption, expansion in the food processing sector and increase in agricultural exports. Rising private participation in Indian agriculture, growing organic farming and using information technology are some of the key trends in the agriculture industry.As per the 3rd Advance Estimates, food grain production is estimated at 251.12 million tonnes (MT) for 2014-15.

Demand drivers

(i) Increase in demand for foodgrains: India accounts for 17% of the world's population (growing at 1.28% annually) but only 11% of the world's arable area, prioritising the need for sustainable food self-sufficiency .

(ii) Demographic shift:

As India's population gets younger (around 48% of the population is in 0-24 years age group) with a corresponding increase in incomes, consumption patterns of food items is likely to shift in favour of pulses, fruit and vegetables, milk, eggs and meat products.

(iii) Urbanisation:

A rising incidence of urbanisation in India – urban population is expected to grow from around 30% of the country's population today (40.76% in 2030) which is expected to carve away rural arable land, and will need to be countered through soil fertility management, overcoming biotic and abiotic stresses and assured crop protection coverage for a larger area and many more crops.

(iv) Population growth:

India's population growth of 1.28% annually is one of the highest quantum increments by any country anywhere in the world. To achieve the projected foodgrains production in India, overall yields need to improve to 2.30 t/ha by 2022 from 2.09 t/ha in 2012.

(v) Rising rural income:

There has been a significant increase in MSP for crops in recent years, boosting farmer's income. However, the government has increased its spending towards rural welfare schemes manifold over the past decade, translating into superior farm practices.

Road A Head:

The demand for food grains for human and animal feed is expected to grow from 2.1 billion tonnes a year to nearly 3 billion tonnes by 2050.In order to meet such huge demand the production of food grains need to be accelerated through sustainable intensification of agriculture .A collective implementation of high quality,high yielding varieties , hybrids ,efficient nutrient management(macro &micro),crop protection and biotechnology methods will pave way for increased yields.

Financial Highlights *(₹lakhs)*

Particulars	Years ended 31 March 2015	Year ended 31 March 2014
Revenue:		
Revenue from Operations	90.05	103.01
Other income	7.03	7.30
Total Revenue	**97.08**	**110.31**
EXPENDITURE:		
Purchase of stock in trade	83.06	98.93
Operating expenses	0.07	72.41
Employee benefits expense	23.25	25.72
Finance costs	316.85	259.37
Depreciation expense	0.79	12.24
Other expenses	13.15	1,058.50
Total	**437.17**	**1,527.17**
Profit/(Loss) Before Tax	(340.09)	*(1,428.31)
Less: Tax Expense	-	-
Profit/(Loss) After Tax	(340.09)	(1,428.31)
Earnings / (Loss) per share		
- Basic	(0.35)	(1.49)
- Diluted	(0.35)	(1.49)

* Loss before tax includes Loss on account of Fire accident of ₹11,44,958/-

Income from operations

The revenues decreased to ₹ 90.05 lakhs in FY'15 from ₹ 103.01 lakhs in FY'14.

Gross Profit / Loss

During the FY'15 the company recorded loss of ₹ 340.09 lakhs against Loss of ₹ 1428.31 lakhs in FY'14

Net Profit / Loss

In FY'15 net loss of ₹ 340.09 lakhs were recorded against net loss of ₹ 1428.31 lakhs in FY'14.

Risk Management

Risk is attached to everything including business. The factors affecting the risk differ from business to business. The Company however, foresees various risks from competitors, unorganized sectors operating in the Industry, fluctuations in foreign exchanges rates, commodities rates, interest rate, commercial risk, change in Government policies and regulations and decision of the Management about the business which may effect overall profitability of the Company. However the Company has framed the policies so as to have minimum effect and to overcome the risks of the Business.

Internal Control systems and their adequacy

The Company has adequate internal control systems supplemented by internal audits by professional firms commensurate with its size and nature of business to ensure to safeguard and protect the interests and assets of the Company.

Cautionary Note

Statements in the Management Discussion and Analysis outlining the Company's estimates, perceptions and expectations may be forward looking statements within the meaning of applicable laws and regulations. The actual results may differ materially from those expressed herein above due to certain factors which may be beyond the control of the Company.

CEO/CFO Certificate

I, D V S Prakash Rao, Whole Time Director & CEO of Green Fire Agri Commodities Limited certify that:

1. We have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2015 (hereinafter referred to as 'the year') and that to the best of our knowledge and belief:

   (a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   (b) these statements together present a true and fair view of the state of affairs of the Company and of the results of the operations and cash flows. The financial statements have been prepared in conformity, in all material respects, with the existing generally accepted accounting principles including accounting standards, applicable laws and regulations.

2. There are, to the best our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of Company's code of conduct.

3. We accept overall responsibility for establishing and maintaining the Company's internal control system for financial reporting and evaluating its effectiveness. Internal Audit function monitors the internal control system for financial reporting, which encompasses the examination and evaluation of the adequacy and effectiveness. Internal Audit works with all levels of management and statutory Auditors, and reports significant issues to the Audit Committee of the Board. The Auditors and Audit Committee are apprised of any corrective action taken with regard to significant deficiencies and material weakness.

4. We have indicated to the auditors and to the audit Committee:

   (a) Significant changes in internal controls over financial reporting during the year;
   (b) Significant changes in the accounting policies during the year;
   (c) There have been no instances of significant fraud of which we have become aware of and which involve the management or other employees who have significant role in the Company's internal control system over financial reporting.

However, during the year there were no such changes and instances.

Place: Hyderabad
Date: 5th September, 2015

D V S Prakash Rao
Whole Time Director & CEO
(DIN No. 03013165)

Independent Auditors' Report

To the Members of
M/s Green Fire Agri Commodities Limited

Report on the Financial Statements
We have audited the accompanying financial statements of M/s Green Fire Agri Commodities Limited (the ‘Company‘), which comprise the Balance Sheet as at 31 March 2015, 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
The Company’s Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor’s Responsibility
Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;
b) In the case of the Statement of Profit and Loss, of the Loss for the year ended on that date; and
c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matter

Attention is drawn to Note No.2.20(b) of the Notes to the Accounts with respect to balances under Sundry Debtors/Loans and Advances/Sundry Creditors/Other Liabilities which have not been confirmed by certain parties.

Our opinion is not modified in this regard.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the Paragraph 3 and 4 of the Order, to the extent applicable.

2. As required by section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

(c) the balance sheet, the statement of profit and loss, and cash flow statement dealt with by this Report are in agreement with the books of account;

(d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) on the basis of written representations received from the directors as on 31 March, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2015, from being appointed as a director in terms of Section 164(2) of the Act; and

(f) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. the Company has disclosed the impact of pending litigations on its financial position in its financial statements
ii. the Company did have dues on account of Investor Education and Protection Fund which have not been transferred during the year under review, amounting to ₹ 3,12,324.

For **Sarath & Associates**
Chartered Accountants
Firm Regn. No. 005120S

Date: 29.05.2015
Place: Hyderabad

S. Srinivas
Partner
Membership No. 202471

Annexure to the Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of M/s Green Fire Agri Commodities Limited ("the Company') on the financial statements for the year ended on 31st March 2015, we report that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a regular program of physical verification of its fixed assets by which all fixed assets are verified every year. In accordance with this program, fixed assets were verified during the year and no material discrepancies were noted on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets

(ii) As per the information and explanations given to us, the Company does not hold any inventories at any time during the year under review. However, the Company is trading in agricultural commodities by way of purchase and sale, wherein the physical goods are directly moved from purchaser to the Company's customer. As there is no physical movement of goods to/from the Company, we offer no comments under paragraph 3(ii) of the said Order.

(iii) The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, paragraph 3(iii)(b) and (c) of the said Order are not applicable.

(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 fixed assets and with regard to the sale of goods. We have not observed any cases of continuing failure to correct major weakness in the internal control system during the course of the audit.

(v) The Company has not accepted any deposits from the public. Therefore, the provisions of Clause (v) of paragraph 3 of the said Order are not applicable to the Company.

(vi) The Central Government of India has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the activities carried on by the Company.

(vii) (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 including Provident Fund, Income Tax, Service tax, Value added tax, Employees' State Insurance and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities, except for certain cases of Tax deducted at source. As explained to us, the Company did not have any dues on account of Wealth Tax, Customs Duty and Excise Duty.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, service tax, value added tax and other material statutory dues were in arrears as at 31st March 2015 for a period of more than six months from the date they become payable, except for statutory dues amounting to ₹ 75,750.

(b) According to the information and explanations given to us, there are no Material dues of Sales Tax, Wealth Tax, Customs Duty and Excise Duty which have not been deposited with the appropriate authorities on account of any dispute, except as stated hereunder:-

Sl. No	Name of the Statute	Nature of dues	Amount ₹	Period to which the amount relates	Forum where dispute is pending
1	Sales Tax, Mumbai	VAT-Mumbai	12,45,280	2012-13	Sales Tax, Maharashtra
2	Sales Tax, AP	VAT	8,925	2012-13	Sales Tax, AP
3	Income Tax	Self assessment tax	97,73,793	2011-12	DCIT
4	Income Tax	Tax demand	64,16,141	2006-07	ITAT
5	Income Tax	Tax demand	1,56,07,170	2010-11	ITAT

(c) According to the records of the Company, there are amounts of ₹ 3,12,324 that are due to be transferred to the Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under.

(viii) The accumulated losses of the Company are more than fifty percent of its net worth as at 31st March 2015. Further, the company had incurred cash losses in the financial year and also in the immediately preceding financial year.

(ix) According to the information and explanations given to us and based on the documents and records produced to us, the company has defaulted in repayment of dues to M/s Dhanalakshmi Bank, amounting outstanding being ₹13,97,35,615 as per the books of account at the year end. However, no direct confirmation from Bank is on record and the account has become NPA.

(x) In our opinion and 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 institutions.

(xi) The Company had not obtained any term loans during the year under review.

(xii) 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 **Sarath & Associates**
Chartered Accountants
Firm Regn No.005120S

Date : 29/05/2015
Place : Hyderabad

S Srinivas
Partner
M.No.202471

Balance Sheet As at 31 March 2015

(All amounts in Indian rupees, except share data and where otherwise stated)

Particulars	Note	As at 31 March 2015	As at 31 March 2014
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2.1	97,393,544	97,393,544
Reserves and surplus	2.2	(267,928,845)	(233,919,917)
		(170,535,301)	(136,526,373)
Non-current liabilities			
Long term provisions	2.3	87,118	87,298
		87,118	87,298
Current liabilities			
Short-term borrowing	2.4	217,271,974	193,554,233
Trade payables	2.5	11,061,939	5,397,067
Other current liabilities	2.6	16,903,523	18,419,635
Short term provisions	2.7	9,710,475	9,709,942
		254,947,911	227,080,877
Total		**84,499,728**	**90,641,802**
ASSETS			
Non current assets			
Fixed assets	2.8		
- Tangible assets		45,375,059	45,454,810
- Intangible assets		-	-
Long term loans and advances	2.9	22,641,360	22,620,000
		68,016,419	68,074,810
Current assets			
Trade receivables	2.10	1,787,621	4,917,112
Cash and bank balances	2.11	521,635	3,263,927
Short term loan and advances	2.12	14,174,053	14,385,953
		16,483,309	22,566,992
Total		**84,499,728**	**90,641,802**
Significant accounting policies	1		

The notes referred to above form an integral part of balance sheet.
As per our report attached

for **Sarath & Associates**
Chartered Accountants
Firm's registration No: 005120S

S. Srinivas
Partner
Membership No.: 202471

Place: Hyderabad
Date: 29 May 2015

for **Green Fire Agri Commodities Limited**

D.V.S. Prakash Rao
Wholetime Director
DIN : 03013165

T. Naresh Kumar
Director
DIN : 0018575

Khushboo Joshi
Company Secretary
ACS:27992

Statement of Profit and Loss Account for the year ended 31 March 2015

(All amounts in Indian rupees, except share data and where otherwise stated)

Particulars	Note	For the year ended 31 March 2015	For the year ended 31 March 2014
Revenue from operations			
Income from operations	2.13	9,005,020	10,301,593
Other income	2.14	703,471	729,958
Total revenue		**9,708,491**	**11,031,551**
Expenses			
Purchase of stock-in-trade	2.15	8,305,830	9,893,339
Operating expenses	2.16	7,267	7,240,964
Employee benefits expense	2.17	2,325,126	2,571,781
Finance costs	2.18	31,684,588	25,937,152
Depreciation expense	2.8	79,751	1,224,148
Other expenses	2.19	1,314,857	105,849,847
Total expenses		**43,717,419**	**152,717,231**
Profit/ (Loss) before extraordinary items and tax		**(34,008,928)**	**(141,685,680)**
Loss on account of fire accident	2.20	-	1,144,958
Profit/ (Loss) before tax		**(34,008,928)**	**(142,830,638)**
Tax expense			
- Current tax		-	-
- Current tax for earlier years		-	-
- Deferred tax charge		-	-
Profit /(Loss) after tax		**(34,008,928)**	**(142,830,638)**
Earning per share (face value of share ₹ 1 each) [previous year: ₹ 1 each]	2.21	(34,008,928)	(142,830,638)
- Basic/ Diluted		(0.35)	(1.49)
Earning per share (Excluding Extraordinary Items)			
- Basic/ Diluted		(0.35)	(1.47)

Significant accounting policies 1

The notes referred to above form an integral part of balance sheet.
As per our report attached

for **Sarath & Associates**
Chartered Accountants
Firm's registration No: 005120S

S. Srinivas
Partner
Membership No.: 202471

for **Green Fire Agri Commodities Limited**

D.V.S. Prakash Rao
Wholetime Director
DIN : 03013165

T. Naresh Kumar
Director
DIN : 0018575

Khushboo Joshi
Company Secretary
ACS:27992

Place: Hyderabad
Date: 29 May 2015

Cash flow statement for the year ended 31 March 2015

(All amounts in Indian rupees, except share data and where otherwise stated)

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
I. Cash flows from operating activities		
Net profit/(loss) before taxation:	(34,008,928)	(142,830,638)
Adjustments for operating activities:		
Depreciation and amortisation	79,751	1,224,148
Loss on Account of fire of Fixed Assets	-	1,144,958
Provision Written off	(7,765)	(729,958)
Bad debts Written off	-	100,741,798
Interest receivable Written off	-	1,280,310
Interest expense	31,684,588	25,937,152
Operating profit before working capital changes	**(2,252,354)**	**(13,232,230)**
Adjustments for		
Decrease/(increase) in trade receivables	3,129,490	30,067,374
Decrease in inventories	-	-
Increase/(decrease) in trade payables	5,664,872	(303,656)
Increase in loans and advances	190,540	8,961,890
Increase/(decrease) in liabilities and provisions	(1,507,994)	(16,101,781)
Cash generated from operations	**5,224,554**	**9,391,597**
Income taxes paid/(received)	-	-
Net cash flow from operating activities (A)	**5,224,554**	**9,391,597**
II. Cash flows from investing activities		
Loans from bank	18,995,210	24,262,986
Net cash flow used in investing activities (B)	**18,995,210**	**24,262,986**
III. Cash flows from financing activities		
Repayment of Inter corporate deposit	4,722,531	(5,747,345)
Interest paid	(31,684,587)	(25,937,151)
Net cash from financing activities (C)	**(26,962,056)**	**(31,684,496)**
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	(2,742,292)	1,970,087
Net cash received	-	-
Cash and cash equivalents at the beginning of the year	3,263,927	1,293,840
Cash and cash equivalents at the end of the year (refer note 2.11)	**521,635**	**3,263,927**

Significant accounting policies 1

The notes referred to above form an integral part of balance sheet.
As per our report attached

for **Sarath & Associates**
Chartered Accountants
Firm's registration No: 005120S

S. Srinivas
Partner
Membership No.: 202471

Place: Hyderabad
Date: 29 May 2015

for **Green Fire Agri Commodities Limited**

D.V.S. Prakash Rao
Wholetime Director
DIN : 03013165

T. Naresh Kumar
Director
DIN : 0018575

Khushboo Joshi
Company Secretary
ACS:27992

Overview

Green Fire Agri Commodities Limited ("the Company") was incorporated as Garden Style Private Limited on 11 June 1991. The name of the Company was subsequently changed from Northgate Technologies Limited to Green Fire Agri Commodities Limited on 20 July 2012. The company mainly engaged in Commodities trading business.

(a) Basis of preparation of financial statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") / Companies Act, 1956 ("the 1956 Act"), as applicable. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

(b) Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires Management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and reported amounts of revenues and expenses for the year. Actual results could differ from these estimates. Any revision to accounting estimates is recognised prospectively in the current and future periods.

(c) Depreciation and amortization

In respect of fixed assets (other than freehold land and capital work-in-progress) acquired during the year, depreciation/ amortization is charged on a straight line basis so as to write off the cost of the assets over the useful lives and for the assets acquired prior to 1 April, 2014, the carrying amount as on 1 April, 2014 is depreciated over the remaining useful life based on an evaluation:

(d) Tangible fixed assets

Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Exchange differences arising on restatement / settlement of long-term foreign currency borrowings relating to acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets. Subsequent expenditure relating to fixed assets is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Fixed assets retired from active use and held for sale are stated at the lower of their net book value and net realizable value and are disclosed separately in the balance sheet.

Advances paid towards the acquisition of fixed assets outstanding at each balance sheet date and the cost of fixed assets not ready for their intended use before such date, are disclosed as capital advances.

Significant accounting policies (continued)

(e) Intangible assets

Intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase / completion is recognized as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

(f) Inventories

Inventories of traded products are valued at the lower of cost and net realisable value. Cost comprises purchase price and all incidental expenses incurred in bringing the inventory to its present location and condition. The Company follows the first in first out (FIFO) method for determining the cost of such inventories.

(g) Minimum Alternative Tax (MAT) Credit entitlement:

Minimum Alternate Tax (MAT) credit is recognized, as an Asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified year. In the year in which the Minimum Alternate tax (MAT) credit becomes eligible to be recognised as an asset in accordance with the recommendation contained in Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Statement of profit and loss and shown as MAT Credit Entitlement.Such Assets are reviewed as at each Balance Sheet and written down to reflect the amount that will not be available as a credit to be set off in future, based on the applicable taxation law then in force

(h) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

The revenue from sale of commodities is recognised when all significant risks and rewards of ownership of goods are passed to the buyer (ie. On Physical Delivery), in accordance with the terms and conditions of the contracts entered into by the Company with customers.

Brokerage income is recognised when customer orders are executed on the commodity exchanges. Income from interest on deposits and interest bearing securities is recognised on the time proportionate method using the underlying interest rates.

(i) Earnings per share

The basic earnings per share ("EPS") is computed by dividing the net profit after tax (including post tax effect of any extraordinary items) for the year by the weighted average number of equity shares outstanding during the year. The Company does not have any potentially dilutive equity shares as at the year-end.

Significant accounting policies (continued)

(j) Taxes on income

Income tax expenses comprise of current tax and deferred tax.

Current tax
The current charge for the income taxes is calculated in accordance with the relevant tax laws applicable to the Company.

Deferred tax
Deferred tax charge or benefit reflects the tax effects of timing differences between accounting income and taxable income, which originate during the year but reverse after the tax holiday period. The deferred tax charge or benefit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date and written-down or written-up to reflect the amount that is reasonably / virtually certain to be realised. The break-up of the major components of the deferred tax assets and liabilities as at balance sheet date has been arrived at after setting off deferred tax assets and liabilities where the Company has a legally enforceable right to set-off assets against liabilities and where such assets and liabilities relate to taxes on income levied by the same governing taxation laws.

(k) Leases
Assets acquired under lease, where the Company has assumed substantially all the risks and rewards of ownership are classified as finance lease. Such leases are capitalised at the inception of the lease, at fair value of the asset or present value of the minimum lease payments at the inception of the lease, whichever is lower.

Assets acquired under lease, where a significant portion of the risks and rewards of ownership are retained by the lessor, are classified as operating lease. Lease payments under operating leases are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

(l) Provisions and contingent liabilities
The Company recognizes a provision when there is a present obligation as a result of an obligating event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

Significant accounting policies (continued)

Provisions for onerous contracts are recognised when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. The provision is measured at lower of the expected cost of terminating the contract and the expected net cost of fulfilling the contract.

(m) Retirement benefits

Provision for gratuity, which is a defined benefit scheme, is accrued based on actuarial valuation at the balance sheet date, carried out by an independent actuary. The Company recognises the net obligation of the gratuity plan in the balance sheet as an asset or liability respectively in accordance with AS-15 "Employee Benefits".

Long term compensated absences is accrued based on actuarial valuation at the balance sheet date, carried out by an independent actuary.

Contributions to the employees' provident fund are charged to the statement of profit and loss. Such contributions are made to the authorities administering the fund.

(n) Impairment of assets

The Company assesses at each balance sheet date whether there is any indication that any assets may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs to is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the reassessed recoverable amount subject to a maximum of depreciated historical cost.

(o) Cash flow statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals, or accruals of past or future operating cash receipts or payments and item of expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

2. Notes on accounts

(All amounts in Indian rupees, except share data and where otherwise stated)

2.1 Share capital

Particulars	As at 31 March 2015	As at 31 March 2014
Authorised		
Equity shares		
560,000,000 (previous year : 560,000,000) equity of ₹ 1 each (previous year: ₹ 1 each)	560,000,000	560,000,000
	560,000,000	**560,000,000**
Issued		
96,108,436 (previous year : 96,108,436) equity shares of ₹ 1 each fully paid up (previous year: ₹ 1 each)	96,108,436	96,108,436
Subscribed and fully paid up		
96,108,436 (previous year : 96,108,436) equity shares of ₹ 1 each fully paid up (previous year: ₹ 1 each)	96,108,436	96,108,436
Add: Forfeited share capital	1,285,108	1,285,108
	97,393,544	**97,393,544**

The details of shareholder holding more than 5% equity shares is set below:

Name of Shareholder	As at 31 March 2015		As at 31 March 2014	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Stampede Holdings Limited	36,795,809	38.29	36,795,809	38.29

The reconciliation of the number of equity shares outstanding is set out below:

Particulars	As at 31 March 2015		As at 31 March 2014	
	Number	Amount in ₹	Number	Amount in ₹
Shares outstanding at the beginning of the year	96,108,436	96,108,436	96,108,436	96,108,436
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	96,108,436	96,108,436	96,108,436	96,108,436

1. The Company has issued 16,514,295 equity shares by way of fully paid bonus shares on 03 September 2007.
2. The Company has issued 47,089,846 equity shares of ₹ 1 each pursuant to the Approved Scheme for consideration other than cash.
3. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes on accounts (continued)

(All amounts in Indian rupees, except share data and where otherwise stated)

2.2 Reserves and surplus

Particulars	As at 31 March 2015	As at 31 March 2014
Capital reserve account	1,671,142	1,671,142
Balance in statement of profit and loss		
Opening balance	(235,591,059)	(92,760,421)
Add: Profit/(loss) after tax	(34,008,928)	(142,830,638)
Closing balance	**(269,599,987)**	**(235,591,059)**
Total	**(267,928,845)**	**(233,919,917)**

2.3 Long term provisions

Particulars	As at 31 March 2015	As at 31 March 2014
Provision for employee benefits		
Gratuity (Refer note.2.24)	73,647	74,544
Leave encashment	13,471	12,754
	87,118	**87,298**

2.4 Short term borrowing

Particulars	As at 31 March 2015	As at 31 March 2014
Secured loans		
Working capital demand loan from Dhanalakshmi Bank	139,735,615	117,176,921
Working capital demand loan from Corporation Bank	55,570,186	59,133,670
Unsecured loans		
Loans and advances from related party	21,966,173	17,243,642
	217,271,974	**193,554,233**

Note: 1. Working Capital Demand loan from Dhanalakshmi bank first parsi -passu charge on the entire current assets of the company including Stock and Books debts along with the Bank and carries Intrest at 18% p.a repayable in 26 equal montly installments starting from 20.01.2013.

2. Loan from Corporation Bank to meet Bussiness Expenses carries intrest at 14.60% p.a at present, subject to change from time to time and repayable on demand , subject to annual review/ renewal.

Notes on accounts (continued)
(All amounts in Indian rupees, except share data and where otherwise stated)

2.5 Trade payables

Particulars	As at 31 March 2015	As at 31 March 2014
Amounts due to Micro, Small and Medium Enterprises (Refer Note: 2.23)	-	-
Others	11,061,939	5,397,067
	11,061,939	**5,397,067**

2.6 Other current liabilities

Particulars	As at 31 March 2015	As at 31 March 2014
Advance from customers	14,525,000	15,766,207
Accrued expenses	164,837	2,147
Employee payables	359,936	383,176
Unclaimed dividend	394,258	394,258
Statutory dues	1,459,492	1,873,847
	16,903,523	**18,419,635**

2.7 Short term provisions

Particulars	As at 31 March 2015	As at 31 March 2014
Provision for taxation		
Provision for taxation	9,708,165	9,708,165
Provision for employee benefits		
Leave encashment	2,310	1,777
	9,710,475	**9,709,942**

Notes on accounts (continued)

(all amounts in Indian Rupees, except share data and otherwise stated)

2.8 : Fixed assets

(Amount in ₹)

Particulars	Gross block				Depreciation/ Amortisation				Net block	
	As at 1 April 2014	Additions during the year	Deletions during the year	As at 31 March 2015	As at 1st April 2014	Charges for the year	On Deletions	As at 31 Marh 2015	As at 31 March 2015	As at 31 March 2014
Tangible Assets										
Land	43,139,562	-	-	43,139,562	-	-	-	-	43,139,562	43,139,562
Building	5,276,579	-	-	5,276,579	2,961,331	79,751	-	3,041,082	2,235,497	2,315,248
Total	**48,416,141**	**-**	**-**	**48,416,141**	**2,961,331**	**79,751**	-	**3,041,082**	**45,375,059**	**45,454,810**
Previous year	50,087,104	-	1,670,963	48,416,141	2,263,187	1,224,148	526,004	2,961,331	45,454,810	-
Intangible Assets										
Goodwill	16,382,330	-	16,382,330	-	16,382,330	-	16,382,330	-	-	-
Software	23,278,993	-	23,278,993	-	23,278,993	-	23,278,993	-	-	-
Total	**39,661,323**	**-**	**39,661,323**	**-**	**39,661,323**	**-**	**39,661,323**	**-**	**-**	**-**
Previous year	39,672,946	-	39,672,946	-	39,661,323	-	39,661,323	-	-	-
Grand Total										
Current year	**88,077,464**	-	**39,661,323**	**48,416,141**	**42,622,654**	**79,751**	**39,661,323**	**3,041,082**	**45,375,059**	**45,454,810**
Previous year	**89,760,050**	-	**41,343,909**	**48,416,141**	**41,924,510**	**1,224,148**	**40,187,327**	**2,961,331**	**45,454,810**	-

Notes on accounts (continued)
(All amounts in Indian rupees, except share data and where otherwise stated)

2.9 Long term loans and advances

Particulars	As at 31 March 2015	As at 31 March 2014
Other loans and advances		
Unsecured, considered good		
Capital advances	22,500,000	22,500,000
Security deposit	120,000	120,000
Prepaid expenses	21,360	-
	22,641,360	**22,620,000**

2.10 Trade receivables

Particulars	As at 31 March 2015	As at 31 March 2014
Unsecured, considered good		
Debts outstanding for period exceeding six months from the date they become due	-	293,176
Others	1,787,621	4,623,936
	1,787,621	**4,917,112**

2.11 Cash and bank balances

Particulars	As at 31 March 2015	As at 31 March 2014
Cash and cash equivalents		
Cash on hand	10,848	925
Balance with banks in current accounts	116,529	2,868,744
- in unclaimed dividend accounts	394,258	394,258
	521,635	**3,263,927**

2.12 Short term loan and advances

Particulars	As at 31 March 2015	As at 31 March 2014
Unsecured, considered good		
Others		
Security deposit	1,398,352	1,590,252
Advance tax & tax deducted at source	12,673,616	12,673,616
Advance for purchases	-	20,000
VAT receivable	102,085	102,085
	14,174,053	**14,385,953**

Notes on accounts (continued)

(All amounts in Indian rupees, except share data and where otherwise stated)

2.13 Income from operations

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Income from commodities trading		
- Food grains and maize	9,005,020	10,301,593
	9,005,020	**10,301,593**

2.14 Other income

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Provisions no longer required, written back	7,765	729,958
Gain/loss on exchange flucuation	34,499	-
Bad Debtors recovered	661,207	-
	703,471	**729,958**

2.15 Purchase of stock-in-trade

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Purchase of food grains and maize	8,305,830	9,893,339
	8,305,830	**9,893,339**

2.16 Operating expenses

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Transaction charges	-	104,287
Processing fees	-	178,020
Communication charges	7,267	284,245
Loss on commodity derivative trading	-	6,674,412
	7,267	**7,240,964**

2.17 Employee benefits expense

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Salaries	2,161,765	2,402,250
Contribution to provident fund and other funds	131,846	29,564
Staff welfare expenses	31,515	139,967
	2,325,126	**2,571,781**

Notes on accounts (continued)
(All amounts in Indian rupees, except share data and where otherwise stated)

2.18 Finance cost

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Interest on Bank loans	31,684,588	25,937,152
	31,684,588	**25,937,152**

2.19 Other expenses

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Power and fuel	54,412	715,186
Rent	120,000	1,141,831
Repairs and maintenance	33,320	376,665
Rates and taxes	304,338	512,809
Traveling and conveyance	1,805	47,870
Legal and professional fees	453,060	566,904
Sales promotion and advertisement	43,560	43,270
Bank charges	90,383	127,191
Bad debts written off	-	100,741,798
Advances written off	-	21,250
Interest receivable written off	-	1,280,310
Printing and stationery	25,645	6,683
Miscellaneous expenses	188,334	268,080
	1,314,857	**105,849,847**

2.20 (a) Due to the major fire accident which completely destroyed the physical vouchers upto 10.2.2014 and also affected computers, Furniture and Fixtures, Office Equipments, servers and the steps taken by the Company for recovering the data from the Backup systems. We have conducted limited review of the accounts for the nine months period ending 31.12.2013. We have also conducted Audit for the year ending March 2014, based on data retrieved from the systems including scanned/soft copies and physical records available.

2.20 (b) With respect to balances under Sundry Debtors/Claims Recoverable/Loans & Advances/ Sundry Creditors/Other Liabilities which have not been confirmed by the certain parties.

2.20 (c) Unclaimed Dividend an amount of ₹ 3,12,324/- lying in HDFC Bank for the financial years 2004-05, 2005-06 & 2006-07 is due for transfer to Investor and Education Protection Fund.

Notes on accounts (continued)
(All amounts in Indian rupees, except share data and where otherwise stated)

2.21 Earning per share (EPS)

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
a. Profit /(loss) Before Extraordinary items and tax	(34,008,928)	(141,685,680)
Less: Extraordinary Items	-	1,144,958
b. Profit /(loss) after tax	(34,008,928)	(142,830,638)
c. Number of shares at the beginning of the year	96,108,436	96,108,436
Add: No. of equity shares issued during the year	-	-
Total number of equity shares outstanding at the end of the year	96,108,436	96,108,436
Add: Equity shares pending allotment (potential equity shares)	-	-
Total number of equity shares including potential equity shares	**96,108,436**	**96,108,436**
d. Weighted average number of equity shares outstanding during the year.(Nominal value ₹ 1)[previous year: ₹ 1]	96,108,436	96,108,436
e. Weighted average number of equity shares outstanding during the year.(Nominal value ₹ 1)[previous year: ₹ 1]	96,108,436	96,108,436
f. Earnings per share (₹)		
- Basic	(0.35)	(1.49)
- Diluted	(0.35)	(1.49)
g. Earnings per share (₹) (Excluding Extraordinary items)		
- Basic	(0.35)	(1.47)
- Diluted	(0.35)	(1.47)

2.22 Related party disclosures

i. Entities where control exists

None

ii. Key Management Personnel

D. Prakash Rao – Wholetime Director
T. Naresh Kumar – Director

iii. Enterprises with whom transactions have taken place

Entities where principal shareholders/management personnel have control or significant influence (either directly or indirectly)

Stampede Holdings Limited, India
Stampede Capital Limited, India
Social Media India Limited

Notes on accounts (continued)

(All amounts in Indian rupees, except share data and where otherwise stated)

I. Particulars of related party transactions

Following is the summary of significant related party transactions:

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Stampede Holdings Limited		
- Intercorpotate deposit repaid	-	11,562,000
Stampede Capital Limited		
- Intercorpotate deposit received	-	20,443,218
- Intercorpotate deposit repaid	-	12,481,749
- Margin money paid	-	13,394,974
- Intercorpotate deposit/Margin money returned	191,899	21,607,636
- Brokerage charges/ expense	-	82,246
Social Media India Limited		
- Intercorpotate deposit repaid	-	11,176,000
- Intercorpotate deposit obtained	-	790,665
Venkata Srinivas Meenavalli		
- Unsecured loan taken	12,684,000	-
D.V.S. Prkash Rao		
- Salary paid	756,000	690,000

II. The Company has the following amounts due from/ to the related parties

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Venkata S Meenavalli		
- Trade payable (Creditor)	276,610	276,610
- Unsecured loan payable	12,684,000	-
Stampede Holdings Limited		
- Trade payable (Creditor)	-	120,362
Stampede Capital Limited		
- Short term loan and advances (Intercorpotate deposit)	-	7,961,469
- Short term loans and advances (Trading deposit)	-	191,899
Social Media India Limited		
- Short-term borrowings (Intercorpotate deposit)	9,282,173	9,282,173
D.V.S. Prkash Rao		
- Salary payble	61,438	55,391

2.23 Details of dues to micro and small enterprises as defined under MSMED Act, 2006

There are no dues to Micro and Small Enterprises specified under the Micro, Small and Medium Enterprises Development Act, 2006 as on 31st March, 2015, to the extent such parties have been identified on the basis of information available with the Company and relied on by the auditors

Notes on accounts (continued)
(All amounts in Indian rupees, except share data and where otherwise stated)

2.24 Provision for employee benefits

a. Pursuant to the adoption of the Accounting Standard 15 (Revised) – Employee Benefits effective 1st April 2007, the following table sets out the status of the gratuity plan :

Particulars	As at 31 March 2015	As at 31 March 2014
Reconciliation of opening and closing balance of the present value of defined benefit obligations		
Opening defined benefit obligation	74,544	125,501
Current service cost	18,286	17,535
Interest cost	5,964	10,040
Actuarial (gain)/loss	(25,147)	(78,532)
Closing defined benefit obligation	**73,647**	**74,544**
Change in the fair value of assets		
Opening fair value of plan assets	-	-
Expected return on plan assets	-	-
Actuarial gains / (losses)	-	-
Contributions by employer	-	-
Benefits paid	-	-
Closing fair value of plan assets	-	-
Amounts recognised in the balance sheet		
Present value of funded obligation	73,647	74,544
Fair value of plan assets at end of the year	-	-
Net liability	**73,647**	**74,544**
Expense recognised in statement of profit and loss		
Current service cost	18,286	17,535
Interest on defined benefit obligation	5,964	10,040
Expected return on plan assets	-	-
Net actuarial losses / (gains) recognized in year	(25,147)	(78,532)
Amount, included in “Employee benefit expense”	**(897)**	**(50,957)**
Summary of actuarial assumptions		
Discount rate (%)	8	8
Rate of return on plan assets (%)	5	5
Salary escalation rate (%)	4	4

Notes on accounts (continued)
(All amounts in Indian rupees, except share data and where otherwise stated)

Discount rate: The discount rate is based on the gross redemption yield on medium to long term risk free investments.

Expected rate of return on plan assets: The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market.

Salary escalation rate: The attrition rate is the expected employee turnover for the future periods, adjusted to the current economic environment.

2.25 Payments to auditors (included in Legal and professional charges includes) (excluding service tax)

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Audit fee	100,000	100,000
Other services	12,500	25,000
for reimbursement of expenses	-	-
	112,500	**125,000**

2.26 Capital Commitments and Contingent liabilities

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Contingent Liabilities		
Company extended property to Bank of Baroda against the loan sanctioned to Barret Commodity Traders Private Ltd	18,000,000	18,000,000

2.27 Differed tax asset/liability :

In view of carry forward of losses under tax laws in the current year, the Company is unable to demonstrate virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax asset can be realised, which is as required under AS 22 ‘Accounting for taxes on income’. Accordingly, no deferred tax asset has been recognised as at the year-end.

Notes on accounts (continued)
(All amounts in Indian rupees, except share data and where otherwise stated)

2.28 Segment reporting

During the current year, the Company is engaged in " Commodities trading" in India Revenue by geographical location of customer

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
India	9,005,020	10,301,593
	9,005,020	**10,301,593**

2.29 Previous year figures have been regrouped / reclassified wherever necessary, to confirm to current year classification.

As per our report attached
for **Sarath & Associates**
Chartered Accountants
Firm's registration No.: 005120S

S. Srinivas
Partner
Membership No.: 202471

Place: Hyderabad
Date: 29 May 2015

for **Green Fire Agri Commodities Limited**

D.V.S. Prakash Rao
Wholetime Director
DIN : 03013165

T. Naresh Kumar
Director
DIN : 0018575

Khushboo Joshi
Company Secretary
ACS:27992

Green Fire Agri Commodities Limited **PROXY FORM MGT 11**

Registered Office: H.No. 8-2-686/8/B/1, GAMUT SQUARE, Third Floor, Road No. 12,
Banjara Hills, Hyderabad-500034 Telangana. CIN: L72200TG2002PLC039113 www.greenfireagritech.com
(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies
(Management and Administration) Rules, 2014)

Name of the Member (s) :

Registered Address :

E-mail id :

Folio No. / Client Id :

DP ID :

I / We, being the member(s) of ________ Equity Shares of Green Fire Agri Commodities Limited, hereby appoint

1. Name: ____
   Address: ____
   E-mail Id: ____
   Signature : ___________________________ , or failing him / her
2. Name: ____
   Address: ____
   E-mail Id: ____
   Signature : ___________________________ , or failing him / her
3. Name: ____
   Address: ____
   E-mail Id: ____
   Signature : ___________________________ , or failing him / her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 23rd Annual General Meeting of the Company, to be held on the **30th day of September, 2015 at 04.30 p.m.** at the Kalinga Cultural Trust, Plot No. 1269, Road No. 12, Banjara Hills, Hyderabad - 500 034 Telangana and at any adjournment thereof, in respect of such resolutions set out in the AGM Notice convening the meeting, as are indicated below:

RESOLUTIONS	FOR	AGAINST
1. Adoption of Financial Statements and Reports thereon for the Year Ended 31st March, 2015		
2. Re-appointment of Mr. D V S Prakash Rao who retires by rotation		
3. Re-appointment of M/s. Sarath & Associates, Chartered Accountants, as Statutory Auditors of the company and fix their remuneration		
4. Appointment of Ms. Pathan Naazneen (DIN: 07195917) as a Non – Executive Director		
5. Re-appointment of Mr.D.V.S.Prakash Rao (DIN:03013165) as Wholetime Director & CEO		
6. Appointment of Mr. T.Venkateswara Rao (DIN: 06806293) as Director		
7. Appointment of Mr. T.Venkateswara Rao (DIN: 06806293) as Executive Director		
8. Adoption of New Set of Articles in conformity with the Companies Act, 2013		
9. Approval of Related Party Transactions		
10. Change the name of the company as PROSEED INDIA LIMITED		
11. To raise further capital		

Signed this ……. day of …..…………….… 2015

Revenue Stamp

Signature of Shareholder

Signature of Proxy Holder(s)

Note: The form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the Commencement of the meeting.

Green Fire Agri Commodities Limited

Registered Office: H.No. 8-2-686/8/B/1, GAMUT SQUARE, Third Floor, Road No. 12, Banjara Hills, Hyderabad-500034 Telangana. **CIN:** L72200TG2002PLC039113 www.greenfireagritech.com

ATTENDANCE SLIP

(to be handed over at the Registration Counter Joint holder may obtain additional slip at the venue)

DP ID		Folio No	
Client ID		No. of Shares	

I/We hereby record my/our presence at the 23nd Annual General Meeting of the Company being held on **30th day of September, 2015 at 04.30 p.m** at Kalinga Cultural Trust, Plot No. 1269, Road No. 12, Banjara Hills, Hyderabad - 500 034 Telangana.

Signature of the Member/Proxy

If undelivered, please return to :

Green Fire
Agri Commodities Ltd.

GAMUT Square, D. No. 8-2-686/8/B/1, 3rd Floor, Road No. 12,
Banjara Hills, Hyderabad - 500 034, Telangana, India
Tel: +91-40-23548353, Fax:+91-40-23548537
CIN: L72200TG2002PLC039113, Website: www.greenfireagritech.com