



BOARD OF DIRECTORS

D. Ranga Raju	:	Chairman
K. S. Raju	:	Director
A. Hari Prasad	:	Director
Dr. S. Ramnarayan	:	Director
Sudhakar Kudva	:	Director
C.M. Ashok Muni	:	Director
S. Chandra Sekhar	:	Director
D. Sadasivudu	:	Executive Director
S. Koteswara Rao	:	Managing Director (upto 04.07.2010)

17th ANNUAL GENERAL MEETING

Day	:	Saturday
Date	:	September 18, 2010
Time	:	10.30 A.M.
Venue	:	Hotel Green Park Greenlands, Ameerpet Hyderabad - 500 016

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BANKERS

State Bank of India
AXIS Bank Limited

AUDITORS

R. Kankaria & Uttam Singhi
Chartered Accountants
Hyderabad - 500 082

REGISTERED OFFICE

8-2-269/S/3/A, Plot No. 3
Sagar Society, Road No. 2
Banjara Hills, Hyderabad - 500 034
Tel. (040) 23608083
Fax (040) 23540444
Email: info@bhagirad.com

FACTORY

Cheruvukommupalem Village
Yerajarla Road, Ongole Mandal
Prakasam District, Andhra Pradesh

REGISTRAR & SHARE TRANSFER AGENT

XL Softech Systems Limited
Plot No. 3, Sagar Society,
Road No. 2, Banjara Hills,
Hyderabad - 500 034
Tel. (040) 23545913
Fax (040) 23553214
Email: xlfield@rediffmail.com



NOTICE

Notice is hereby given that the Seventeenth Annual General Meeting of the Shareholders of Bhagiradha Chemicals & Industries Limited will be held at 10.30 A.M on Saturday, the 18th day of September, 2010 at Hotel Green Park, Greenlands, Ameerpet, Hyderabad 500 016 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2010 and the Profit and Loss Account for the year ended on that date, together with the Director's and Auditor's Reports thereon.
2. To appoint a director in the place of Sri K.S. Raju who retires by rotation in terms of Article 143 of the Articles of Association and being eligible, offers himself for re-appointment.
3. To appoint a director in the place of Sri A. Hari Prasad who retires by rotation in terms of Article 143 of the Articles of Association and being eligible, offers himself for re-appointment.
4. To reappoint M/s. R. Kankaria & Uttam Singhi, Chartered Accountants as auditors of the company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration.

SPECIAL BUSINESS

5. To consider and if thought fit, to pass with or without modification, the following resolution as ordinary resolution:

"RESOLVED THAT Sri S. Chandra Sekhar, who was appointed as an additional director of the company by the Board of Directors pursuant to Section 260 of the Companies Act, 1956 and Article 129 of the Articles of Association of the company and who holds office up to the date of this Annual General Meeting be and is hereby appointed as director of the company liable to retire by rotation."

6. To consider and if thought fit, to pass with or without modification, the following resolution as ordinary resolution:

"RESOLVED THAT Sri C.M. Ashok Muni, who was appointed as an additional director of the company by the Board of Directors pursuant to Section 260 of the Companies Act, 1956 and Article 129 of the Articles of Association of the company and who holds office up to the date of this Annual General Meeting be and is hereby appointed as director of the company liable to retire by rotation."

7. To consider and if thought fit, to pass with or without modification, the following resolution as special resolution:

"RESOLVED THAT pursuant to the provisions of sections 198, 269, 309 and other applicable provisions if any of the Companies Act, 1956 read together with Part B of Section II of Schedule XIII to the Act and subject to such other approvals as may be necessary consent of the members of the company be and is hereby accorded to the payment of minimum remuneration of Rs. 2,80,000/- p.m (apart from contributions



made to the provident fund and gratuity) to Sri. S. Koteswara Rao, Managing Director of the company for the period 01-04-2009 to 28-02-2010 in view of the inadequacy of the profits for the year ended 31-03-2010."

8. To consider and if thought fit, to pass with or without modification, the following resolution as special resolution:

"RESOLVED THAT pursuant to the provisions of sections 198, 269, 309, 310 and 311 and other applicable provisions if any of the Companies Act, 1956 read together with Part B of Section II of Schedule XIII to the Act and subject to such other approvals as may be necessary consent of the members of the company be and is hereby accorded to the reappointment of Sri S. Koteswara Rao as Managing Director of the company and payment of remuneration of Rs. 3,00,000/- p.m (apart from contributions made to the provident fund and gratuity) for the period 01-03-2010 to 04-07-2010."

9. To consider and if thought fit, to pass with or without modification, the following resolution as special resolution:

"RESOLVED THAT pursuant to the provisions of sections 198, 269, 309, 310 and 311 read together with Schedule XIII of the Companies Act, 1956, and subject to such other approvals as may be necessary, consent of the members of the company be and is hereby accorded for reappointment of Sri D. Sadasivudu as Executive Director of the company for a period of five years w.e.f. 01-03-2010 and payment of remuneration as follows:

1. Salary Rs. 1,60,000/- per month
2. Perquisites
 - i) Contribution to provident fund as per the provisions of the Provident Fund and Miscellaneous Provisions Act, 1952.
 - ii) Gratuity as per the rules of the company.
 - iii) Reimbursement of actual medical expenses (including insurance premium for medical and hospitalization policy).
 - iv) Insurance premium, car facility and telephone facility, and
3. Commission of 1% of net profit

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year Sri D. Sadasivudu, Executive Director be paid a monthly remuneration not exceeding Rs. 1,60,000/- apart from contributions made to the provident fund and gratuity as minimum remuneration in accordance with Part B of Section II of Schedule XIII of the Companies Act, 1956.

RESOLVED FURTHER THAT the minimum remuneration in case of inadequacy or absence of profits is approved for a period of three years and the minimum remuneration for the further period shall be reviewed at appropriate time."

By Order of the Board

Place: Hyderabad
Date: 27.07.2010

Mary Monica Braganza
Company Secretary



Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend the meeting and vote on his behalf. The proxy need not be a member of the company. The proxy form, in order to be effective must be duly completed and deposited at the registered office of the company atleast 48 hours before the commencement of the meeting.
2. An explanatory statement pursuant to section 173 (2) of the Companies Act, 1956 relating to the special business to be transacted at the meeting is annexed hereto.
3. The Register of Members and Share Transfer Books of the company will remain closed from 14-09-2010 to 18-09-2010 (both days inclusive).
4. The members may address their communication to the Registrars and Share Transfer Agents of the company M/s XL Softech Systems Limited, Plot No. 3, Sagar Society, Road No.2, Banjara Hills, Hyderabad 500 034 or to the Registered Office of the company.
5. Pursuant to the provisions of Sections 205A and 205C of the Companies Act, 1956, the amounts of dividends remaining unclaimed for a period of seven years are to be transferred to Investor Education and Protection Fund (IEPF). Information in respect of such unclaimed dividend when due for transfer to the said Fund is given below:

Financial year	Date of declaration of dividend	Last date for claiming unpaid dividend	Due date for transfer to IEP Fund
2003-2004	24-09-2004	23-09-2011	22-10-2011
2004-2005	29-07-2005	28-07-2012	27-08-2012
2005-2006	31-07-2006	30-07-2013	29-08-2013
2006-2007	30-07-2007	29-07-2014	28-08-2014
2007-2008	31-07-2008	30-07-2015	29-08-2015
2008-2009	14-11-2008	13-11-2015	12-11-2015
2008-2009	31-07-2009	30-07-2016	29-07-2016

Members who have not en-cashed the dividend warrants so far in respect of the aforesaid periods are requested to send their claims, if any, to the company well in advance of the above due dates. Once the amounts in the unpaid dividend is transferred to the IEPF, no claim shall lie against IEPF or the company in respect thereof and the Members will lose their right to claim such dividend.

6. The Securities and Exchange Board of India ("SEBI") has vide its circulars Ref. No. MRD/DoP/Cir-05/2009 dated May 20, 2009 and Ref. No. SEBI/MRB/Dop/SE/RTA/Cir-03/2010 dated January 7, 2010 specified that for securities market transactions and off market/private transactions involving transfer/transmission of shares, deletion of name of deceased shareholder(s) and transposition of names in respect of shares held in physical form of listed companies, it shall be mandatory for the transferee(s)/shareholder(s) to furnish copy of PAN card to the Company/Registered Transfer Agents (RTAs) for registration of such transfer/transmission of shares or other request. All shareholder(s) desirous of lodging physical shares for any of the aforesaid should therefore invariably furnish copy of their PAN card at the time of lodging requests for such matters together with all requisite documents to the company/RTA for necessary action, to avoid inconvenience."



ANNEXURE TO THE NOTICE

Explanatory statement pursuant to section 173(2) of the Companies Act, 1956

Item No. 5

Sri S. Chandra Sekhar was appointed as additional director of the company on July 27, 2010 under Article 129 of the Articles of Association of the company. As per the provisions of Section 260 of the Companies Act, 1956, Sri S. Chandra Sekhar holds office as director of the company only up to the date of the ensuing Annual General Meeting of the company.

Notice under Section 257 of the Companies Act, 1956 has been received from a member along with a deposit of Rs. 500/- proposing the appointment of Sri S. Chandra Sekhar as a director of the company.

Sri S. Chandra Sekhar (33) is a Chemical Engineer holding B.Tech. degree with distinction from Osmania University and Masters Degree in Chemical Engineering from the University of Illinois, Chicago. He has over eight years of experience in the synthesis of specialty chemicals and design of chemical plants. He has worked as R&D Manager of the company from September 28, 2002 to March 31, 2006. Sri S. Chandra Sekhar is the son of Late Sri S. Koteswara Rao, Promoter and Managing Director of the company.

Presently Sri S. Chandra Sekhar is the Managing Director of JC Biotech Private Limited and also a Director in Rite Information Services Private Limited. He does not hold any committee memberships in the companies in which he is a director. Sri S. Chandra Sekhar holds 23200 equity shares in the company.

The company will benefit from the experience of Sri S. Chandra Sekhar in technology related matters.

The Board recommends his appointment.

Except Sri S. Chandra Sekhar none of the other directors of the company are in any way concerned or interested in this resolution.

Item No. 6

Sri C.M. Ashok Muni was appointed as additional director of the company on July 27, 2010 under Article 129 of the Articles of Association of the company. As per the provisions of Section 260 of the Companies Act, 1956, Sri C.M. Ashok Muni holds office as director of the company only up to the date of the ensuing Annual General Meeting of the company.

Notice under Section 257 of the Companies Act, 1956 has been received from a member along with a deposit of Rs. 500/- proposing the appointment of Sri C.M. Ashok Muni as a director of the company.

Sri C.M. Ashok Muni (45) is a B.Tech - Chemical Engineer from IIT Chennai. He has over 23 years of experience in various chemical industries. He has worked in Indian Aluminum Company Limited, ICI India Limited, ICI Europe - UK, Belgium and Netherlands, Monsanto



India Limited and Atul Limited. The industry spectrum of his experience includes alumina, rubber chemicals, polyurethanes, agrochemicals, bulk and specialty chemicals business. Presently he is the Director and Chief Operating Officer of Nagarjuna Agrichem Limited (also a member of its Banking Committee). He is also a Director in Nagarjuna Foundation. Sri C.M. Ashok Muni does not hold any shares in the company.

The company will benefit from the rich and varied experience Sri C.M. Ashok Muni has in the chemical industry.

The Board recommends his appointment.

Except Sri C.M. Ashok Muni none of the other directors of the company are in any way concerned or interested in this resolution.

Item No. 7

The Shareholder's at the Sixteenth Annual General Meeting held on July 31, 2009 approved an increase in the remuneration of the Managing Director of the Company for the period 01-02-2009 to 28-02-2010.

Due to inadequate profits for the year ended March 31, 2010, the Remuneration Committee and the Board of Directors at their respective meetings held on May 29, 2010 approved the payment of minimum remuneration in accordance with Part B of Section II of Schedule XIII of the Companies Act, 1956 to Sri S. Koteswara Rao, Managing Director for the period 01-04-2009 to 28-02-2010.

The effective capital of the company as on March 31, 2010 is Rs. 47 crores and the minimum remuneration is within the ceiling prescribed in terms of the effective capital of the company. Further, the company has not made any default in repayment of any of its debts or interest payable thereon for a continuous period of thirty days in the preceding financial year. The statement containing the information as required under Schedule XIII to the Companies Act, 1956 is annexed to this notice.

Sri S. Koteswara Rao expired on July 4, 2010.

The Board recommends the proposed resolution for approval.

The resolution set out in the accompanying notice together with the explanation should be treated as an extract and memorandum of concern or interest under section 302 of the Companies Act, 1956.

Item No. 8

The tenure of appointment of Sri S. Koteswara Rao as Managing Director ended on February 28, 2010. The Board of Directors at their meeting held on January 30, 2010 reappointed Sri. S. Koteswara Rao as Managing Director of the company for a further period of five years from March 1, 2010. The remuneration payable was approved by the Board and the Remuneration Committee at their meetings held on January 30, 2010 and May 29, 2010.



Sri S. Koteswara Rao expired on July 4, 2010. The consent of the shareholders is sought for the reappointment and payment of remuneration to Sri S. Koteswara Rao for the period 01-03-2010 to 04-07-2010.

The resolution set out in the accompanying notice together with the explanation should be treated as an extract and memorandum of concern or interest under section 302 of the Companies Act, 1956.

The Board recommends the proposed resolution for approval.

Item No. 9

The tenure of appointment of Sri D. Sadasivudu as Executive Director ended on February 28, 2010. The Board of Directors at their meeting held on January 30, 2010 reappointed Sri D. Sadasivudu, as Executive Director of the company for a further period of five years from March 1, 2010. The remuneration payable was approved by the Board and the Remuneration Committee at their meetings held on January 30, 2010 and May 29, 2010.

The effective capital of the company as on March 31, 2010 is Rs. 47 crores and the minimum remuneration is within the ceiling prescribed in terms of effective capital of the company. Further, the company has not made any default in repayment of any of its debts or interest payable thereon for a continuous period of thirty days in the preceding financial year.

It is proposed to approve the payment of the minimum remuneration only for the period of three years as per the provisions of Part B of Section II of Schedule XIII to the Companies Act, 1956 and an appropriate proposal will be put before the members of the company for the further period of two years of the remaining period of reappointment at an appropriate time.

The statement containing the information as required under Schedule XIII to the Companies Act, 1956 is annexed to this notice.

The Board recommends the proposed resolution for approval.

Except Sri D. Sadasivudu none of the other Directors of the company are in any way concerned or interested in this resolution.

By Order of the Board

Place: Hyderabad
Date: 27.07.2010

Mary Monica Braganza
Company Secretary



Statement showing the details as required under Schedule XIII to the Companies Act, 1956

(In connection with item No. 7 to 9 of the notice and explanatory statement)

I. General Information

- (i) Nature of industry: Manufacture and sale of Agro Chemicals.
- (ii) Date or expected date of commencement of commercial production: Existing company carrying out the manufacture and sale of agro chemicals since 1993.
- (iii) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable
- (iv) Financial performance of the company in the last three years based on given indicators:

(Rs. in lakhs)

Particulars	Financial Year		
	2009-2010	2008-2009	2007-2008
Paid up Capital	505.37	505.37	505.37
Reserves & Surplus	4220.14	3888.44	3118.18
Net Sales & Other Income	9909.39	10469.15	8421.38
Total Expenditure	9481.82	9378.23	7678.18
Managerial Remuneration	54.51	48.74	36.14
Profit Before Tax	427.57	1090.92	743.20
Income Tax including Deferred Tax	95.87	143.28	88.72
Dividend (%)	Nil	30%	25%

- (v) Export performance and net foreign exchange collaborations.

(Rs. in lakhs)

Particulars	Financial Year		
	2009-2010	2008-2009	2007-2008
Foreign Exchange Earning	7373.72	7805.06	5868.64
Foreign Exchange Outgo	2756.86	2977.82	1951.69

- (vi) Foreign investments or collaborators, if any : None

**II. Information about Directors****(i) Background Details**

Sri S. Koteswara Rao promoted the company in 1993 and was the Managing Director of the company since 1995. He was a Post Graduate in Chemical Engineering from IIT Chennai and had over 41 years of experience in the chemical industry. Sri S. Koteswara Rao expired on 04-07-2010. Sri S. Koteswara Rao has made invaluable contribution for the establishment and growth of the company. His immense contributions are gratefully acknowledged.

Sri D. Sadasivudu holds Post Graduated degrees in Chemical Engineering from Osmania University and from the University of Salford, England. He was an Assistant Director of the Design & Engineering Division of IICT before promoting the company. He has been the Executive Director of the company since 1995. Sri D. Sadasivudu does not hold any other directorship.

(ii) Past Remuneration

Details of remuneration paid

Sri S. Koteswara Rao : Rs. 3,625,860 (01-04-2009 to 31-03-2010)
Rs. 1,008,797 (01-04-2010 to 04-07-2010)
Rs. 1,038,462 towards gratuity

Sri D. Sadasivudu : Rs. 1,824,900 (2009-2010)
Rs. 2,062,441 (2008-2009)
Rs. 1,539,615 (2007-2008)

(iii) Job profile and suitability and comparative remuneration profile with respect to industry, size of company and profile of the position and person:

Sri S. Koteswara Rao was responsible for the overall business development and management of the company. His vision, inspiring leadership and unswerving commitment to growth made him the right person for the job. The remuneration paid to Sri S. Koteswara Rao is in line with the nature of industry, size of company, profile of the person and responsibilities entrusted.

Sri D. Sadasivudu is responsible for preparation of the basic design for manufacturing processes and coordination of efforts of R&D and engineering departments and also ensuring compliance relating to environmental protection in addition to managing the affairs of the company. Sri D. Sadasivudu has over 39 years of relevant experience.

(iv) Remuneration Proposed

Sri S. Koteswara Rao expired on 04-07-2010 consent of the members is sought for remuneration paid to Sri S. Koteswara Rao, Managing Director as detailed in the resolution No. 7 and 8 of the accompanying notice.

The remuneration proposed to be paid to Sri D. Sadasivudu, Executive Director has been detailed in the resolution No. 9 of the accompanying notice. In the event of



absence or inadequacy of profits in any financial year a monthly remuneration not exceeding Rs. 1,60,000/- (apart from contributions made to the provident fund and gratuity) as minimum remuneration in accordance with Part B of Section II of Schedule XIII of the Companies Act, 1956 is proposed.

- (v) Pecuniary relationship directly or indirectly with the company or relationship with the managerial personal, if any

Sri D. Sadasivudu is the Promoter and Executive Director of the Company. He is not related to any managerial personnel. He may be deemed to be interested to the extent of his shareholding and remuneration in the company.

III. Other Information

1. Reasons for inadequate profits:

The net revenue for the current year was Rs. 9909 lakhs as against Rs. 10469 lakhs for the previous year. The profit before tax for the current year was Rs. 428 lakhs as against Rs. 1091 lakhs for the previous year a reduction by over 61%.

The reduction in the profits during the year was due to a steep fall in the selling price of the company's bulk product chlorpyrifos, interruptions in power supply, increase in cost of raw materials and effluent treatment resulting in low profitability.

2. Steps taken or proposed to be taken for improvement:

The manufacture of the bulk insecticide chlorpyrifos which has been contributing to a significant portion of the company's revenue is becoming non remunerative. The company proposes to add products that replace chlorpyrifos in due course of time. The other additional products clodinafop and cloquintocet mexyl are slowly gaining market penetration, the impact of which are likely to be felt in 2011-2012.

3. Expected increase in productivity and profits in measurable terms.

The company would witness a slowdown in the production and profitability for the year 2010-2011 due to restructure in the product profile. There would be an improvement in the production and profitability with addition of new products in the subsequent years.

IV. Disclosures

1. Adequate disclosure is made to the shareholders of the company of the terms of appointment and remuneration of the managerial personnel.
2. The information on remuneration package and other details are disclosed in the Corporate Governance Report.



DIRECTORS' REPORT

To
The Shareholders

Your directors have pleasure in presenting the seventeenth annual report together with the audited accounts of the company for the year ended 31st March 2010.

Financial Results

		(Rs. in lakhs)
	Year ended 31-03-2010	Year ended 31-03-2009
Net sales and other income	9909	10469
Operating Profit (PBDIT)	935	1525
Less: Depreciation	346	278
Less: Interest	161	156
Profit Before Tax	428	1091
Less: Provision for Tax (Incl. deferred tax)	96	143
Net Profit	332	948
Balance brought forward from previous year	3086	2465
Profit available for appropriation	3417	3413
- Dividend including corporate dividend tax	–	177
- Transfer to General Reserve	–	150
- Balance carried to Balance Sheet	3417	3086

Dividend

The Board of Directors have not recommended any dividend for the financial year ended March 31, 2010.

Operations

The net revenue for the current year was Rs. 9909 lakhs (Rs. 10469 lakhs) which includes an export income of Rs. 7374 lakhs (Rs. 7805 lakhs). The profit before tax was Rs. 428 lakhs (Rs. 1091 lakhs) a significant reduction while compared to the previous year. The production during the year was 1880 MT (2323 MT).

The exports of chlorpyrifos fell due to severe Chinese competition. The increase in cost of raw materials and effluent treatment costs have affected the profitability.

The manufacture of chlorpyrifos which has been a long standing product for the company has been discontinued in July 2010 because of adverse market conditions. Chlorpyrifos was contributing to around 50% of the sales. The company is developing alternative products which is expected to be in the market in the next 12-18 months. The manufacture of other products are continuing.



Safety, Health and Environment

The operational and environment safety are given high priority at the manufacturing plant. Your company maintains a good record in matters of safety and health of the workers.

The directions of the Andhra Pradesh Pollution Control Board for treatment and disposal of all process wastes including the disposal of organic waste through incineration are being complied.

Corporate Governance

Pursuant to clause 49 of the listing agreement, a Management Discussion and Analysis Report and a Report on Corporate Governance are included in the Annual Report. A certificate from the auditors of the company is annexed to this report.

Director's Responsibility Statement

Pursuant to section 217 (2AA) of the Companies Act, 1956, your directors to the best of their knowledge and belief confirm that:

- a. in the preparation of the annual accounts, the applicable accounting standards have been followed and no material departures have been made from the same.
- b. the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company for the financial year ended 31st March 2010 and of the profit of the company for the year under review.
- c. the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d. the directors have prepared the annual accounts on a 'going concern' basis.

Industrial Relations

Industrial relations were cordial during the year. Your directors greatly appreciate the dedicated services rendered by the employees.

Energy Conservation, Technology Absorption, Foreign Exchange Earning and Outgo

As required under section 217(1)(e) of the Companies Act, 1956 and the Rules made therein, the particulars relating to Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo are given in Annexure, which is attached hereto and forms part the Director's Report.

Directors

Your directors express their profound grief on the sad and sudden demise of Sri S. Koteswara Rao, Promoter and Managing Director of the Company on July 4, 2010 and pay tribute to his vision, inspiring leadership and the immense contribution made by him for the establishment and growth of the company. The Board places on record its appreciation of the valuable services rendered by Sri S. Koteswara Rao.

Sri S. Chandra Sekhar and Sri C.M Ashok Muni were appointed as additional directors on July 27, 2010. Sri S. Chandra Sekhar and Sri C.M Ashok Muni hold office as directors of the company up to the ensuing Annual General Meeting. Notices in writing have been received



from the members of the company under section 257 of the Companies Act, 1956, conveying their intention to propose the appointment of Sri S. Chandra Sekhar and Sri C.M. Ashok Muni as directors of the company.

Your directors have reappointed Sri D. Sadasivudu as Executive Director for a further period of five years w.e.f. March 1, 2010 subject to the approval of the shareholders.

Sri K.S. Raju and Sri A. Hari Prasad directors retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for reappointment.

Auditors

M/s R. Kankaria & Uttam Singhi, Chartered Accountants, are due to retire as auditors of the company at the forthcoming Annual General Meeting and being eligible, offer themselves for re-appointment. The company has received a letter from the auditors to this effect u/s 224 (1-B) of the Companies Act, 1956.

Fixed Deposits

The company has not accepted any fixed deposits and therefore, the provisions of section 58A of the Companies Act, 1956 are not applicable to the company.

Listing

The shares of your company are listed on the Stock Exchanges in Mumbai and Hyderabad. The Hyderabad Stock Exchange Limited has been derecognized by SEBI on 29-08-2007. Hence, the company has paid annual listing fee for the year 2010-2011 only to The Bombay Stock Exchange.

Particulars of Employees

Particulars of employees as required under Section 217 (2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975, is furnished in the Annexure to this Report and forms part of this Report.

Acknowledgement

The Board places on record its appreciation of the valuable co-operation and continuous support extended to the company by its Bankers namely, State Bank of India and AXIS Bank Limited. The support received from the statutory organizations, esteemed customers and the members of the company is gratefully acknowledged.

For and on behalf of the Board

Place : Hyderabad
Date : 27.07.2010

D. Ranga Raju
Chairman

ANNEXURE TO THE DIRECTORS' REPORT

Information required under the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988.

A) Conservation of Energy

The products manufactured by the company are material intensive. However, consistent efforts are being made for identifying the potential for energy saving.

The requisite information with regard to conservation of energy as required under section 217 (1) (e) of the Companies Act, 1956 and the Rules made therein in Form A are given hereunder:



Bhagiradha Chemicals & Industries Limited

FORM - A

(See Rule - 2)

Form for Disclosure of Particulars with respect to Conservation of Energy

(Amount in Rupees)

Particulars	For the year ended	
	31-03-2010	31-03-2009
I) ENERGY CONSERVATION		
A. Power & Fuel Consumption		
1. Electricity		
i) Purchased units (kwh)	9,288,390	9,426,802
Total Amount (Rs.)	32,473,209	30,065,049
Unit Rate (Rs.)	3.50	3.19
ii) Own Generation (on Diesel)		
a) Diesel Consumption (Ltrs)	118,300	90,900
Units	354,900	272,700
Units per Ltr of Diesel Oil	3.00	3.00
Total Amount (Rs.)	4,135,621	31,60,397
Unit Cost (Rs.)	11.65	11.59
b) Steam Turbine Generation		
Units	Nil	Nil
Units per Ltr of Diesel Oil	Nil	Nil
Unit Cost	Nil	Nil
2. 'C' Grade Coal used in Boiler		
Quantity (MT)	12,410	11,331
Total Amount (Rs.)	46,978,175	44,606,928
Average Rate / MT	3786	3937
3. Furnace Oil		
Quantity (Ltrs)	378,200	456,800
Total Amount (Rs.)	12,319,003	10,712,820
Average Rate / Ltr	32.57	23.45
4. Others / Internal Generation		
Quantity	Nil	Nil
Total Amount	Nil	Nil
Rate /Unit	Nil	Nil
II. CONSUMPTION PER TON OF PRODUCTION		
Electricity purchased & Own Generation (Units)	5,130	4,099
Furnace Oil (Ltrs)	201	197
Coal - Quality 'C' Grade (MT)	6.60	4.88
Others (Specify)	Nil	Nil

**FORM - B**

(See Rule - 2)

Form for disclosure of particulars with respect to technology absorption

Research and Development

- 1) Specific areas in which R&D is carried out by the company
 - Process development
- 2) Benefits derived as a result of the above efforts
 - Technologies for two additional products were developed
- 3) Future plan of action
 - Development of technologies for key intermediates
- 4) Expenditure on R&D for the year 2009-2010

Rs. in Lakhs

- Capital	—
- Recurring	30.15
- Total	30.15
- R&D expenditure as a percentage of total turnover	0.30

Technology, absorption, adaptation and innovation

- 1) Efforts in brief, made towards technology absorption, adaptation and innovation.
 - Process technologies are developed in-house at the R&D center
- 2) Benefits derived as a result of the above efforts
 - Improvement in the quality of products and cost of manufacture.
- 3) Incase of imported technology (imported during the last 5 years) give details of technology imported, year of import and whether technology fully absorbed.
 - No technology has been imported by the company.

Foreign Exchange Earnings and Outgo

Rs. in Lakhs

- Earnings	7373.72
- Outgo	2756.86

STATEMENT UNDER SECTION 217 (2A) OF THE COMPANIES ACT

Information as per Section 217(2A) of the Companies (Particulars of Employees)

Rules 1975, are given hereunder:

Name	Designation/ Nature of duties	Remuneration* (Rupees)	Qualification	Experience (Years)	Date of commencement of employment	Age (Years)	Particulars of last employment/ employer, last post and period for which post held
S. Koteswara Rao	Managing Director	3,625,860	M.Tech (Chemical Engineering)	41	07-07-1993	64	Executive Director Vantech Industry Ltd

*Remuneration includes salary and company's contribution to provident fund.



ANNEXURE

MANAGEMENT DISCUSSION AND ANALYSIS

a) Industry structure and developments

The company manufactures technical grade agrochemical active constituents used as insecticides and weedicides.

China is dominating the international market in supply of voluminous products being advantageously placed with the domestic availability of intermediates.

b) Opportunities and threats

Declining market demand for conventional products and increasing competition remain the major problems of the industry. Diversification into products involving high end technologies offer good prospects. The company is updating its product range to include high value products to improve its performance in the coming years.

Exports constitute a major part of the company's revenue and hence global recession and currency fluctuations affect the financial performance.

c) Financial performance vis-à-vis operational performance

Drop in sales of chlorpyrifos led to reduced operational and financial performance of the company.

d) Outlook

The manufacture of the bulk insecticide chlorpyrifos which has been contributing to a significant portion of the company's revenue is becoming non remunerative. The company proposes to add products that replace chlorpyrifos in due course of time. The additional products clodinafop and cloquintocet mexyl are gaining market penetration and its impact of will be felt in the coming years.

e) Risks and concerns

Large capacity built up internationally especially by China is leading to skewed demand - supply position leading to severe competition in the export as well as the domestic market which is ultimately leading to undercutting of prices and falling margins.

Volatility in prices and supply of imported raw material and exchange fluctuations negatively impact the company which relies both on import of raw materials as well as export of finished products.

f) Internal control system and their adequacy

The company has proper and adequate systems of internal controls, which ensure that all the assets are safeguarded and that all transactions are authorized recorded and reported correctly. The company maintains adequate and effective internal control system and suitable monitoring procedures with regard to the purchase of raw materials, stores,



plant & machinery, equipment and other assets as well as for sale of goods. The finance and commercial functions have been structured to provide adequate support and controls for the business of the company.

g) Industrial relations and human resource development

The company has cordial and harmonious industrial relations. Opportunities for individual growth, creativity and dedicated participation in organizational development are being provided.

The employee strength as on March 31, 2010 was 218.

h) Cautionary Statement

Statements in this report on Management Discussion and Analysis describing the company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectation of future events. Actual results could however differ from those expressed or implied. Many important factors including global and domestic demand-supply conditions, prices, raw materials costs and availability, changes in government regulations, tax laws and other statutes may affect the actual result which could be different from what the director's envisage in terms of future performance and outlook.



CORPORATE GOVERNANCE

I. Company's philosophy on code of governance

The company has established a code of governance based on transparency and accountability with an absolute commitment to the welfare of employees; creating a fulfilling business atmosphere; establishing a faithful and transparent relationship with suppliers and customers; and meeting the aspirations of the stakeholders with sustained growth.

II. Board of Directors

a) Composition of the Board

The present strength of the Board of Directors is eight comprising of one executive director and seven non-executive directors. The particulars of the directors, their category, attendance at meetings, other directorships and memberships in committees are given in Table 1.

Table 1

Sl. No.	Name of the Director	Category	No. of Board Meetings attended 2009-10	Whether attended previous AGM held on 31-07-09	No. of other Directorship	No. of Committee Positions in other companies (Audit & share committee)	
						Member	Chairman
1.	Sri D. Ranga Raju Chairman	Non-Executive Independent	5	Yes	3	3	None
2.	Sri S. Koteswara Rao Managing Director [Upto 04-07-2010]	Promoter, Executive	5	Yes	2	None	None
3.	Sri D. Sadasivudu Executive Director	Promoter, Executive	5	Yes	None	None	None
4.	Sri K.S. Raju Director	Non-Executive	4	No	17	2	2
5.	Sri A. Hari Prasad Director	Non-Executive Independent	5	Yes	3	None	None
6.	Dr. S. Ramnarayan Director	Non-Executive Independent	4	Yes	None	None	None
7.	Sri Sudhakar Kudva Director	Non-Executive Independent	5	Yes	1	None	None
8.	Sri S. Chandra Sekhar Director [Appointed w.e.f. 27-07-2010]	Promoter Non-Executive	-	-	2	None	None
9.	Sri C.M. Ashok Muni Director [Appointed w.e.f. 27-07-2010]	Non-Executive Independent	-	-	2	None	None

None of the directors on the Board, is a member of more than ten committees (audit & shares committee) or Chairman of more than five committees, across all companies in which he is a director. The necessary disclosures regarding committee position were made by the directors.



b) Board Meetings

During the financial year 2009-2010, the Board of Directors have held five meetings on the following dates: April 27, 2009; June 27, 2009; July 31, 2009; October 30, 2009; and January 30, 2010.

The time interval between any two meetings did not exceed four months.

The information as required under clause 49 of the listing agreement is made available to the Board. The agenda and the related papers for consideration at the Board meeting are circulated sufficiently in advance of the Board Meetings. Adequate information is circulated as part of the agenda papers and is also made available at the meeting to enable the Board to take informed decisions.

c) Brief resume of the Directors seeking re-appointment

Sri K.S. Raju (60) is a Graduate in Mechanical Engineering from the University of Mysore. He is the Chairman & Managing Director of Nagarjuna Fertilizers and Chemicals Limited. Under his leadership, the Nagarjuna Group has made its presence felt in Agri Business and also ventured out into refinery. The names of the other companies in which Sri K.S. Raju is a director are given hereunder:

1. Nagarjuna Fertilizers and Chemicals Ltd
2. Kanumuru Education and Knowledge Ltd
3. Nagarjuna Oil Corporation Limited
4. Ikisan Ltd
5. Jaiprakash Engineering and Steel Company Ltd
6. The Fertilizer Association of India
7. Nagarjuna Corporation Ltd
8. Nagarjuna Agrichem Ltd
9. Global Horizon Urban Infra Private Ltd
10. KVK Raju International Leadership Academy
11. Kanumuru Properties and Images Pvt. Ltd
12. Biz Softcom Solutions Pvt Ltd
13. Nagarjuna Agriculture Research and Development Institute
14. Nagarjuna Foundation
15. Magna Infotech Private Ltd
16. Himagiri Hydro Energy Private Ltd
17. Himagiri Enterprises Private Ltd



The details of other committee positions held by Sri K.S. Raju are detailed below:

Name of the company	Committee membership
Nagarjuna Fertilizers and Chemicals Ltd	Banking Committee ^c Investment Committee ^c Management Committee ^c Shares & Debentures Committee ^c Asset Sale Management Committee ^m Audit Committee ^m
Nagarjuna Oil Corporation Ltd	Project Management Committee ^c Banking Committee ^c Share Allotment & Transfer Committee ^c Audit Committee ^m Remuneration Committee ^m
Jaiprakash Engineering and Steel Company Ltd	Remuneration Committee ^c

Sri K. S. Raju does not hold any shares in the company as on 31st March 2010. He is not related to any of the other directors in the company.

Sri A. Hari Prasad (55) is a Post Graduate in Economics, with professional qualifications of CAIIB and DBM. He has served the banking industry for over 30 years ; 18 years with State Bank of India and 8 years with ICICI Bank and held senior positions. He is highly experienced in corporate banking, general management and bank mergers. The names of the other companies in which Sri A. Hari Prasad is a director are given hereunder:

1. KSK Surya Photovoltaic Ventures Pvt. Ltd
2. KSK Solar Ventures Plc Isle of Man
3. KSK Surya Ventures Limited, Mauritius

Sri A Hari Prasad does not hold any shares in the company as on 31st March 2010. He is not related to any of the other directors in the company.

d) Code of conduct

The Board has approved a code of conduct for the board members and the senior management personnel of the company. The code of conduct is posted on the website of the company. All directors and senior management personnel have affirmed compliance with the code of conduct and submitted declarations in this behalf for the year ended March 31, 2010. A declaration signed by the Executive Director to this effect is enclosed.



III. Audit Committee

a) Composition, Names of Members and Chairman

The Board at its meeting held on May 29, 2010 reconstituted the Audit Committee. The audit committee presently comprises of the following members:

Name	Category	Position in the audit committee
Sri A. Hari Prasad	Independent & Non Executive	Chairman
Sri D. Ranga Raju	Independent & Non Executive	Member
Dr. S. Ramnarayan	Independent & Non Executive	Member
Sri Sudhakar Kudva#	Independent & Non Executive	Member
Sri S. Koteswara Rao**	Promoter & Executive	Member

Was inducted as member w.e.f. 29-05-2010 ** Cessation by death on 04-07-2010

Sri A. Hari Prasad, B.Com, M.A. (Economics), CAIIB, DBM with over 30 years of experience in banking industry is the Chairman of the Audit Committee. The other members of the audit committee are professionals having experience in business administration, corporate management and finance.

b) Terms of Reference

The terms of reference of audit committee includes the matters specified in Section 292A of the Companies Act, 1956 as well as clause 49 of the listing agreement with the Stock Exchanges. The brief description of the terms of reference are:

- i) Overview of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- ii) Recommending the appointment, re-appointment and if required, the replacement or removal of the statutory auditors and the fixation of audit fees.
- iii) Approval of payment to statutory auditors for any other services rendered by them.
- iv) Reviewing with the management the annual financial statement before submission to the Board.
- v) Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
- vi) Reviewing with the management the performance of statutory and internal auditors the adequacy of internal control systems.
- vii) Reviewing the adequacy of internal audit function, if any including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.



- viii) Discussion with internal auditors any significant findings and follow up there on.
- ix) Reviewing the findings of any internal investigation by the internal auditors into matters where there is suspected fraud or irregularities or a failure of internal control system of a material nature and reporting the matter to the Board.
- x) Discussion with the statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- xi) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders if any, share holders (in case of non payment of declared dividends) and creditors.
- xii) To review the function of Whistle Blower mechanism, in case the same is existing.
- xiiia) Approval of appointment of CFO (i.e., the whole time finance director or any other person heading the finance function or discharging that function) after assessing the qualification, experience & background etc of the candidate.
- xiii) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

c) Meeting and Attendance during the year

During the year under review, four meetings of the audit committee were held on the followings dates: June 27, 2009; July 31, 2009; October 30, 2009 and January 30, 2010. The attendance of each of the members of the Committee is given below:

Name	No. of meetings attended
Sri A. Hari Prasad	4
Sri D. Ranga Raju	4
Dr. S. Ramnarayan	3
Sri Sudhakar Kudva#	-
Sri S. Koteswara Rao**	4

Was inducted as member w.e.f. 29-05-2010. **Cessation by death on 04-07-2010

The Executive Director, Chief Financial Officer and the Statutory Auditors also attend the meetings. The Company Secretary acts as the Secretary of the audit committee. The mandatory information required under clause 49 (II) (E) of the listing agreement is placed before the audit committee for its review.

IV. Remuneration Committee

The Board has constituted a remuneration committee in terms of Schedule XIII of the Companies Act, 1956 read with clause 49 of the listing agreement. The committee comprises of Dr. S. Ramnarayan, Sri D. Ranga Raju and Sri A. Hari Prasad, all non-executive independent directors. Dr. S. Ramnarayan is the Chairman of the Remuneration Committee. The broad terms of reference of the remuneration committee are to approve/recommend to the Board the remuneration including perquisites, allowances and commission to be paid to the company's whole-time-director's.



Remuneration policy: The committee while deciding the remuneration package takes into consideration the financial position of the company, trend in the industry, appointee qualification, experience, past performance etc.

During the year under review two meetings of the remuneration committee were held on April 27, 2009 and January 30, 2010. The attendance of each of the members of the Committee is given below:

Name	No. of meetings attended
Dr. S. Ramnarayan	2
Sri D. Ranga Raju	2
Sri A. Hari Prasad	2

The Remuneration Committee at its meeting held on April 27, 2009 recommended an increase in the monthly salary of the Managing Director and Executive Director for the period 01-02-2009 to 28-02-2010 which was approved by Board of Directors at their meeting held on April 27, 2009 and the shareholders at the Annual General Meeting held on July 31, 2009.

The re-appointment and remuneration of the Managing Director and Executive Director was approved by the Remuneration Committee and the Board of Directors at their respective meetings held on January 30, 2010. The period of appointment is for five years beginning March 1, 2010. There is no notice period or severance fee prescribed. The company does not have any stock option plan or performance incentives.

Due to inadequate profits for the financial year ended March 31, 2010, the Remuneration Committee and the Board of Director have at their meeting held on May 29, 2010 approved the minimum remuneration payable to the Managing Director and Executive Director subject to the approval of the shareholders.

The non executive directors are not paid any remuneration except sitting fees for attending the Board/Committee meetings.

The details of the remuneration paid/payable to the directors for the year 2009-2010 is given below:

(Rs. in lakhs)				
Name of the Director	Salary	Perquisites	Sitting Fees	Total
Sri S. Koteswara Rao	33.80	2.46	-	36.26
Sri D. Sadasivudu	17.00	1.25	-	18.25
Sri D. Ranga Raju	-	-	1.40	1.40
Sri K.S. Raju	-	-	0.40	0.40
Sri A. Hari Prasad	-	-	1.10	1.10
Dr. S. Ramnarayan	-	-	0.90	0.90
Sri Sudhakar Kudva	-	-	0.50	0.50



The number of shares held by the directors are given below:

Name of the Director	No. of shares held
Sri S. Koteswara Rao	684100
Sri D. Sadasivudu	79200
Sri S. Chandra Sekhar	23200
Sri D. Ranga Raju	Nil
Sri K.S. Raju	Nil
Sri A. Hari Prasad	Nil
Dr. S. Ramnarayan	Nil
Sri Sudhakar Kudva	Nil
Sri C.M. Ashok Muni	Nil

V. Share Transfer & Investor's Grievance Committee

The Board at its meeting held on July 27, 2010 reconstituted the Share Transfer & Investor Grievance Committee with Sri D. Ranga Raju, Sri D Sadasivudu and Sri Sudhakar Kudva. The Chairman of the Committee is Sri D. Ranga Raju who is a non-executive independent director.

The committee inter alia looks into transfer, transmission, split, duplicate, remat and consolidation of shares. The committee also monitors redressal of complaints from the shareholders relating to transfer of shares, non-receipt of annual report, dividend etc.

During the year under review, three meetings of the committee were held on the followings dates: July 24, 2009; October 30, 2009 and November 16, 2009. The attendance of each of the members of the Committee is given below:

Name	No. of meetings attended
Sri D. Ranga Raju	3
Sri S. Koteswara Rao**	3
Sri D Sadasivudu	3
Sri Sudhakar Kudva #	-

**Cessation by death on 04-07-2010. # Appointed as member w.e.f. 27-07-2010

Ms. Mary Monica Braganza, Company Secretary is the Compliance Officer. The company has received 35 investor complaints during the year 2009-2010. No complaints were pending as on March 31, 2010. There were no share transfers pending as on March 31, 2010.

VI. General Body Meeting

Location & time of last three Annual General Meetings

Date	Time	Venue	No.of Special Resolutions Passed
31-07-2009	3.00 P.M.	Hotel Green Park, Ameerpet, Hyderabad	none
31-07-2008	10.30 A.M	Hotel Green Park, Ameerpet, Hyderabad	none
30-07-2007	10.30 A.M	Hotel Green Park, Ameerpet, Hyderabad	none



There were no Extraordinary General Meetings in the last three years and no resolution was put through postal ballot. Three special resolutions given in the annexed notice are proposed to be passed at the ensuing Annual General Meeting. There are no special resolutions proposed to be passed by postal ballot this year.

VII. Disclosures

- i) There have been no materially significant related party transactions, that may have potential conflict with the interest of the company.
- ii) The company has paid a penalty of Rs. 25000/- to SEBI for delay in uploading the quarterly financial results & shareholding pattern during the financial year 2004-2005.

During the year 2009-2010 there has been no instances of non-compliance or penalty, strictures imposed on the company by the stock exchanges, SEBI or any other statutory authority on any matter relating to the capital markets.

- iii) In terms of SEBI (Prohibition of Insider Trading) Regulations, 1992, the company has framed code of conduct for dealing in the securities of the company for observance by its directors, designated employees and their dependent relatives.
- iv) There is no specific Whistle Blower Policy for the company. We further affirm that during the year 2009-2010, no personnel have been denied access to the audit committee.
- v) The compliance with the non-mandatory requirements are detailed below:
 - The Board has a non-executive chairman. Except for the chairman and the executive promoter directors, the tenure of all other directors with the company has not exceeded nine years.
 - The company has constituted a remuneration committee on 26-12-2005, to determine and recommend to the Board the remuneration package of the executive directors. The remuneration committee comprises of three members, all of them being independent non-executive directors. The chairman of the committee is an independent non-executive director. The chairman of the remuneration committee, Dr. S. Ramnarayan, was present at the last annual general meeting of the company held on July 31, 2009.
 - The company does not send any half-yearly declaration of financial performance to the shareholders.
 - The non-executive directors inducted on the Board are given an overview of the company's operations to familiarize them with the operations. A statement on business risks and mitigation strategy is regularly placed before the Board for its review.
 - The company does not have any peer group for evaluating the performance of the non-executive directors.



- The company has yet to establish a whistle blower policy. The code of conduct adopted by the Board ensures confidentiality and protection to any person who has, in good faith, reported a violation or a suspected violation of law, or other company policies. Further during the year under review no employee was restricted from reporting concerns about unethical behavior, actual or suspected fraud, or violation of the code of conduct.

Other Disclosures

(a) Related Party Transactions

There have been no materially significant related party transactions, pecuniary transactions or relationships between the company and its directors that may have potential conflict with the interest of the company.

Transactions with related parties are disclosed in Note 7 of Schedule 15 to the financial statements in the Annual Report.

The related party transactions as required under clause 49(IV)(A) of the listing agreement is placed before the audit committee.

(b) Disclosure of Accounting Treatment

The financial statements are prepared in accordance with the Accounting Standards prescribed by The Institute of Chartered Accountants of India.

(c) Board Disclosures - Risk Management

A statement of the Management's perception of business risk and minimization procedure is periodically placed before the Board for its review.

(d) Proceeds from public issue, rights issue, preferential issue etc.

During the year under review, the company has not raised any money through a public, rights or preferential issues.

VIII.Means of Communication

As per clause 41 of the listing agreement, quarterly financial results are published within the time frame prescribed in this regard. The names of the newspapers wherein results, notices and other communication are normally published are:

English - Business Standard/Financial Express/Financial Chronicle

Telugu - Andhra Prabha/Andhra Jyothi/Andhra Bhoomi

The results are not posted on the company's website. As required under clause 51 of the listing agreement, the company uploads the quarterly results, shareholding pattern and annual report on SEBI's website under Electronic Data Information and Filing Retrieval (EDIFAR).

There were no presentations made to the Institutional Investors or Analysts during the year 2009-2010.



IX. General Shareholder information

- i. Seventeenth Annual General Meeting
 - Date : Saturday, September 18, 2010
 - Time : 10.30 A.M.
 - Venue : Hotel Green Park, Greenlands, Ameerpet, Hyderabad - 500 016
- ii. Financial Year : April to March
- iii. Date of Book Closure : 14-09-2010 to 18-09-2010
(both dates inclusive)
- iv. Dividend : Nil
- v. Listing on Stock Exchanges : The Bombay Stock Exchange Ltd
The Hyderabad Stock Exchange Ltd
The Hyderabad Stock Exchange has been derecognized by SEBI on 29-08-2007.
- vi. Stock Code : BSE - 531719
HSE - BGC 191
- vii. Demat ISIN Number : INE 414D01019

viii. Market price data

The monthly high and low price quotations of the company's shares at the Bombay Stock Exchange Limited is given below:

Month	High (Rs)	Low (Rs)
April 2009	39.90	27.50
May 2009	57.00	35.50
June 2009	60.00	40.00
July 2009	58.00	45.00
August 2009	54.00	45.00
September 2009	58.90	46.00
October 2009	61.45	50.00
November 2009	57.90	46.60
December 2009	74.00	54.00
January 2010	76.00	58.15
February 2010	86.50	64.10
March 2010	77.95	66.90

Source: www.bseindia.com

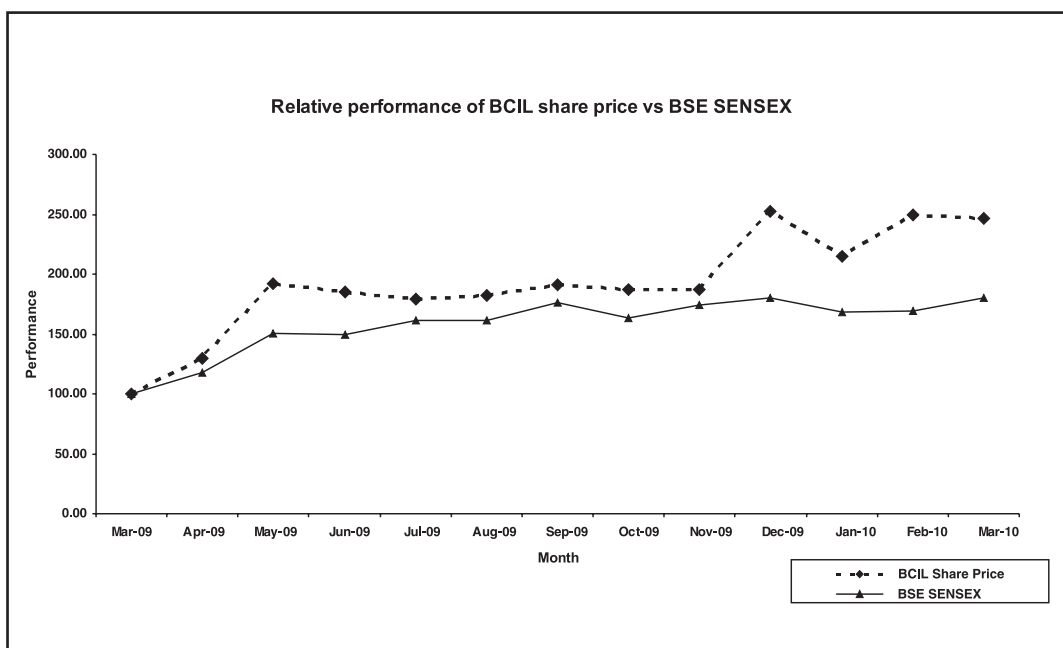


ix. Performance in comparison to BSE Sensex

Performance of the share price of the company in comparison to BSE Sensex for the period April'2009 to March' 2010 is given below:

Month	BCIL Close Price on BSE	BSE Sensex Close Price	Relative index for comparison purpose	
			BCIL	BSE Sensex
March 2009	28.45	9708.50	100.00	100.00
April 2009	37.00	11403.25	130.05	117.46
May 2009	54.60	14625.25	191.92	150.64
June 2009	52.80	14493.84	185.59	149.29
July 2009	50.90	15670.31	178.91	161.41
August 2009	51.90	15666.64	182.43	161.37
September 2009	54.25	17126.84	190.69	176.41
October 2009	53.20	15896.28	186.99	163.74
November 2009	53.30	16926.22	187.35	174.34
December 2009	71.95	17464.81	252.90	179.89
January 2010	61.25	16357.96	215.29	168.49
February 2010	70.95	16429.55	249.38	169.23
March 2010	70.15	17527.77	246.57	180.54

Source: www.bseindia.com



**x. Registrars & Transfer Agents**

XL Softech System Limited
 Plot No. 3 Sagar Society,
 Road No. 2, Banjara Hills
 Hyderabad - 500 034
 Phone: 040- 23545913/5
 Fax : 040 - 23553214
 E-mail : xlfield@rediffmail.com

xi. Share Transfer System

All matters pertaining to share transfer in physical form are handled by the Registrars and Share Transfer Agents M/s XL Softech Systems Limited, Hyderabad. The share transfer requests received are processed by them and a transfer register is sent to the company for approval once in a fortnight. There were no share transfers pending as on March 31, 2010.

xii. Distribution of shareholding as on March 31, 2010*

Shareholding	No. of Shareholders	%	No. of Shares	%
upto 500	2288	81.69	330948	6.55
501 - 1000	226	8.07	188215	3.73
1001 - 2000	120	4.28	180591	3.57
2001 - 3000	47	1.68	119183	2.36
3001 - 4000	21	0.75	74426	1.47
4001 - 5000	20	0.71	92103	1.82
5001 - 10000	37	1.32	294242	5.82
Above 10000	42	1.50	3773992	74.68
Total	2801	100.00	5053700	100.00
Physical Mode	103	3.68	510821	10.11
Demat Mode	2698	96.32	4542879	89.89
Total	2801	100.00	5053700	100.00

* 49100 shares have been forfeited, hence not included in the total shareholding.



xiii. Shareholding Pattern as on March 31, 2010*

Sl.No	Category	No. of shares	%
A	Shareholding of Promoter & Promoter Group	1237793	24.49
B	Public Shareholding		
	1. Foreign Institutional Investors	45325	0.90
	2. Bodies Corporate	2366450	46.83
	3. Indian Public	1369516	27.09
	4. Non Resident Indians	32735	0.65
	5. Clearing Members	1881	0.04
	Total	5053700	100.00

*49100 shares have been forfeited, hence not included in the total shareholding.

xiv. Dematerialization of shares and liquidity

The company's shares are compulsorily traded in dematerialised form and are available for trading on both the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Dematerialization of shares is done through XL Softech Systems Limited, Hyderabad and on an average the dematerialization process is completed within a period of 21 days from receipt of a valid demat request along with all documents.

xv. CIN Number

The Corporate Identity Number (CIN) of the company, as allotted by Ministry of Company Affairs is L24219AP1993PLC015963

xvi. Plant location : Cheruvukommupalem (Village)
Ongole (Mandal)
Prakasam (District)
Andhra Pradesh

xvii. Address for correspondence : Bhagiradha Chemicals & Industries Limited
8-2-269/S/3/A, Plot No. 3
Sagar Society, Road No. 2
Banjara Hills, Hyderabad - 500 034
Tel. (040) 23608083
Fax (040) 23540444
Email : info@bhagirad.com

xviii. Investor Grievance E-mail : monica@bhagirad.com



CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT

To
The Shareholders

I hereby declare that all the board members and senior management personnel have affirmed compliance with the code of conduct adopted by the company and have submitted declarations in this behalf for the year ended March 31, 2010.

Place : Hyderabad
Date : 27.07.2010

D. Sadasivudu
Executive Director

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of
BHAGIRADHA CHEMICALS & INDUSTRIES LTD.

We have examined the compliance of the conditions of Corporate Governance by Bhagiradha Chemicals & Industries Limited for the year ended 31st March, 2010 as stipulated in clause 49 of Listing Agreements of the said company with Stock Exchanges in India.

The compliance of the conditions of Corporate Governance is the responsibility of the company's management. Our examination was limited to the 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 an 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, the company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreements.

We state that no investor's grievances are pending for a period exceeding one month against the company as per the records maintained by the company.

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 R. Kankaria & Uttam Singhi
Chartered Accountants
Firm Registration No. 000442S

Place : Hyderabad
Date : 27.07.2010

Rajendra Kankaria
Partner
Membership No. 022051



**MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER
CERTIFICATION**

We, S. Koteswara Rao, Managing Director and V. Lakshmi Narayana, Chief Financial Officer of Bhagiradha Chemicals & Industries Limited, to the best of our knowledge and belief, certify that:

- (a) We have reviewed the financial statements and the cash flow statement for the year under review and certify that:
 - i. these statements do not contain any materially untrue statement or omit any material facts or contain statements that might be misleading.
 - ii. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of our knowledge and belief, no transactions entered into by the company during the year are fraudulent, illegal or violative of the company's code of conduct.
- (c) We are responsible for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness and disclosed to the auditors and audit committee, the deficiencies in the design and operation of such internal controls and the steps taken to rectify these deficiencies.
- (d) We have indicated to the auditors and the audit committee that
 - i. there are no significant changes in internal control over financial reporting during the year
 - ii. there are no significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements.
 - iii. there are no frauds of which we are aware, that involves management or other employees who have a significant role in the company's internal controls system.

S. Koteswara Rao
Managing Director

V. Lakshmi Narayana
Chief Financial Officer

Place : Hyderabad
Date : 29.05.2010



AUDITORS' REPORT

To the Members of

BHAGIRADHA CHEMICALS & INDUSTRIES LTD.

1. We have audited the attached Balance Sheet of M/s. Bhagiradha Chemicals & Industries Limited, as at 31st March, 2010 and also the Profit & Loss account for the year ended on that date and Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by managements, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 (read with Companies (Auditor's Report) (Amendment) Order, 2004) issued by the Central Government of India in terms of Sub-Section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 & 5 of the said order.
4. Further to our comments in the Annexure referred to above, we report that:
 - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (ii) In our opinion, proper books of accounts as required by law have been kept by the Company so far as appears from our examination of those books;
 - (iii) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - (iv) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
 - (v) On the basis of written representations received from the directors as on 31st March, 2010, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2010 from being appointed as a director in term of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.



Bhagiradha Chemicals & Industries Limited

- (vi) In our opinion and to the best of our information and according to the explanations given to us, the said financial statements read together with Significant Accounting Policies and other notes thereon give the information required by the Companies Act, 1956, 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 31st March, 2010.
 - (b) in the case of the Profit & Loss Account, of the profit for the year ended on that date and
 - (c) In the case of Cash Flow Statement of the cash flows for the year ended on that date.

for R. Kankaria & Uttam Singhi
Chartered Accountants
Firm Registration No. 000442S

Place : Hyderabad
Date : 29.05.2010

Rajendra Kankaria
Partner
Membership No. 022051



ANNEXURE TO THE AUDITORS' REPORT

(Referred to in Paragraph 3 of our report of even date)

- i) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) All the fixed assets have not been physically verified by the management during the year but, according to the information and explanations given to us, there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) During the year, the company has not disposed off substantial part of the fixed assets.
- ii). (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
 - (b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - (c) The company is maintaining proper records of inventory. No material discrepancies have been noticed on physical verification of stocks as compared to book records.
- iii) In our opinion, the company has neither granted nor taken any loans, secured or unsecured to/from companies, firms or other parties listed in the Register maintained under Section 301 of the Companies Act, 1956. As the company has not granted/taken any loans, secured or unsecured, to/from parties listed in the registers maintained under Section 301 of the Companies Act, 1956 clauses iii(b), iii(c) and iii(d) of paragraph 4 of the Order, are not applicable.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods. During the course of our audit, no major weaknesses has been noticed in these internal controls.
- v) (a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 of Companies Act, 1956 have been so entered.
 - (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of Companies Act 1956 and exceeding the value of rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.



- vi) In our opinion and according to the information and explanations given to us, the company has not accepted any deposit from the public.
- vii) In our opinion, the company has an internal audit system commensurate with its size and nature of its business.
- viii) We have broadly reviewed the accounts and records maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under section 209(1)(d) of the Act.
- ix) (a) The company is generally regular in depositing with the appropriate authorities undisputed statutory dues, including Provident Fund, E.S.I, Investor Education and Protection Fund, Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it during the year.
(b) According to the information & explanations given to us, there is no dues in respect of sales tax, income tax, customs duty, excise duty, cess as on 31st March, 2010 except as stated below:

Name of the Statute	Nature of dues	Amount (Rs.)	Forum where dispute is pending
Income Tax Act, 1961	Income tax demand on assessment (Asst. Year 2006-07)	1,155,939	Appeal pending with ITAT

- x) The company does not have accumulated losses at the end of the financial year and it has not incurred any cash losses in the current financial year or in the immediately preceding financial year.
- xi) According to the information and explanations given to us, the company has not defaulted in repayment of dues to financial institution, banks or debenture holders.
- xii) According to the information and explanations given to us, the company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii) The company is not a chit fund or a nidhi mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order 2003 are not applicable to the company.
- xiv) The company is not dealing or trading in shares, securities, debentures or other investments and hence the requirement of para 4(xiv) is not applicable to the company.
- xv) 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 and financial institutions.



- xvi) According to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained, other than temporary deployment pending application.
- xvii) According to the Cash Flow Statement and other records examined by us and the information and explanations given to us, on an overall basis, funds raised on short term basis have, prima facie, not been used during the year for long term investment and vice versa other than temporary deployment pending application.
- xviii) The company has not made any preferential allotment of shares to parties or companies covered in the Register maintained under Section 301 of the Companies Act, 1956, during the year and hence the question of whether the price at which shares have been issued is prejudicial to the interest of the company does not arise.
- xix) According to the information and explanations given to us the company has not issued any debentures.
- xx) The company has not raised any money through public issue during the year.
- xxi) Based upon the audit procedures performed and information and explanations given to us, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

for R. Kankaria & Uttam Singhi
Chartered Accountants
Firm Registration No. 000442S

Rajendra Kankaria
Partner
Membership No. 022051

Place : Hyderabad
Date : 29.05.2010



BALANCE SHEET AS AT 31ST MARCH, 2010

PARTICULARS	SCHE- DULE	AS AT 31.03.2010 (Rs.)	AS AT 31.03.2009 (Rs.)
I. SOURCES OF FUNDS			
1. SHAREHOLDERS FUNDS			
Share Capital	1	50,782,500	50,782,500
Reserves & Surplus	2	<u>422,014,213</u>	<u>388,843,906</u>
		472,796,713	439,626,406
2. LOAN FUNDS			
Secured Loans	3	99,437,308	172,771,997
Unsecured Loans	4	<u>38,919,538</u>	<u>37,417,342</u>
		138,356,846	210,189,339
3. DEFERRED TAX LIABILITY (NET)	8	<u>43,806,851</u>	<u>44,460,242</u>
TOTAL		<u>654,960,410</u>	<u>694,275,987</u>
II. APPLICATION OF FUNDS			
1. FIXED ASSETS	5		
Gross Block		536,024,221	528,842,212
Less: Depreciation		<u>179,037,617</u>	<u>144,796,041</u>
Net Block		356,986,604	384,046,171
2. CURRENT ASSETS, LOANS & ADVANCES	6		
Interest Accrued		319,121	399,281
Inventories		76,387,119	94,326,565
Sundry Receivables		222,687,839	287,236,903
Cash & Bank Balances		47,185,334	7,755,572
Loans & Advances		<u>60,492,635</u>	<u>83,819,087</u>
		407,072,048	473,537,408
3. LESS: CURRENT LIABILITIES & PROVISIONS	7	<u>109,098,242</u>	<u>163,307,592</u>
NET CURRENT ASSETS		<u>297,973,806</u>	<u>310,229,816</u>
TOTAL		<u>654,960,410</u>	<u>694,275,987</u>
DISCLOSURE OF ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	15		

As per our attached report of even date
For R. Kankaria & Uttam Singhi
Chartered Accountants

Rajendra Kankaria
Partner

Place : Hyderabad
Date : 29.05.2010

For and on behalf of the Board

D. Ranga Raju
Chairman

V. Lakshmi Narayana
Chief Financial Officer

S. Koteswara Rao
Managing Director

Mary Monica Braganza
Company Secretary

**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2010**

PARTICULARS	SCHEDULE	FOR THE YEAR ENDED 31.03.2010 (Rs.)	FOR THE YEAR ENDED 31.03.2009 (Rs.)
I. INCOME			
Sales Revenue	9	980,612,749	1,011,100,733
Other Income	10	10,326,370	35,814,224
		<u>990,939,119</u>	<u>1,046,914,957</u>
II. EXPENDITURE			
Manufacturing Expenses	11	786,806,254	799,179,021
Administration,			
Selling and Other Expenses	12	95,897,514	105,429,435
(Increase)/Decrease in Stocks	13	14,816,334	(10,196,567)
Finance Charges	14	16,071,360	15,575,109
Depreciation	5	34,590,421	27,836,312
		<u>948,181,883</u>	<u>937,823,310</u>
PROFIT BEFORE TAX		42,757,236	109,091,647
Less: Provision For:			
- Current Income Tax		7,266,592	12,360,084
- Previous Year Income Tax		2,973,728	893,420
- Fringe Benefit Tax		-	282,807
- Deferred Tax		(653,391)	791,457
PROFIT AFTER TAX		33,170,307	94,763,879
Balance brought forward from previous year		<u>308,570,047</u>	<u>246,543,898</u>
Available for Appropriation		<u>341,740,354</u>	<u>341,307,777</u>
- Interim Dividend		-	5,053,700
- Final Dividend		-	10,107,400
- Corporate Tax on Dividend		-	2,576,630
- Transfer to General Reserve		-	15,000,000
- Balance Carried to Balance Sheet		<u>341,740,354</u>	<u>308,570,047</u>
		<u>341,740,354</u>	<u>341,307,777</u>
Earnings Per Share		6.56	18.75
DISCLOSURE OF ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	15		

As per our attached report of even date
For R. Kankaria & Uttam Singhi
Chartered Accountants

Rajendra Kankaria
Partner

Place : Hyderabad
Date : 29.05.2010

For and on behalf of the Board

D. Ranga Raju
Chairman

V. Lakshmi Narayana
Chief Financial Officer

S. Koteswara Rao
Managing Director

Mary Monica Braganza
Company Secretary



CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2010

PARTICULARS	FOR THE YEAR ENDED 31.03.2010 (Rs.)	FOR THE YEAR ENDED 31.03.2009 (Rs.)
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax	42,757,236	109,091,647
Adjustments for :		
Depreciation	34,590,421	27,836,312
Discarded Assets/(Profit) on sale of Assets	(30,856)	4,706,645
Interest Expenses	14,269,463	13,697,684
Interest Income	(855,824)	(567,821)
Operating Profit Before Working Capital Changes	90,730,440	154,764,467
Adjustments for :		
Sundry Debtors	64,549,064	(58,184,306)
Inventories	17,939,446	13,533,981
Loans and Advances	28,913,632	18,244,641
Trade Payables & Provisions	(40,797,565)	33,630,903
	70,604,577	7,225,219
Cash Generated from Operations	161,335,017	161,989,686
Income Tax	(17,654,067)	(12,623,034)
Fringe Benefit Tax Paid	(115,954)	(166,853)
Net Cash Flow from Operating Activities	143,564,996	149,199,799
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(7,182,009)	(104,993,626)
Interest Received	935,884	617,698
Sale of Fixed Assets	38,000	—
Net Cash used in Investing Activities	(6,208,125)	(104,375,928)



PARTICULARS	FOR THE YEAR ENDED 31.03.2010 (Rs.)	FOR THE YEAR ENDED 31.03.2009 (Rs.)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Long Term Borrowings	—	—
Repayments of Long Term Borrowings	—	(13,552,398)
Proceeds from Bank Borrowings For Working Capital	(73,334,689)	(1,489,868)
Proceeds from Sales Tax Loan	1,502,196	171,270
Interest Paid	(14,269,463)	(13,697,684)
Dividend Paid	(10,107,400)	(17,687,950)
Corporate Dividend Tax Paid	(1,717,753)	(3,006,068)
Net Cash used in Financing Activities	<u>(97,927,109)</u>	<u>(49,262,698)</u>
Net Increase /(Decrease) in Cash and Cash Equivalents	39,429,762	(4,438,827)
Cash and Cash equivalents as at the beginning of the period	7,755,572	12,194,399
Cash and Cash equivalents as at the end of the period	47,185,334	7,755,572

As per our attached report of even date
For R. Kankaria & Uttam Singhi
Chartered Accountants

For and on behalf of the Board

Rajendra Kankaria
Partner

D. Ranga Raju
Chairman

S. Koteswara Rao
Managing Director

Place : Hyderabad
Date : 29.05.2010

V. Lakshmi Narayana
Chief Financial Officer

Mary Monica Braganza
Company Secretary



Bhagiradha Chemicals & Industries Limited

	AS AT 31.03.2010 (Rs.)	AS AT 31.03.2009 (Rs.)
SCHEDULE - 1		
SHARE CAPITAL		
AUTHORISED		
6,000,000 equity shares of Rs.10/- each	<u>60,000,000</u>	<u>60,000,000</u>
ISSUED AND SUBSCRIBED		
5,102,800 equity shares of Rs.10/- each	<u>51,028,000</u>	<u>51,028,000</u>
PAID UP		
5,053,700 equity shares of Rs.10/- each	50,537,000	50,537,000
Add: Shares forfeited	<u>245,500</u>	<u>245,500</u>
	<u>50,782,500</u>	<u>50,782,500</u>
TOTAL	<u>50,782,500</u>	<u>50,782,500</u>

SCHEDULE - 2 RESERVES AND SURPLUS

A. GENERAL RESERVE		
Opening Balance	80,273,859	63,273,859
Add: AP State Subsidy	-	2,000,000
Add: Transfer from Profit & Loss Account	<u>-</u>	<u>15,000,000</u>
	<u>80,273,859</u>	<u>80,273,859</u>
B. PROFIT & LOSS ACCOUNT (Balance as per annexed account)		
	<u>341,740,354</u>	<u>308,570,047</u>
TOTAL	<u>422,014,213</u>	<u>388,843,906</u>

SCHEDULE - 3 SECURED LOANS

Term Loan	-	-
Working Capital Loan From Banks	<u>99,437,308</u>	<u>172,771,997</u>
TOTAL	<u>99,437,308</u>	<u>172,771,997</u>

SCHEDULE - 4 UNSECURED LOANS

Deferred Sales Tax under AP State Incentive Scheme	<u>38,919,538</u>	<u>37,417,342</u>
TOTAL	<u>38,919,538</u>	<u>37,417,342</u>



SCHEDULE – 5
FIXED ASSETS

SL. DESCRIPTION NO.	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	AS AT 31.3.2009	ADDITIONS	DELETIONS	As At 31.3.2010	UP TO 31.3.2009	DELETIONS	FOR THE YEAR	AS AT 31.3.2010	AS AT 31.3.2009
1. Land & Site Development	21,824,141	49,070	-	21,873,211	-	-	-	21,873,211	21,824,141
2. Factory Buildings	93,559,796	1,128,762	-	94,688,558	12,268,624	-	3,141,386	79,278,548	81,291,172
3. Plant & Machinery	353,388,519	6,047,223	-	359,435,742	108,492,253	-	27,310,559	223,632,930	244,896,266
4. Electrical Installations	43,393,131	-	-	43,393,131	13,953,275	-	2,789,529	26,650,327	29,439,856
5. Technical Know-how	4,070,000	-	-	4,070,000	2,811,556	-	214,896	1,043,548	1,258,444
6. Furniture & Fixtures	2,170,330	45,843	-	2,216,173	986,119	-	138,608	1,091,446	1,184,211
7. Office Equipment	1,996,759	246,100	-	2,242,859	1,520,006	-	182,510	540,343	476,753
8. Computers	2,554,303	21,000	-	2,575,303	1,968,473	-	280,945	325,885	585,830
9. Vehicles	5,885,233	-	355,989	5,529,244	2,795,735	348,845	531,988	2,550,366	3,089,498
TOTAL	528,842,212	7,537,998	355,989	536,024,221	144,796,041	348,845	34,590,421	356,986,604	384,046,171
PREVIOUS YEAR FIGURES	398,783,952	139,323,642	9,265,382	528,842,212	121,518,466	4,558,737	27,836,312	384,046,171	277,265,486

(in Rupees)



	AS AT 31.03.2010 (Rs.)	AS AT 31.03.2009 (Rs.)
SCHEDULE - 6		
CURRENT ASSETS, LOANS & ADVANCES		
CURRENT ASSETS		
Interest Accrued	319,121	399,281
INVENTORIES		
(As valued and certified by the Management)		
Raw Materials	49,040,765	38,966,674
Raw Materials in Warehouse	345,980	6,800,000
Raw Material in Transit	–	1,700,000
Coal & Fuel	1,960,300	6,159,290
Stores Spares & Consumables	2,575,424	3,262,080
Packing Materials	1,001,348	1,158,885
Work in Process	14,237,552	17,040,886
Finished Goods	7,225,750	19,238,750
	76,387,119	94,326,565
SUNDRY RECEIVABLES (UNSECURED)		
Debts outstanding for a period exceeding six months		
- Considered Good	477,151	477,151
- Considered Doubtful	–	–
Other Debts	222,210,688	286,759,752
	222,687,839	287,236,903
CASH & BANK BALANCES		
Cash on hand	118,147	162,509
Balances with Scheduled Banks		
- In Current Accounts	2,572,695	2,145,499
- In EEFC Account	41,943,668	1,373,859
- In Unpaid Dividend Accounts	684,074	580,955
- In Margin Money	1,866,750	3,492,750
	47,185,334	7,755,572



	AS AT 31.03.2010 (Rs.)	AS AT 31.03.2009 (Rs.)
LOANS & ADVANCES		
Unsecured, considered good & recoverable in cash or kind or for value to be received)		
Advances to suppliers & others	6,232,449	8,771,311
Advances for Land	3,341,250	3,341,250
Prepaid Expenses	821,513	866,389
Deposits with Govt, Semi-Govt Depts.	5,863,088	5,880,947
Other Deposits	246,600	246,600
CENVAT Credit Receivable	17,795,909	31,717,265
Export Incentive Receivable	1,684,448	16,525,124
Income Tax Paid	5,587,180	—
VAT Receivable	7,762,509	5,841,144
CST Receivable	528,632	—
Draw Back Receivable	10,629,057	10,629,057
	60,492,635	83,819,087
TOTAL	407,072,048	473,537,408

SCHEDULE - 7**CURRENT LIABILITIES & PROVISIONS****CURRENT LIABILITIES****Sundry Creditors**

- For Raw Materials	64,042,108	115,808,518
- For Capital Account	1,201,450	7,267,218
- For Expenses and Others	12,745,027	19,470,810
- Unpaid Dividend accounts	684,074	580,955
(not due for credit to investor education and protection fund)	78,672,659	143,127,501

PROVISIONS

- For Expenses	30,425,583	6,768,306
- For Income Tax	—	1,470,678
- For Fringe Benefit Tax	—	115,954
- For Proposed Dividend	—	10,107,400
- For Corporate Dividend Tax	—	1,717,753
	30,425,583	20,180,091

TOTAL	109,098,242	163,307,592
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SCHEDULE - 8**DEFERRED TAX LIABILITY**

Opening Balance	44,460,242	43,668,785
Current Year	(653,391)	791,457
TOTAL	43,806,851	44,460,242



Bhagiradha Chemicals & Industries Limited

	FOR THE YEAR ENDED 31.03.2010 (Rs.)	FOR THE YEAR ENDED 31.03.2009 (Rs.)
SCHEDULE - 9		
SALES REVENUE		
- Domestic Sales	249,020,769	267,720,987
- Exports	773,786,701	816,820,574
	1,022,807,470	1,084,541,561
Less: Duties & Taxes	42,194,721	73,440,828
TOTAL	980,612,749	1,011,100,733
SCHEDULE - 10		
OTHER INCOME		
- Export Incentive	7,262,473	33,119,266
- Interest Received	855,824	567,821
- Profit on Sale of Vehicle	30,856	—
- Miscellaneous Income	2,177,217	2,127,137
TOTAL	10,326,370	35,814,224
SCHEDULE - 11		
MANUFACTURING EXPENSES		
CONSUMPTION		
Raw Materials	592,295,233	640,658,629
Coal & Fuel	96,048,004	88,810,965
Stores, Spares & Consumables	20,096,568	23,812,111
Packing Materials	12,635,180	17,520,349
	721,074,985	770,802,054
REPAIRS & MAINTENANCE	25,468,516	9,122,313
INSURANCE	1,152,606	1,141,994
FIXED ASSETS DISCARDED	—	4,706,645
OTHER MANUFACTURING EXPENSES	39,110,147	13,406,015
TOTAL	786,806,254	799,179,021



	FOR THE YEAR ENDED 31.03.2010 (Rs.)	FOR THE YEAR ENDED 31.03.2009 (Rs.)
SCHEDULE - 12		
ADMINISTRATIVE SELLING & OTHER EXPENSES		
SALARIES, WAGES AND OTHER BENEFITS	61,514,628	58,386,566
ADMINISTRATIVE, SELLING & OTHER EXPENSES		
R&D Expenses	3,015,474	5,447,315
Rent, Rates & Taxes	1,726,043	1,148,456
Traveling & Conveyance	998,891	1,264,088
Remuneration to Auditors	552,000	509,500
Vehicle Maintenance	1,642,559	1,543,316
Postage & Telegrams	232,729	345,707
Printing & Stationery	389,438	474,440
Telephone Charges	690,290	621,480
Legal & Professional Charges	1,647,656	2,693,666
Other Expenses	3,596,393	4,394,252
Selling & Distribution Expenses	19,891,413	27,343,312
Bad Debts Written Off	—	1,257,337
	<u>34,382,886</u>	<u>47,042,869</u>
TOTAL	<u>95,897,514</u>	<u>105,429,435</u>
SCHEDULE - 13		
(INCREASE)/DECREASE IN STOCKS		
OPENING STOCK		
- Finished Goods	19,238,750	14,290,000
- Work in Progress	17,040,886	11,793,069
	<u>36,279,636</u>	<u>26,083,069</u>
LESS: CLOSING STOCK		
- Finished Goods	7,225,750	19,238,750
- Work in Progress	14,237,552	17,040,886
	<u>21,463,302</u>	<u>36,279,636</u>
TOTAL	<u>14,816,334</u>	<u>(10,196,567)</u>
SCHEDULE - 14		
FINANCE CHARGES		
Interest on		
- Term Loans	—	864,142
- Working Capital Loan	14,269,463	12,833,542
Bank Charges	592,547	457,425
Others	1,209,350	1,420,000
TOTAL	<u>16,071,360</u>	<u>15,575,109</u>



SCHEDULE - 15

DISCLOSURE OF ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

Notes annexed to and forming part of the Balance Sheet as at March 31, 2010 and the Profit & Loss Account for the year ended on that date:

I. SIGNIFICANT ACCOUNTING POLICIES

a) Basis of Accounting

The company follows the mercantile system of accounting and recognizes income and expenditure on accrual basis unless otherwise stated. The financial statements are prepared under the historical cost convention and comply with applicable Accounting Standards issued by the Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 1956.

b) Revenue Recognition

- i) Revenues from the sale of goods are recognized upon passage of title to the customers which generally coincides with their delivery.
- ii) Export incentives are recognized when the right to receive credit as per the terms of incentives is established in respect of the exports made.

c) Use of Estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

d) Fixed Assets

Fixed Assets are stated at cost of acquisition including any attributable cost for bringing the asset to its working condition for its intended use less Modvat / Cenvat Credit availed and accumulated depreciation.

e) Impairment of Assets

Management periodically assesses using external and internal sources whether there is an indication that an asset may be impaired. Impairment occurs where the carrying value exceeds the recoverable amount. The impairment loss which is the excess of carrying amount over the higher of the assets net selling price or present value of future cash flows expected to arise from the continuing use of the assets and its eventual disposal is charged to the Profit & Loss Account in the respective years.

f) Depreciation

Depreciation on fixed assets has been provided on straight line method at the rates and in the manner prescribed in Schedule XIV to the Companies Act 1956 on pro rata basis.

In respect of Plant & Machinery of EOU the depreciation is provided on straight line method on triple shift basis at the rates and in the manner specified in schedule XIV to the Companies Act 1956 on pro rata basis.

g) Foreign Currency Transactions

Foreign currency transactions are accounted at the exchange rates prevailing on the date of the transaction.

Gains and losses resulting from realizations on account of exports and imports in foreign currency remaining unrealized/ unpaid/unsettled at the year-end are recognized in the Profit & Loss Account.



Difference between the forward exchange contract rate and the exchange rate as at the date of settlement is recognized as income/expense and are accounted for in the Profit & Loss Account.

h) Inventory Valuation

Inventories are valued as follows:

i) Raw Materials	At average cost
ii) Raw Materials at bonded warehouse	At cost
iii) Stores Spares & Consumables	At cost
iv) Packing Materials	At cost
v) Coal & Fuel	At cost
vi) Work in process	At raw materials cost
vii) Finished Goods	At cost or at net realizable value whichever is lower.

i) Employee Benefits

i) Short term employee benefits

Employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and are recognized in the period in which the employee renders the related service.

ii) Post employment benefits (defined benefit plans)

The employee gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined at each Balance Sheet date based on an actuarial valuation carried out by an independent actuary using the projected unit credit method. Actuarial gains and losses and past service costs are recognized immediately in the Profit and Loss Account.

iii) Post employment benefits (defined contribution plans)

Contributions to the provident fund which is a defined contribution scheme, are recognized as an expense in the profit and loss account in the period in which the contribution is due.

iv) Long term employee benefits

Long term employee benefits comprise of compensated absences. These are measured based on an actuarial valuation carried out by an independent actuary using the projected unit method at each Balance Sheet date unless they are insignificant. Actuarial gains and losses and past service costs are recognized immediately in the Profit and Loss account.

The accrual for unutilised leave is determined for the entire available leave balance standing to the credit of the employees at period-end. The value of such leave balance eligible for carry forward, is determined by actuarial valuation and charged to revenue in the period determined. The scheme is fully funded by way of subscription to the "Leave Encashment Scheme" of Life Insurance Corporation of India.

j) Research and Development

Research and Development costs (other than cost of fixed assets acquired) are charged as an expense in the year in which they are incurred and are reflected under the appropriate head of account.

**k) Borrowing Costs**

Borrowing costs attributable to acquisition and construction of qualifying assets are capitalized as a part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. Interest on funds utilized is recognized as revenue expense in the year in which they are incurred.

All other borrowing costs are charged to the revenue account based on their use.

l) Taxation

Income tax expense comprises of current tax and deferred tax. Deferred tax is accounted for the timing differences between the book and tax profits for the year using the current tax rates.

A provision is made for the current tax based on tax liability computed in accordance with relevant tax rates and tax laws.

m) Provisions

Provisions are recognized when there is a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation in respect of which the reliable estimate can be made. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

n) Earnings per Share

The earnings considered in ascertaining the EPS comprises of the net profit after tax. The number of shares used in computing EPS is total number of fully paid shares comprised in the paid up share capital of the company.

II. NOTES ON ACCOUNTS**1. Contingent Liabilities not provided for:**

Rs. in lakhs

Particulars	As at	As at
	31.03.2010	31.03.2009
i) Letters of Credit	271.18	136.68
ii) Export Bills Discounting	–	110.19
iii) Bank Guarantees	28.86	23.86

2. SECURED LOANS

The working capital facilities are secured by hypothecation of the current assets of the company and further secured by a first charge on the fixed assets of the company and are personally guaranteed by the Managing Director and Executive Director of the company.

3. SALES TAX DEFERMENT

Government of Andhra Pradesh vide letter No.20/2/6/1369/ID dated 08-10-1996 and letter No.30/1/2002/0300/0300/FD dated 10-04-2002 had sanctioned sales tax deferment for an amount of Rs.91,854,000/- and Rs. 51,450,510/- respectively for a period of 14 years to the company in respect of chlorpyrifos plant. The sanction of Rs.91,854,000/- under letter No.20/2/6/1369/ID dated 08-10-1996 has expired its



utilization on 28th February, 2010. The company has commenced the repayment as per the utilization and has paid Rs.140,800/- utilized in 1995-96.

Based on the sales tax returns the sales tax deferred till 31-03-2010 amounts to Rs. 38,919,538/-.

4. Micro small and medium enterprises

Sundry creditors as at 31st March 2010 includes an amount of Rs. 11.68 lakhs (Previous year Rs. 22.37 lakhs) outstanding for more than 45 days (but not overdue) to micro and small enterprises. The above disclosure is based on the information available with the company regarding the status of suppliers as defined under the Micro, Small and Medium Enterprises Development Act 2006.

5. Segment Reporting

There are no separate reportable segments as per Accounting Standard 17, as the entire operations of the company relate to one segment, viz. Agrochemicals.

6. EOU Unit

The company has commenced the manufacture of an additional product Cloquintocet Mexyl from June 30, 2009.

7. Related Party Transactions

Disclosure in respect of related parties as defined in Accounting Standard 18 with whom transactions have taken place during the year are given below:

a) List of Related Parties:

Key Management Personnel

- Sri S. Koteswara Rao, Managing Director

- Sri D. Sadasivudu, Executive Director

b) Transactions with related parties:

Particulars	2009-2010 (Rs.)	2008-2009 (Rs.)
i) Managerial remuneration		
Managing Director	3,625,860	2,811,647
Executive Director	1,824,900	2,062,441

8. EARNINGS PER SHARE

Earning per share is calculated by dividing the profit attributable to the equity share holders by the weighted average number of equity shares outstanding during the year. The basic and diluted EPS per equity share is given hereunder:

Particulars	2009-2010 (Rs.)	2008-2009 (Rs.)
Profit After Tax	33,170,307	94,763,879
Weighted average no. of shares	5,053,700	5,053,700
Basic and diluted earning per share of Rs. 10/- each	6.56	18.75



9. As per the directions of the Andhra Pradesh Pollution Control Board vide their order no. 204/PCB/TF-VJA/2000 dated 27-03-2010, the company is required to dispose off the Chlorpyrifos residue stored in drums to TDSF before 31-12-2010. The company has made provision for Rs. 250 lakhs in its Profit and Loss Account in respect of the same.
10. The company has provided deferred tax liability/(income) of (Rs. 653,391/-) for the current year (Previous year net deferred tax liability Rs. 791,457/-) as per the Accounting Standard 22. Break up of deferred tax liabilities and reconciliation of current year deferred tax charge / income are given below:

Particulars	As at 31.03.2009 (Rs.)	CurrentYear 2009 - 2010 (Rs.)	As at 31.03.2010 (Rs.)
Deferred tax Assets/(Liabilities) arising on account of timing difference			
Depreciation	(41,393,341)	578,740	(40,814,601)
R & D Equipment	(3,066,901)	74,651	(2,992,250)
Total	(44,460,242)	653,391	(43,806,851)

11. PARTICULARS OF PAYMENTS TO THE WHOLE TIME DIRECTORS

Particulars	2009-2010 (Rs.)	2008-2009 (Rs.)
Salary	5,080,000	2,440,000
Commission	–	2,233,163
Perquisites	370,760	200,925
Total	5,450,760	4,874,088

12. PARTICULARS OF REMUNERATION TO AUDITORS

Particulars	2009-2010 (Rs.)	2008-2009 (Rs.)
Audit Fees	425,000	400,000
Tax Audit	50,000	50,000
Fees for certification & other matters	52,000	34,500
Out of pocket expenses	25,000	25,000
Total	552,000	509,500



13. ADDITIONAL INFORMATION PURSUANT TO THE PROVISIONS OF PARAGRAPH 3 & 4 OF PART II OF SCHEDULE VI OF THE COMPANIES ACT, 1956, TO THE EXTENT RELEVANT:

i) Particulars in respect of Capacity and Production

Product	Unit	Licenced	Capacity	*Installed	Capacity	Actual	Production
		2009-2010	2008-2009	2009-2010	2008-2009	2009-2010	2008-2009
Chlorpyriphos							
- Technical	MT	N.A	N.A	2500	2500	1424.972	1978.000
- Formulation	kL	N.A	N.A	500	500	43.500	168.000
Triclopyr							
- Technical	MT	N.A	N.A	200	200	20.000	—
- Formulation	kL	N.A	N.A	—	—	—	—
Imidacloprid							
- Technical	MT	N.A	N.A	100	100	18.175	—
- Formulation	kL	N.A	N.A	500	—	77.800	—
Fluroxypyr							
- Technical	MT	N.A	N.A	400	400	392.000	344.000
Clodinafop							
- Technical	MT	N.A	N.A	80	80	14.625	1.575
Cloquintocet Mexyl							
- Technical	MT	N.A	N.A	25	—	9.850	—

* Installed capacity is certified by the management and not verified by the Auditors this being a technical matter.

ii) Particulars in respect of Sales and Stocks

A. UNIT-1

(Value Rs. in lakhs)

Product	Unit	Opening Stock		Sales		Closing Stock	
		Qty	Value	Qty	Value	Qty	Value
Chlorpyrifos (Technical)							
2009-2010	MT	11.750	29.38	1404.222*	4009.36	10.750	33.33
2008-2009	MT	25.150	50.50	1991.400	6268.41	11.750	29.38
Chlorpyrifos (Formulation)							
2009-2010	kL	–	–	43.500	79.15	–	–
2008-2009	kL	–	–	168.00	377.31	–	–
Imidacloprid (Technical)							
2009-2010	MT	–	–	18.175#	23.06	–	–
2008-2009	MT	–	–	–	–	–	–
Imidacloprid (Formulation)							
2009-2010	kL	–	–	77.800	268.85	–	–
2008-2009	kL	–	–	–	–	–	–

* Including captive consumption of 21.750 MT (Previous Year 84.700 MT) used for formulation.

Including captive consumption of 16.075 MT (Previous Year Nil) used for formulation.



Bhagiradha Chemicals & Industries Limited

B. EOU-UNIT

(Value Rs. in lakhs)

Product	Unit	Opening Stock		Sales		Closing Stock	
		Qty	Value	Qty	Value	Qty	Value
Triclopyr (Technical)							
2009-2010	MT	–	–	20.000	83.25	–	–
2008-2009	MT	–	–	–	–	–	–
Fluroxypyr (Technical)							
2009-2010	MT	18.000	149.40	410.000	5248.86	–	–
2008-2009	MT	14.000	92.40	340.000	4152.89	18.000	149.40
Clodinafop (Technical)							
2009-2010	MT	0.375	13.61	14.950	360.23	0.050	1.12
2008-2009	MT	–	–	1.200	46.80	0.375	13.61
Cloquintocet Mexyl (Technical)							
2009-2010	MT	–	–	7.100	155.31	2.750	37.81
2008-2009	MT	–	–	–	–	–	–

iii) Break up of Raw Materials consumed

A. UNIT - 1

Description	2009-2010		2008-2009	
	Qty (Kgs)	Value	Qty (Kgs)	Value
Acrylonitrile	492,770	411.31	612,330	541.10
Trichloro Acetyl Chloride	1,397,000	872.58	1,974,000	1139.43
Diethyl Thio				
Phosphoryl Chloride	891,750	888.25	1,209,750	1496.40
Ethylene Dichloride	265,005	76.21	324,600	85.96
Caustic Soda lye	2,740,000	259.61	3,945,000	470.42
Others	430,768	362.24	591,621	230.30
Total Consumption		2870.20		3963.61

B. EOU - UNIT

Penta Chloro Pyridine	490,300	1417.75	449,350	1,284. 28
NMP	125,136	178.45	118,314	196.35
Methyl Chloro Acetate	232,750	179.37	199,750	157.50
Others	2,278,802	1277.18	1,710,370	804.85
Total Consumption		3052.75		2,442.98



iv) Value of Raw Materials Consumed

UNIT - 1

(Value Rs. in lakhs)

Particulars	2009-2010		2008-2009	
	Value	% to total consumption	Value	% to total consumption
Imported	1,053.25	36.70	1,511.84	38.14
Indigenous	1,816.95	63.30	2,451.77	61.86
Total	2870.20	100.00	3,963.61	100.00
EOU UNIT				
Imported	1,835.57	60.13	1,539.12	63.00
Indigenous	1,217.18	39.87	903.86	37.00
Total	3,052.75	100.00	2,442.98	100.00

v) Value of imports on CIF Basis

Particulars	2009-2010	2008-2009
Raw Materials		
UNIT - 1	971.28	1,360.95
EOU UNIT	1,744.14	1,523.91
Capital Equipment	–	62.45
Total	2,715.42	2,947.31

vi) Expenditure in Foreign Currency

Particulars	2009-2010	2008-2009
Professional charges	6.07	–
Foreign Travel	1.14	3.84
Sales Commission	33.52	26.16
Consumables	0.41	0.51
Dividend	0.30	0.53

vii) Earnings in Foreign Currency

Particulars	2009-2010	2008-2009
FOB value of exports		
UNIT - 1	1697.42	3,605.37
EOU UNIT	5676.30	4,199.69
Total	7373.72	7,805.06

14. Figures of the previous year have been regrouped/rearranged wherever considered necessary to confirm to the current year presentation or classification.



15. BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. REGISTRATION DETAILS

- a) Registration No. : 01-15963
- b) State Code : 01
- c) Balance Sheet Date : 31.03.2010
- d) Corporate Identification No. : L24219AP1993PLC015963

II. CAPITAL RAISED/ISSUED DURING THE YEAR (Amount Rs. in thousands)

- a) Public Issue : N I L
- b) Bonus Issue : N I L
- c) Rights Issue : N I L
- d) Private Placement : N I L

III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS (Amount Rs. in thousands)

- a) Total Liabilities : 654960
- b) Total Assets : 654960

Sources of Funds:

- a) Paid Up Capital : 50783
- b) Reserves & Surplus : 422014
- c) Secured Loans : 99437
- d) Un-Secured Loans : 38919
- e) Deferred Tax Liability : 43807

Application of Funds:

- a) Net Fixed Assets : 356987
- b) Investments : NIL
- c) Net Current Assets : 297973
- d) Misc. Expenditure : NIL

IV. PERFORMANCE OF THE COMPANY (Amount Rs. in thousands)

- a) Turnover : 990939
- b) Total Expenditure : 948182
- c) Profit Before Tax : 42757
- d) Profit After Tax : 33170
- e) Earning per Share(Rs.): 6.56
- f) Dividend Rate : NIL

V. GENERIC NAME OF THE PRODUCT

Item Code No.	: 38089199	Item Code No.	: 38083090
Product Description	: Chlorpyrifos Insecticide	Product Description	: Triclopyr Weedicide
Item Code No.	: 38089199	Item Code No.	: 29333919
Product Description	: Imidacloprid Insecticide	Product Description	: Fluroxypyr Methyl Ester Intermediate Weedicide
Item Code No.	: 38083050	Item Code No.	: 29334900
Product Description	: Clodinafop Weedicide	Product Description	: Cloquintocet Mexyl

As per our attached report of even date
For R. Kankaria & Uttam Singhi
Chartered Accountants

For and on behalf of the Board

Rajendra Kankaria
Partner

D. Ranga Raju
Chairman

S. Koteswara Rao
Managing Director

Place : Hyderabad
Date : 29.05.2010

V. Lakshmi Narayana
Chief Financial Officer

Mary Monica Braganza
Company Secretary



BHAGIRADHA CHEMICALS & INDUSTRIES LIMITED

Regd. Office: 8-2-269/S/3/A, Plot No. 3, Sagar Society, Road No.2,
Banjara Hills, Hyderabad - 500 034.

PROXY FORM

Folio No. / Client ID No. _____

I/We _____ being a member
of Bhagiradha Chemicals & Industries Limited hereby appoint _____
of _____ or failing him _____ of
_____ or failing him _____ of
_____ or failing him _____ of
_____ as my/our proxy to vote for me/us on my/our behalf,
at the Seventeenth Annual General Meeting of the Company be held on Saturday, the
18th day of September, 2010 at 10.30 A.M. at Hotel Green Park, Greenlands,
Ameerpet, Hyderabad-500 016 and at any adjournment thereof.

Signed this _____ day of _____ 2010

Signed by the said _____

Note: This form duly completed should be deposited at the Registered
Office of the Company before 10.30 A.M. of 16th September, 2010.

Affix
Thirty
Paise
Revenue
Stamp

TEAR HERE



BHAGIRADHA CHEMICALS & INDUSTRIES LIMITED

Regd. Office: 8-2-269/S/3/A, Plot No. 3, Sagar Society, Road No.2,
Banjara Hills, Hyderabad - 500 034.

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the Meeting Hall.
Only Members or their Proxies are entitled to be present at the meeting.

Folio No. / Client ID No. _____

Name & Address _____

I hereby record my presence at the Seventeenth Annual General Meeting held at Hotel Green
Park, Greenlands, Ameerpet, Hyderabad-500 016 at 10.30 A.M. on Saturday, the 18th
September, 2010.

Signature of the Shareholder/Proxy*

* Strike out whichever is not applicable



