



## CORPORATE INFORMATION

### BOARD OF DIRECTORS

(As on 31<sup>st</sup> May 2016)

<b>SRI K.J.M. SHETTY,</b> I.A.S. (Retd.)	Chairman
<b>SRI G.S. ANIL KUMAR</b>	Managing Director
<b>SRI G.P.N. GUPTA</b>	Whole- time Director
<b>SRI G. RADHAKRISHNA</b>	Director
<b>SRI M. RAMA RAO</b>	Director
<b>SRI M.V. ANANTHAKRISHNA</b>	Director
<b>DR. GADDAM KUMAR REDDY</b>	Director
<b>MS. S. SUBHASHINI</b>	Director
<b>SRI G.P. RAMRAJ</b>	Chief Financial Officer

### AUDIT COMMITTEE

<b>SRI K.J.M. SHETTY</b>	Chairman
<b>SRI G.P.N. GUPTA</b>	Member
<b>SRI M.V. ANANTHAKRISHNA</b>	Member
<b>SRI M RAMA RAO</b>	Member

### COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. R KAVITHA

### REGISTERED OFFICE:

"S.K. Enclave", New No.4 (Old No.47),  
Nowroji Road, Chetpet,  
Chennai – 600 031  
Phone: 044-26451722, 26461415, 26452325  
Fax: 91-44-26451720  
Website: www.jumbobaglimited.com  
CIN: L36991TN1990PLC019944

### PLANT LOCATION:

**Unit I:** No.75, Thatchur Kootu Road,  
Panjetty Village, Ponneri Taluk,  
Tiruvallur District – 601 204

**Unit II:** No.106, G.N.T. Road,  
Alingivakkam P.O., Athipedu Village,  
Chennai – 600 067

### STATUTORY AUDITORS:

M/s. M. SRINIVASAN & ASSOCIATES  
Chartered Accountants,  
No.5, 9th Floor, B Wing, Parsn Manere,  
602, Anna Salai, Chennai – 600 006

### BANKERS:

State Bank of India  
State Bank of Hyderabad

### REGISTRARS & SHARE TRANSFER AGENT:

M/s. Cameo Corporate Services Limited,  
Subramaniam Building,  
No.1, Club House Road, Chennai – 600 002  
Phone: 044-28460390  
Fax: 044-28460129

### LISTING:

The Bombay Stock Exchange Limited

**MISSION**

To provide a one-stop-solution through continuous innovation and total employee involvement.

**VISION**

To be a world leader in the field of packaging.

**GREEN INITIATIVES IN CORPORATE GOVERNANCE**

The Ministry of Corporate Affairs has taken a **"Green Initiative in the Corporate Governance"** by allowing paperless compliances by the companies and has issued circulars, stating that service of notice/ documents including Annual Report can be sent by e – mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e – mail addresses, so far, are requested to register their e – mail addresses in respect of electronic holdings with the depository through their concerned Depository Participants.

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## NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 26<sup>th</sup> ANNUAL GENERAL MEETING of the members of JUMBO BAG LIMITED will be held at Narada Gana Sabha Trust Mini Hall, No.314, T.T.K. Road, Chennai - 600018 at 10.30 A.M. on Friday, the 23<sup>rd</sup> September, 2016 to transact the following:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as on 31<sup>st</sup> March, 2016 and the statement of Profit & Loss for the year ended on that date and the report of the Directors and Auditors thereon.
2. To appoint a Director in the place of Sri RADHAKRISHNA GORANTLA (DIN: 00279233) who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and, if thought fit, approve with or without modification(s) the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provision of section 139 of the Companies Act, 2013 read with Rule 6 of the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions of the Companies Act, 2013, the appointment of M/s. M. Srinivasan & Associates, Chartered Accountants, (Firm Registration No. 004050S) who were re-appointed as auditors of the Company at the 24<sup>th</sup> Annual General Meeting of the Company, to hold office till the conclusion of 27<sup>th</sup> Annual General Meeting, be and is hereby ratified, and that they shall be paid a remuneration as fixed by the Board of Directors of the Company.”

### SPECIAL BUSINESS

#### **Item No. 04: Appointment of Sri G P N Gupta as Whole-time Director:**

To appoint Sri G P N Gupta (DIN: 00086174) as a Whole-time Director and in this regard, consider if thought fit, to pass with or without modification(s), the following resolution as a Special resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 196 & 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force of any amendments and / or modifications that may hereafter be made thereto by the Central Government in that behalf from time to time, of any amendments thereto) in that the approval of the Company be and is hereby accorded for the appointment of Sri. G P N Gupta as Whole- time director of the Company with effect from 01<sup>st</sup> April 2016 for a period of three years, on such terms and conditions as specified in the Statement pursuant to Section 102(1) of the Companies Act, 2013 annexed to this Notice”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to alter and vary the terms and conditions, in accordance with the law in force from time to time and to take such steps and to perform all such actions, matters and things as may be considered necessary to give effect to this resolution.”

#### **Item No. 05: Appointment of Sri G S Anil Kumar as Managing Director:**

To appoint Sri G S Anil Kumar (DIN: 00080712) as Managing Director and in this regard, consider and if thought fit, to pass with or without modification(s), the following resolution as a Special resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 196,197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force of any amendments and / or modifications that may hereafter be made thereto by the Central Government in that behalf from time to time, of any amendments thereto) in that the approval of the Company be and is hereby accorded for the appointment of Sri. G S Anil kumar, as a Managing Director of the Company with effect from 01<sup>st</sup> April 2016 for a period of three years, on such terms and conditions as specified in the Statement pursuant to Section 102(1) of the Companies Act, 2013 annexed to this Notice”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to alter and vary the terms and conditions, in accordance with the law in force from time to time and to take such steps and to perform all such actions, matters and things as may be considered necessary to give effect to this resolution.”

#### **Item No. 06: Appointment of Sri G P Ramraj as Chief Financial Officer:**

To appoint Sri G.P Ramraj (PAN: ADOPR6155L) as Chief Financial Officer and in this regard, consider and if thought fit, to pass with or without modification(s), the following resolution as a Special resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force of any amendments and / or modifications that may hereafter be made thereto by the Central Government in that behalf from time to time, of any amendments thereto) in that, the approval of the Company be and is hereby accorded for the appointment of Sri. G.P Ramraj, as Chief Financial Officer of the Company with effect from 01st April 2016 for a period of three years, on such terms and conditions as specified in the Statement pursuant to Section 102(1) of the Companies Act, 2013 annexed to this Notice"

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to alter and vary the terms and conditions, in accordance with the law in force from time to time and to take such steps and to perform all such actions, matters and things as may be considered necessary to give effect to this resolution."

**Registered Office:**

"S.K.Enclave", New No.4, (Old No.47)  
Nowroji Road, Chetpet,  
Chennai 600 031

**Date: 09.08.2016**

**By Order of the Board of Directors  
for Jumbo Bag Limited**

**R KAVITHA  
Company Secretary**

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.
2. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The proxy form duly stamped and executed should be deposited / lodged at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. Proxies submitted on behalf of Limited Companies, Societies etc., must be supported by an appropriate resolution / authority, as applicable.
3. Members / Proxies should bring the Attendance slip duly filled in for attending the meeting. Members are requested to bring their copy of the Annual Report. No additional copies will be provided at the venue.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the company, provided that not less than three days of notice in writing is given to the Company.
5. Additional information pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Director seeking re-appointment as mentioned under item no. 2 of this notice is appended. Further, the Company has received relevant disclosure/consent from the Director seeking re-appointment.
6. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
7. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out the details relating to special business at the meeting, is annexed hereto.
8. Members are requested to intimate the Company, queries, if any, regarding the accounts/notice, not less than seven days before the meeting to enable the management to keep the required information readily available at the meeting.
9. The Register of Members and Share Transfer Books of the Company will remain closed from 16<sup>th</sup> September, 2016 to 23<sup>rd</sup> September, 2016 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013 and the applicable clauses of the SEBI (Listing Obligations and Disclosures Requirements Regulations) 2015 entered into with the Stock Exchanges.
10. A route map along with prominent landmark for easy reach to the venue of annual general meeting is annexed with this notice.



11. The Company is concerned about the environment and utilizing natural resources in a suitable way. We request you to update your email address with your Depository participant to enable us to send all the communications via email.
12. Annual Report 2016 with Attendance Slip and Proxy form are being sent by electronic mode only to all the members whose email addresses are registered with the Company/Depository Participant (s) for communication purpose unless a member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2016 are being sent by the permitted mode.
13. Members may note that the Notice of the 26<sup>th</sup> Annual General Meeting and the Annual Report 2016 will also be available on the Company's website [www.blissgroup.com](http://www.blissgroup.com). The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection between working hours 11.00 A.M to 1.00 P.M. except on holidays. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at [cs-jbl@blissgroup.com](mailto:cs-jbl@blissgroup.com)
14. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Cameo Corporate Services Limited, the Registrar & Share Transfer Agent of the Company.
15. Members wishing to claim dividends, which remain unclaimed, are requested to correspond with the Company Secretary at the Company's Registered Office. Members are requested to note that dividends not claimed within seven (7) years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Companies Act, 2013 (Section 205A of the erstwhile Companies Act, 1956), be transferred To Investor Education and Protection Fund. Members whose dividends remain unpaid are requested to check, whether they have en-cashed dividend warrants for earlier years. If the dividend warrants are not en-cashed, please apply for cheque/ demand draft in lieu of those dividend warrants before the last dates as indicated in the table:

<b>Dividend for the year ended</b>	<b>Rate of Dividend (%)</b>	<b>Dividend warrant dated</b>	<b>Date on which Unpaid amount is required to be transferred to Investor Education and Protection Fund</b>	<b>Shareholders should apply latest by</b>
31.03.2009	6	12.10.2009	29.11.2016	17.11.2016

A sum of Rs.2,81,459/- which was lying as balance under unpaid dividend account for the year ended 31.03.2008 was credited to the Investor Education and Protection Fund on 18.12.2015 as required under Section 123 of the Companies Act, 2013 and Section 205A of the Companies Act, 1956.

\*Members who have not collected their Dividend for the year ended 31.03.2009 are requested to refer the list of unclaimed dividend holders which has been published in the website of the company, viz., [www.jumbobaglimited.com](http://www.jumbobaglimited.com) and are informed to collect the same before 30th November 2016 after which it will be credited to the Investor Education and Protection fund as required under Section 124 of the Companies Act, 2013 (Section 205A of the erstwhile Companies Act, 1956).

## **16. E Voting & its procedures:**

### **Voting through Electronic Means:**

In compliance with provisions of Section 108 of the Companies Act 2013 read with the Companies (Management and Administration) Rules, 2014, as amended, the Company is pleased to offer E-Voting facility as an alternate, for its shareholders to enable them to cast their votes electronically at the 26<sup>th</sup> Annual General Meeting (AGM) through e-voting service provided by Central Depository Services (India) Limited. E-Voting is optional.

The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, 16<sup>th</sup> September, 2016, i.e. the date prior to the commencement of book closure date are entitled to vote on the Resolutions set forth in this Notice. The e-voting period will commence at 9.00 a.m. on Tuesday, 20<sup>th</sup> September, 2016 and will end at 5.00 p.m. on Thursday, 22<sup>nd</sup> September, 2016. The Company has appointed Smt. Lakshmmi Subramanian, Practicing Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast and she has communicated her willingness to be appointed.

The Scrutinizer, after scrutinising the votes cast at the meeting (Insta Poll) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer’s report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer’s report shall be placed on the website of the Company [www.blissgroup.com](http://www.blissgroup.com) and CDSL website. The results shall simultaneously be communicated to the Bombay Stock Exchange Limited.

The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter:

**In case of members receiving e-mail:**

- Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- Click on “Shareholders” tab.
- Now, select the “COMPANY NAME” from the drop down menu and click on “SUBMIT”
- Now Enter your User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 character DP ID followed by 8 Digits Client ID, Members holding shares in Physical Form should enter Folio Number registered with the Company and then enter the Captcha Code as displayed and Click on Login.
- If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used. If you are a first time user follow the steps given below.
- Now, fill up the following details in the appropriate boxes:

	<b>For Members holding shares in Demat Form</b>	<b>For Members holding shares in Physical Form</b>
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)	
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.	
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.	

\*Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of your name and the sequence number in the PAN field. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

# Please enter any one of the details in order to login. In case either of the details is not recorded with the depository please enter the <Default Value> in the Dividend Bank details field.

- After entering these details appropriately, click on “SUBMIT” tab.
- Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on <Company Name> on which you choose to vote.
- On the voting page, you will see Resolution Description and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the “Resolutions File Link” if you wish to view the entire Resolutions.
- After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.



- Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- If Demat account holder has forgotten the changed password then enter the User ID and Captcha Code click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc. are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates. After receiving the login details they have to link the account(s) which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

### **In case of members receiving the physical copy:**

Please follow all steps from s. no. (i) to s. no. (xvii) above to cast vote.

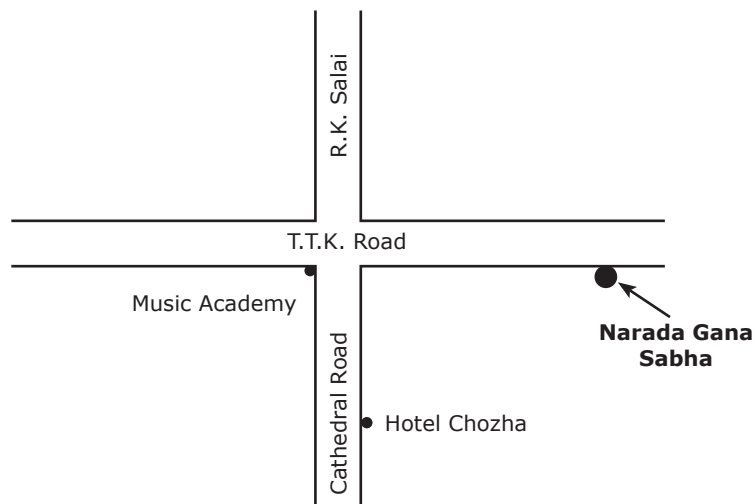
The voting period begins on 20.09.2016 and ends on 22.09.2016. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 16.09.2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

Please note that by virtue of providing the e-voting facility by the company as per Rule 20 of Companies (Management and Administration) Rules, 2014 the following will be applicable:

- (i) The manner of voting for the members being present in the General Meeting will be on “proportion principle’ i.e. one share – one vote unlike one person one vote principle, further provision of the Companies Act, 2013 relating to demand for poll will not be relevant.
- (ii) The option of voting by show of hands will not be available for members present in the General Meeting in view of clear provision of section 107 of the Companies Act, 2013, i.e. voting by show of hands would not be allowable in cases where Rule 20 of Companies (Management and Administration) Rules, 2014 is applicable.
- (iii) Any member who has voted through e-voting facility provided by the company may also participate in the General Meeting in person, but such a member will not be able to exercise his vote again in the meeting, and the earlier vote casted through electronic means will be treated as final.

For your immediate reference, we also give below the location / route map to reach the venue of the Annual General Meeting of the Company.



**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:****Item No. 4:**

Sri G.P.N. Gupta has been associated with the Company ever since its incorporation and held important positions in the company. His array of exposure has extended to areas like Finance, Costing and Cost Control, Commercial handling including contracts and Modern Management Initiatives, legal matters, Management Quality System, etc. Sri G.P.N. Gupta has been instrumental in the growth of the Company to its present level and by his rich and varied experience the company has benefited.

Sri G.P.N. Gupta, born on 20.06.1946 and aged about 70 years is a Commerce Graduate. He held the position of Director-Finance for three years from 01.04.2007. Consequent to the appointment of Sri G.S. Anil Kumar as Additional Director, the Board decided that he should continue to handle portfolio held by Sri G.P.N. Gupta with effect from 22<sup>nd</sup> October 2007. Consequently, Sri G.P.N. Gupta was designated as Joint Managing Director of the Company effective from 22<sup>nd</sup> October 2007. Subsequent to the retirement of Sri G. Sudhakar as Managing Director, the Board designated Sri G.P.N. Gupta as Managing Director with effect from 1<sup>st</sup> April 2008. He was re-appointed after expiry of his first term on 31<sup>st</sup> March 2013. His second term as Managing Director expired on 31<sup>st</sup> March 2016 as per the terms of agreement entered with Sri. G P N Gupta and the Company.

He has stepped down from the position of Managing Director at the end of his term in March 2016 in the interest of a younger person taking over the position. Considering his experience and the requirement of guiding through the current phase, it was felt appropriate that he remain a whole time director and continue to involve in strategic matters and policy decisions. The Nomination/Remuneration Committee in its meeting dated 29<sup>th</sup> March, 2016, recommended appointment of Sri G.P.N. Gupta as a Whole- time Director with the remuneration as detailed below with effect from 1st April 2016 for a period of three years. Further as required under section 196(3) (a), the Board at its meeting held on 29th March, 2016 considered it necessary to appoint Sri G.P.N. Gupta as a Whole time Director on the terms and conditions as recommended by the Remuneration Committee whereof are contained in the Agreement entered into between him and the Company and recommended the said resolution No.4 for the approval of the shareholders. Both, the Company and Sri G.P.N. Gupta have the right to terminate the Agreement, on giving 6 months prior written notice, without the need to assign any reason for such termination. He is holding 1,15,873 (1.38%) Equity Shares in the Company.

Remuneration of Rs.1,00,000/- (Rupees One Lakh only) per month subject to review by Nomination and Remuneration Committee on an yearly basis.

The Agreement entered into by the Company with Sri. G P N Gupta is available for inspection to the Members of the Company between 11.00 a.m. to 1.00 p.m. from Monday to Friday up to 23<sup>rd</sup> September 2016 at the Registered Office of the Company.

**Item Nos. 5 & 6:**

Sri G.S. Anil Kumar has been associated with Jumbo Bag Limited since the beginning of his career in 1992 as a management trainee. He has hands on experience in operations, Project Planning and Execution, Purchase, Finance, Costing and Cost Control. He has been spearheading the IOCL DCA business. The company under his leadership has become the largest selling DCA in the past few years. His rich and varied experience will benefit the company.

Sri G.P. Ramraj has also been associated with the company since 1992 and is well trained in the company from the level of Management Executive in Marketing. He is the marketing head of the company at present. Also, he is instrumental in the expansion of market for the company's products. Under his leadership as Director – Marketing, the company has diversified in terms of geography with bags reaching across 30 countries worldwide. He has been instrumental in developing the market base for the Company.

Sri G.S. Anil Kumar and Sri G.P. Ramraj have been holding their position as Director – Finance and Director – Marketing respectively, since 1<sup>st</sup> October 2007 for six years. They were re-appointed after expiry of their term on 30<sup>th</sup> September 2013 for a further period of three years.

Considering their contribution to the Company, the Nomination/Remuneration Committee in its meeting dated 29<sup>th</sup> March, 2016 recommended appointment of Sri G.S. Anil Kumar and Sri G.P. Ramraj as Managing Director and Chief Financial Officer respectively with the remuneration as detailed below with effect from 1st April, 2016 for a period of three years. The Board at its meeting held on 29<sup>th</sup> March, 2016, considered it as necessary to appoint Sri G.S. Anil Kumar as Managing Director and Sri G.P. Ramraj as Chief Financial





Officer on the terms and conditions detailed below and as recommended by the Remuneration Committee and recommended the said resolution Nos. 5 & 6 for the approval of the shareholders. On approval by the shareholders, the agreements entered on 01.10.2013 with Sri G S Anil Kumar & Sri G P Ramraj shall stand canceled.

(1) Salary at the rate of Rs.1,00,000/- (Rupees One Lakh only) per month;

(2) Managing Director & Chief Financial Officer shall be entitled to the following perquisites and facilities:

### 2.1 Perquisites:

- i. Housing: Furnished/ unfurnished residential accommodation or house rent allowance of 60% of salary in lieu thereof; the expenditure incurred by the company on gas, electricity, water and furnishings shall be valued as per Income Tax rules, 1962.
- ii. Medical Reimbursement: Expenses incurred for Director and his family as per Company's rules;
- iii. Leave Travel Concession: For Director and his family, once in a year, incurred in accordance with the Company's rules;
- iv. Club Fees: Fees of Clubs, subject to a maximum of two clubs. This will not include admission and life membership fees;
- v. Personal Accident Insurance: Premium as per the Company's rules;
- vi. Contribution to Provident Fund, Superannuation Fund, Annuity Funds and Gratuity/Contribution to Gratuity Fund under the Company's rules;
- vii. Encashment of leave not availed of by Director as per the Company's rules;
- viii. Provision of Car and Telephone at his residence for his use; and
- ix. Such other benefits, amenities and facilities as per the Company's rules;

None of the Directors or Key Managerial Personnel or their relatives are interested in the above resolution.

Sri G S Anil Kumar and Sri G P Ramraj shall not be liable to retire by rotation as a Director.

The Agreements entered into by the Company with Sri. G S Anil Kumar & Sri G P Ramraj are available for inspection to the Members of the Company between 11.00 a.m. to 1.00 p.m. from Monday to Friday up to 23<sup>rd</sup> September 2016 at the Registered Office of the Company.

### **Additional Disclosure for Item No:4, 5 & 6:**

As required under Part II, Section II of Schedule V of the Companies Act, 2013, the following information is furnished:

#### **I. General Information about the Company and Appointee:**

- **Nature of Industry:** Manufacturing – FIBC Bags
- **Financial Performance:**
- During the year 2015-16, the Company's gross revenue from operations was Rs. 8443.02 lakhs. The Net loss after depreciation, interest and tax stood at Rs. 66.81 lakhs.

#### **II. General Information about the Appointees:**

Background details, recognition/awards:

Sri G P N Gupta is a Commerce Graduate and has more than 45 years experience in Business particularly in Packaging Industry and finance and accounting field. He has served as Director-Finance of the Company for a span of seven years since 1992. From the financial year 2007-2008, he was appointed as the Managing Director. During his tenure as Managing Director he led the Company ably for the product to be recognized globally.

**Past remuneration:** Sri G P N Gupta was drawing Rs. 1,60,000/- per month during the year 2015-16.

Sri G.S. Anil Kumar is a B.Com and Chartered Accountant. He, as Managing Director will be responsible for overall performance of the Company. He is responsible for the performance of all the departments vis-avis production & purchase, sales & marketing & finance. With the requisite knowledge and experience, it is considered that the appointee is suitable for the role.

Sri G.P. Ramraj, B.Com has been associated with the Company since 1992 and is well trained in the company from the level of management executive in marketing. He is the Marketing head of the company at present. Also, he is instrumental in the expansion of market for the company's geography with bags reaching across 30 countries worldwide. He has been instrumental in developing the marketing base for the Company.

**Past remuneration:**

Sri. G P N Gupta was drawing Rs. 22.65 lakhs during the year 2015-16

Sri G S Anil Kumar was drawing Rs. 14.18 lakhs during the year 2015-16

Sri G P Ramraj was drawing Rs. 13.50 lakhs during the year 2015-16

**Remuneration proposed to the Appointees and comparative remuneration payable with respect to Industry, size of the Company, profile of the position and person:**

Taking into consideration the size and level of operations of the Company, the invaluable experience of the appointees, difficult scenario faced by the Company and tight market situation, the industrial norms on remuneration package to Whole-time Director, Managing Director and Chief Financial Officer, the remuneration package is considered very reasonable.

**III. Other Information:****Reason for loss or inadequate profits, Steps taken or proposed to be taken for improvement, Expected increase in productivity and profits in measurable terms:**

The after effects of the major fire accident towards the end of financial year 2013-14 has continued to have an impact on the performance of the company as the level of operations could not be improved beyond certain extent. Interest cost was a major factor as well because of the fact that insurance claims have not yet been settled. Despite these circumstances, company has begun to make profits in the last 2 quarters. It is also expected that the company will continue to make improvements in the level of operations and make profitability in the future as well.

Sri G S Anil Kumar & Sri G P Ramraj, aided by the top managerial personnel, have worked out strategies to meet the challenges ahead and improve the company's financial position. The Company has implemented modern management initiatives aimed at exercising tighter controls on costs and overhead expenses.

The Company seeks the permission of the shareholders for making payment to the appointees, remuneration in any of the three years of his appointment as laid down in paragraph 1B of Part II of Section II to Schedule V of the Companies Act, 2013, only in the event the Company has no profits or inadequate profits in any such financial year.

The resolution set out in item nos.4, 5 & 6 of the accompanying notice is intended to obtain the consent of the shareholders in respect of the appointment and remuneration payable to Sri. G P N Gupta, Sri. G S Anil Kumar & Sri. G P Ramraj.

**As required under Regulation 36(3) of SEBI Listing (Obligations and Disclosures Requirements) Regulations 2015, a brief profile of the Director getting appointed / reappointed along with the nature of their expertise, is provided in this Annual Report:****SRI G P N GUPTA:**

Sri G P N Gupta, aged about 70 years has vast experience in the field of packaging industry. He has been associated with the Company right from its incorporation and has served as a Managing Director for a period of more than 8 years in the Company and has handled various assignments with valuable results. His job profile and responsibility in the Company includes planning and monitoring the growth of the Company, achieving optimum utilization of resources and enhancing customer, employee and shareholders' value.

**SRI G S ANILKUMAR:**

Sri G.S Anil Kumar, aged about 47 years is a graduate in Commerce and a Chartered Accountant. He has 24 years of successful career behind him. His job profile and responsibility has extended to areas like Finance, Costing and Cost Control, mobilization of funds, debt re-structuring and prudent utilization of funds at least cost Project planning and Execution, Management Quality System, responsible for finance related areas in production, trading and resource management together with Accounts function. He is responsible for overall performance of the company. With the requisite knowledge and experience as detailed in the background and considering the varied set of talents and skills acquired in the course of his career development in handling corporate finance, it is considered that the appointee is suitable for the position of Managing Director.



### **SRI G P RAMRAJ**

Sri G.P Ramraj, aged about 49 years is a Graduate in Commerce. He has more than 23 years of successful career behind him and has served as Director (Marketing) for a period of more than 8 years in the Company. Sri G.P. Ramraj as Director – Marketing is responsible for expansion of market for the company's products at global level. His responsibilities include innovation in product design, developing marketing strategies and customer relationship management. With the requisite knowledge and experience as detailed in the background and considering the talents and skills acquired in the course of his career development both in India and overseas, it is considered that the appointee is suitable for the assignment.

#### **Registered Office:**

"S.K.Enclave", New No.4, (Old No.47)  
Nowroji Road, Chetpet,  
Chennai 600 031

**Date: 09.08.2016**

**By Order of the Board of Directors  
for Jumbo Bag Limited**

**R KAVITHA  
Company Secretary**

**DIRECTORS' REPORT**

To the Members,

Your Directors present their 26<sup>th</sup> Annual Report together with the audited statement of accounts of the Company for the financial year ended 31<sup>st</sup> March 2016.

**FINANCIAL RESULTS:****(Rs in Lakhs)**

<b>PARTICULARS</b>	<b>2015-16</b>	<b>2014-15</b>
<b>SALES AND OTHER INCOME</b>	8529.61	9635.60
<b>PROFIT BEFORE INTEREST, DEPRECIATION &amp; TAXES</b>	675.20	886.73
<b>INTEREST</b>	604.74	664.05
<b>DEPRECIATION</b>	168.72	170.84
<b>PROFIT/ (LOSS) BEFORE TAX</b>	(98.26)	51.84
<b>EXCEPTIONAL ITEMS / CONTINGENCIES</b>	-	(200.00)
<b>TAX (DEFERRED TAX FOR 2015-16)/INCOME TAX</b>	31.45	13.44
<b>PROFIT/ (LOSS) AFTER TAX</b>	(66.81)	(134.72)
<b>PROFIT OF EARLIER YEARS</b>	-	286.70
<b>DEPRECIATION CHARGED OF PREVIOUS YEARS (AS PER NEW COMPANIES ACT)</b>	-	236.11
<b>INCOME TAX CHARGED OF PREVIOUS YEAR</b>	-	9.88
<b>PROFIT AVAILABLE FOR APPROPRIATION</b>	(66.81)	(94.01)

**OPERATIONS AND FINANCIAL PERFORMANCE:**

The consolidated revenue of Jumbo Bag Limited stands at Rs. 84.43 Crores for the financial year ended 31<sup>st</sup> March 2016 as compared to the revenue of Rs 96.36 crores in the previous year. Your Company has incurred a loss amounting to Rs. 66.81 Lakhs in the current year as against the loss of Rs. 134.72 Lakhs in the previous year.

While the first two quarters of the financial year saw losses, the Company began to recover from the third quarter onwards. The after effects of the major fire accident towards the end of financial year 2013-14 had implications in the financial year 2015-16 as well. However it is heartening to note that the last two quarters for the financial year have been profitable. Also various measures have been put in place to improve the overall operational efficiency and therefore we expect improved performance in the years to come. It is also pertinent to mention that the production quantity has increased from 5133.95 MT (FY 2014-15) to 5694.61 MT (FY 2015-16) which reflects an increase of 11%.

Your Company has been persistently interacting with the Insurance Company to resolve the outstanding claims. We are glad to inform that we have received a sum of Rs. 1.03 crores against fixed assets claim and together with the advance of Rs. 70 lakhs received in the past, the total claim received is Rs. 1.73 crores against the claim of Rs. 3.74 crores. We have made a representation for re-assessment of claim based on certain apparent discrepancies noticed and we are confident of the same being considered positively.

Your Company's performance in the trading sector as a distributor for Indian Oil Corporation Limited has been good. The volumes during the year 2015-16 have grown by 10.15% over the year. Indian Oil Corporation Limited is located in Panipat, the Company is enhancing its focus in northern India. Supplies to southern India is now restricted. We therefore expect slightly lower volumes until IOCL expansion happens in Paradip.

**DIRECTORS & KEY MANAGERIAL PERSONNELS:**

Sri GP N Gupta's tenure as Managing Director expired on 31<sup>st</sup> March, 2016, post which he has been appointed as a Whole-time Director. The Board of Directors in their meeting held on 29<sup>th</sup> March, 2016 has acknowledged the resignation and expressed their sincere appreciation for his contribution to the Company during his tenure as Managing Director. Sri G P N Gupta will continue in the Board as an executive Director with effect from 01<sup>st</sup> April 2016.



The Board of Directors has appointed Sri G S Anil Kumar as Managing Director and Sri G P Ramraj as Chief Financial Officer with effect from 01<sup>st</sup> April 2016 subject to the approval of Shareholders. The above business forms part of Notice of the 26<sup>th</sup> Annual General Meeting for approval of shareholders.

Sri G Radhakrishna, Director retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. The subject forms part of the ordinary business in the Notice of the 26<sup>th</sup> Annual General Meeting.

**DIVIDEND:**

The Board of Directors have not recommended any dividend for the financial year ended 31<sup>st</sup> March 2016.

**ANNUAL EVALUATION OF BOARD’S PERFORMANCE:**

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually and the same was based on questionnaire and feedback from all the Directors on the Board as a whole and self-evaluation.

A structured questionnaire was prepared after taking into consideration of the inputs received from the Directors, covering various aspects of the Board’s functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interests of the Company and its minority shareholders etc.

**NUMBER OF MEETINGS OF BOARD AND AUDIT COMMITTEE:**

The Board meets at regular intervals to discuss and decide on business strategies / policies and review the financial performances of the Company. The Board Meetings are pre-scheduled and a tentative annual calendar of the Board is circulated to the Directors well in advance to facilitate the Directors to plan their schedules. The details of number of board meetings and other committee meetings held during the Financial Year 2015-16 are as follows:

- No. of Board Meetings: 6

26 <sup>th</sup> May, 2015	14 <sup>th</sup> August, 2015,	23 <sup>rd</sup> September, 2015
14 <sup>th</sup> November, 2015	12 <sup>th</sup> February, 2016	29 <sup>th</sup> March, 2016

The interval between two Board Meetings was well within the maximum period mentioned under section 173 of the Companies Act, 2013, and SEBI Listing (Disclosures and Obligations Requirements) Regulations, 2015.

- No. of Audit Committee Meetings: 4

26 <sup>th</sup> May, 2015	14 <sup>th</sup> August, 2015
14 <sup>th</sup> November, 2015	12 <sup>th</sup> February, 2016

- No. of Nomination & Remuneration Committee Meetings: 3

28 <sup>th</sup> May, 2015	11 <sup>th</sup> February, 2016
29 <sup>th</sup> March, 2016	

- Stakeholder Relationship Committee:

As required under Section 178(5) of the Companies Act, 2013, Stakeholders’ Grievances Committee was constituted with Sri G P N Gupta as Chairman and Sri G Radhakrishna as Member. There were no investors’ grievances received and hence no meeting was held during the year.

- Share Transfer Committee:

During the year, your Directors have constituted Share transfer Committee with Sri G P N Gupta as Chairman and Sri G Radhakrishna as Member.

No. of meetings: 2

9 <sup>th</sup> October, 2015	3 <sup>rd</sup> March, 2016
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**DECLARATION OF INDEPENDENCE:**

All independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149 of the Companies Act, 2013 which has been relied on by the Company and placed at the Board Meeting of the Company. As required under Schedule IV of the Companies Act, 2013, the Independent Directors held a meeting on 12<sup>th</sup> February, 2016 without the attendance of the non-independent directors and members of the management.

**NOMINATION AND REMUNERATION POLICY:**

Pursuant to Section 178(3) of the Companies Act, 2013, the Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the company. The policy also lays down the criteria for selection and appointment of Board Members.

**Nomination & remuneration Policy:**

In accordance with the Nomination and Remuneration Policy, the Nomination and Remuneration Committee has, inter alia, the following responsibilities:

1. The Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director.
2. The Committee shall identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
3. Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.
4. The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).
5. The remuneration/ compensation/ commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration/ compensation/ commission etc. shall be subject to the prior/ post approval of the shareholders of the Company and Central Government, wherever required.
6. Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director.
7. Where any insurance is taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.
8. The Non- Executive/ Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof provided that the amount of such fees shall not exceed Rs. One lakh per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.
9. Commission to Non-Executive/ Independent Directors may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the net profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

**AUDITORS:**

Pursuant to the provisions of Section 139 of the Companies Act, 2013, the appointment of M/s. M. Srinivasan & Associates, Chartered Accountant (Firm Registration No. 004050S) as Statutory Auditors of the Company have been approved in the 24<sup>th</sup> Annual General Meeting of the Company. They shall hold office until the conclusion of the 27<sup>th</sup> Annual General Meeting of the Company subject to ratification of their re-appointment by the Shareholders at every AGM. A resolution ratifying the re-appointment of Statutory Auditors forms part of the notice.

**'Emphasis of matter' of the Independent Auditor's Report**

We draw attention to Note No. 12 of Schedules forming part of accounts, forming part of the financial statements in respect of the status of the insurance claim which is self explanatory. Our opinion is not modified in respect of the matter.



## **MANAGEMENTS' REPLY**

As mentioned in Note No. 12 of Schedules forming part of accounts, the company has approached the insurance company for reconsideration of the surveyor report. As far as stock claim is concerned, the company had made various representations to the insurance company towards recovery of the claim amount with respect to loss of stock. However, the insurance company is yet to give us an opportunity to present our case to them. Your company is taking all remedial measures and is confident of recovering the remaining claim amount. Based on the facts available on record, the company is confident of recovering the remaining claim amount.

## **COST AUDIT:**

Pursuant to notification of Companies (Cost Records and Audit) Rules, 2014 read with Companies (Cost Records and Audit) amendment rules, 2014, the Company's product does not fall under the purview of Cost Audit from previous financial year 2014-15. The Company had also intimated the non-applicability of Cost Audit to the Registrar of Companies.

## **SECRETARIAL AUDITORS:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules made thereunder, the Company has appointed Messrs Lakshmmi Subramanian & Associates, Practising Company Secretaries to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for the year 2015-16 is included as Annexure IV and forms an integral part of this Report.

There is no secretarial audit qualification for the year under review.

## **EXTRACT OF ANNUAL RETURN:**

The details forming part of the extract of the Annual Return in Form MGT- 9 in accordance with Section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, are set out herewith as "Annexure [II]" to this Report.

## **RELATED PARTY TRANSACTIONS:**

During the financial year 2015-16, your Company has entered into transactions with related parties as defined under Section 2(76) of the Companies Act, 2013 read with Companies (Specification of Definitions Details) Rules, 2014, which were in the ordinary course of business and on arms' length basis and in accordance with the provisions of the Companies Act, 2013, Rules issued thereunder. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. Thus, disclosure in Form AOC-2 is not required.

The details of the related party transactions as required under Accounting Standard - 18 are set out in Note to the standalone financial statements forming part of this Annual Report.

## **LOANS AND INVESTMENTS:**

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to financial statement.

## **VIGIL MECHANISM:**

Your Company is committed to highest standards of ethical, moral and legal business conduct. Accordingly, the Board of Directors has formulated a Whistle Blower Policy which is in compliance with the provisions of Section 177 (10) of the Companies Act, 2013. The policy provides for a framework and process whereby concerns can be raised by its employees against any kind of discrimination, harassment, victimization or any other unfair practice being adopted against them. The policy has been uploaded in the website of the Company at [www.jumbobaglimited.com](http://www.jumbobaglimited.com).

## **AUDIT COMMITTEE RECOMMENDATION:**

During the year all the recommendations of the Audit Committee were accepted by the Board. Pursuant to Section 177(8) of the Companies Act, 2013, the Composition of Audit Committee is given as under:

**Composition of Audit Committee:**

The Composition of the Audit Committee as on 31<sup>st</sup> March 2016 is as follows:

- Sri K J M Shetty – Chairman cum Member
- Sri M V Ananthakrishna – Member
- Sri G P N Gupta – Member
- Sri. M Rama Rao – Member

Secretary of the Company shall be the Secretary of the Committee.

**FIXED DEPOSITS**

During the financial year 2015-16, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014.

The total amount of Fixed Deposits from the Public and Shareholders of the Company as at 31<sup>st</sup> March 2016 was Rs.16,00,000/-. There was no default in repayment of deposits or interest thereon on the due dates and there was no overdue/unclaimed deposit at the end of the year.

**INTERNAL COMPLAINTS COMMITTEE:**

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Internal Complaints Committee ("ICC") has been set up to redress the complaints received regarding sexual harassment. All employees are covered under this policy. No Complaints were received and disposed off during the year under review.

Further, In the meeting held on 29<sup>th</sup> March, 2016, the Board has approved the reconstitution of the Committee with the following members:

**Head Office:**

1. Ms. M. Jagadeeshwari (Sonia) – Presiding Officer
2. Sri Satish K. Shenoy – Member
3. Sri Thalamuthu Natarajan – Independent Member
4. Ms. R Kavitha – Member cum Secretary"

**Ponneri and Athipedu Units**

1. Ms. Bonfi Joseph – Presiding Officer
2. Sri Satish K. Shenoy – Member
3. Sri Thalamuthu Natarajan – Independent Member
4. Ms. R Kavitha – Member cum Secretary

**CORPORATE GOVERNANCE:**

The disclosures as required under proviso IV in Part II, Section II of Schedule V of the Companies Act, 2013 with regard to appointment of Managing Director, Whole-time Director & Chief Financial Officer are set out in detail in form MGT 9 – Extract of the Annual Return.

As prescribed under the provisions of Regulation 15(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, your Company does not fall under the purview of complying with the provisions of Corporate Governance. During the year, with the approval of Board of Directors, your Company has informed the non-applicability provision to the Bombay Stock Exchange.

Since, the provision of Corporate Governance is not applicable for the entire Financial Year 2015-16, a separate report of Corporate Governance is not disclosed in the Annual Report 2015-16.

**LISTING FEES:**

The Company confirms that it has paid the annual listing fees for the year 2016-17 before the due date to the Bombay Stock Exchange.





## CLOSURE OF REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS:

The Register of Members and Share Transfer books of the company will be closed with effect from 16<sup>th</sup> September, 2016 to 23<sup>rd</sup> September, 2016 (both days inclusive).

## DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(3)(c) of the Companies Act, 2013, the Directors confirm that:

- in the preparation of the annual accounts for the financial year ended 31st March, 2016, the applicable accounting standards and Schedule III of the Companies Act, 2013, have been followed and there are no material departures from the same;
- 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 your Company as at 31<sup>st</sup> March, 2016 and of the statement of profit and loss of the Company for the financial year ended 31st March, 2016;
- proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the annual accounts have been prepared on a 'going concern' basis;
- proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

## PERSONNEL:

None of the employees of the Company drew remuneration which in the aggregate exceeded the limits fixed under Section 134(3)(q) read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

## REMUNERATION RATIO OF THE DIRECTORS / KEY MANAGERIAL PERSONNEL (KMP) / EMPLOYEES:

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is furnished hereunder:

(Rs. in lakhs)

S. No	Name	Designation	Remuneration paid FY 2015-16 (Rs. in lakhs)	Remuneration paid FY 2014-15 (Rs. in lakhs)	Increase in remuneration from previous year	Ratio / times per median of employee remuneration
1	G.P.N. Gupta	Managing Director	22.65	22.47	0.80	15.09
2	G.S. Anilkumar	Chief Financial Officer (KMP)	14.18	16.54	(2.36)	9.40
3	G.P. Ramraj	Whole Time Director – Operations	13.50	16.97	(3.27)	9.08
4	Ms. R Kavitha*	Company Secretary (KMP)	0.40	NA	-	-

## Note:

- The remuneration payable to the KMP / Whole time directors are in accordance with the Industry and Geographical standards and as per the Remuneration policy of the Company.
- The percentage increase in the median remuneration of employees in the financial year is 26%
- The number of permanent employees on the rolls of company as on 31<sup>st</sup> March 2016 is 254

4. No remuneration is paid to the Independent Directors of the Company other than the sitting fees of Rs.10,000/- for attending Board / Committee Meetings. The details of sitting fees paid to the Directors are set out in Extract of Annual Return (Annexure II)
5. \* The Company Secretary was appointed only on 24<sup>th</sup> February, 2016 and hence salary comparison is not done.

**ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE:**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, is set out herewith as "Annexure [III]" to this Report.

**SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATORS:**

During the year, the Company has not received any significant and material orders passed by the Regulators or courts or tribunals which would affect the going concern status of the Company and its future operations.

**INTERNAL FINANCIAL CONTROLS:**

The company has in place Internal Financial Control system, commensurate with size & complexity of its operations to ensure proper recording of financial and operational information & compliance of various internal controls & other regulatory & statutory compliances. During the year under review, no material or serious observation has been received from the Statutory Auditors of the Company for inefficiency or inadequacy of such controls.

**INDUSTRIAL RELATIONS:**

The industrial relations in respect of all other manufacturing facilities and divisions of your Company are normal. Your company determines to take the relationship with the workers at cordial levels and is committed to provide necessary support for the welfare of its staff.

**SOCIAL RESPONSIBILITY:**

Integration of social, environmental, ethical and human rights makes an enterprise meet the fullest level of social responsibility. Keeping this in mind, Jumbo Bag Limited commits itself to the environment by meeting the environmental regulation, best utilization of natural resources and creating awareness on prevention of pollution through training and communication.

Your company continues to support Gorantla Ramalingaiah Vivekananda Vidyalaya in various ways. This school has strength of over 1094 students at present and many employees' children are enjoying the benefits of concessional fees studying in the above-mentioned school.

**CAUTIONARY STATEMENT**

Shareholders and Readers are cautioned that in the case of data and information external to the Company, no representation is made on its accuracy or comprehensiveness though the same are based on sources believed to be reliable. Utmost care has been taken to ensure that the opinions expressed by the management herein contain its perceptions on the material impacts on the Company's operations, but it is not exhaustive as they contain forward-looking statements which are extremely dynamic and increasingly fraught with risk and uncertainties. Actual results, performances, achievements or sequence of events may be materially different from the views expressed herein.

**ACKNOWLEDGEMENT:**

Your Directors place on record their appreciation for the continued co-operation, support and assistance extended to the Company by Government of India, Government of Tamil Nadu, State Bank of India & State Bank of Hyderabad and the Shareholders.

Your Directors also place on record their appreciation for the continued and dedicated performance and commitment by Officers and Staff of the Company.

**For and on behalf of the Board**

Place: Chennai  
Date : 09.08.2016

**K.J.M. SHETTY**  
Chairman



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### ANNEXURE - I

#### World Economic Conditions

Weak global growth continues to linger, posing a challenge to the implementation of the 2030 Agenda for Sustainable Development. World gross product is projected to expand by just 2.4 per cent in 2016, the same weak rate as in 2015. This reflects significant downward revisions of growth for many countries in Africa, the Commonwealth of Independent States (CIS), and Latin America and the Caribbean from the forecasts in December 2015. Persistent weakness in regate demand in developed economies remains a drag on global growth, while low commodity prices, mounting fiscal and current-account imbalances and policy tightening have further dampened the growth prospects of many commodity-exporting economies. The already bleak growth prospects have been compounded by severe weather-related shocks, political challenges and large capital outflows in many developing regions.

Downside risks to the global economy remain elevated against the backdrop of weak demand, low investment, low commodity prices and the financial market turbulences. Divergent global inflationary pressures have prompted pro cyclical monetary tightening in several developing economies, in contrast to additional monetary easing in the euro area and Japan, and delays in interest-rate rises by the United States Federal Reserve. Increased divergence in global interest rates may intensify capital flow volatility and exchange-rate pressures in developing economies. Greater policy coordination among countries can mitigate the negative spill over effects of policy misalignment and contain financial market volatility. There is also a growing need for reducing high dependency on monetary policy by exploiting available fiscal space and other policy measures to boost global growth.

#### Indian Economic Conditions

According to World Economic Situation and Prospect report, in its mid-2016 update, India is expected to achieve a 7.5 per cent GDP growth in 2017 and the economic prospects of the South Asian region will be "contingent" on the growth trajectory of India and Iran. "India's economy is slowly gaining momentum, with an expected GDP growth of 7.3 and 7.5 per cent in 2016 and 2017, respectively. Despite some delays in domestic policy reforms and enduring fragilities in the banking system, investment demand is supported by the monetary easing cycle, rising FDI, and government efforts towards infrastructure investments and public-private partnerships," the report, released here said. China, which grew at about 6.9 per cent in 2015, will continue to witness slowdown in growth, with its GDP projected to grow 6.4 per cent in 2016 and 6.5 per cent in 2017.

"A larger-than-expected slowdown in China would have widespread spillover effects through trade, financial and commodity markets, while a further deterioration of commodity prices could trigger debt crises in certain commodity-dependent economies," said the report, produced jointly by the UN Department of Economic and Social Affairs (UNDESA) and the UN Conference on Trade and Development (UNCTAD). The growth estimates for India in the mid-year update are in line with projections made in January this year, when the 2016 World Economic Situation and Prospect report had said that India will be the world's fastest growing large economy at 7.3 per cent in 2016, improving further to 7.5 per cent in the following year. India's economy, which accounts for over 70 per cent of South Asia's GDP, had grown by about 7.2 per cent in 2015. Despite the protracted instabilities and general weakness of the global economy, South Asia's economic outlook remains favourable, with most countries benefiting from low oil prices. Regional GDP growth is expected to accelerate from 6.1 per cent in 2015 to 6.6 this year and 6.8 per cent in 2017, owing to robust private consumption, strengthening investment demand and gradual progress on domestic policy reforms. Inflation in the South Asian region is projected to remain relatively tame, reflecting subdued commodity prices and lower pressures from supply-side bottlenecks. "This has increased monetary policy space, with prospects for further easing in some economies, including India."

#### Packaging and FIBC Industrial Trend

Packaging has an annual global turnover of about \$550 billion, and India's share is about \$16.5 billion per annum. It is estimated that there will be a ten-fold increase in India's middle class population by 2025, which will further trigger the consumption of packaging materials. This will bring another growth spurt to packaging and it is also noted that the country needs more packaging professionals.

The FIBC global market is also expected to grow from 530.5 million units in 2014 to 754.6 million units at a CAGR of 7.3%. The global consumption is predicted to grow in the period 2014-2019, with major growth attributed to Europe and Americas region. China and India are the major FIBC producing countries, and China continues to be the largest supplier in the global market. Even though China has emerged has a key FIBC producer, there is scope of growth for India due to low manufacturing cost and the economic outlook of India.

The low manufacturing costs is mainly due to the low labor wages and the low raw material costs compared to other geographies.

The key customer segments for FIBC products are:

- Chemical Industry
- Food manufacturing Industry
- Pharmaceutical Industry

These three segments contribute about 98% (in year 2014) of the market consumption for FIBC products. The three segments are forecasted to grow at the CAGR of 81, 8.1 and a7.9 respectively in the period 2014-2019.

The global landscape provides immense growth opportunities along with significant threats from various sources.

#### **SWOT ANALYSIS:**

##### **STRENGTHS AND OPPORTUNITIES:**

Your Company enjoys the benefit of experience of over two decades in the manufacture of FIBCs. The major strengths of the company are that it has a diverse market with customers in over 30 countries. The strength of the business lies in the supply of the manufactured FIBCs that reach the end users and not the traders in both for domestic and export sales. Your Company has maintained a steady growth in spite of intense competition and slowdowns in the global markets due to its ability to adapt new technologies, product innovation, identifying and meeting the customers' expectation in terms of high quality, prompt service & performance and development of new markets through retails distribution network. The management expertise and their association with the polymer processing industry have always been an advantage to your Company.

The planned utilization of capacity will enable us to achieve growth and increase our geographical coverage.

##### **WEAKNESS AND THREATS:**

Fluctuating prices of raw materials/Raw Material shortages - The main raw material used in the manufacture of FIBC is polypropylene, which is a crude derivative and subject to price fluctuations. Shortage of raw materials further aggravates stiff competition for Raw materials. Raw materials account for 60-70% of costs in FIBC manufacturing and the end result of this would be rising pressure on prices. However, with proper planning we have managed to keep these uncertainties under control.

##### **SEGMENT WISE PERFORMANCE:**

###### **Manufacturing**

Your Company is primarily engaged in the business of manufacturing of polymer-based woven bags. It also deals in trading of raw materials to further enhance its performance. The performance of your company in the manufacturing division has been encouraging in the last financial year as it has been able to garner optimal productivity with limited resources. During the Financial Year your company has been able to complete the orders and satisfied the customers with just one functional manufacturing unit and also with assistance from other satellite units where the machineries and equipments from closed Unit II has been shifted. The production performance has been encouraging for the company and it is expected that your company shall be in a position to make good the losses in the next financial year.

###### **Trading**

Your company had been appointed as the Del – Credere Associate cum Consignment Stockist (DCA/ CS) of Indian Oil Corporation Limited for Tamil Nadu, Pondicherry and Kerala in the year 2009. The performance of trading division is encouraging. This division continues to contribute to the profitability of the company. Since IOCL is located in Panipat, the Company is enhancing its focus in northern India supplies to southern India is now restricted. We therefore expect slightly lower volumes until IOCL expansion happens.

**For and on behalf of the Board**

Place: Chennai  
Date : 09.08.2016

**K.J.M. SHETTY**  
Chairman



**ANNEXURE II  
EXTRACT OF ANNUAL RETURN  
FORM MGT 9**

(Pursuant to Section 92 (3) of the Companies Act, 2013 and  
Rule 12(1) of the Company (Management & Administration) Rules, 2014)

**Financial Year ended on 31.03.2016**

**I. REGISTRATION AND OTHER DETAILS:**

CIN	L36991TN1990PLC019944
Registration Date	29.11.1990
Name of the Company	Jumbo Bag Limited
Category / Sub-Category of the Company	Company Limited by shares / Indian Non-Government Company
Address of the Registered office and contact details	"S.K.Enclave", No.4, Nowroji Road, Chetpet, Chennai – 600 031 Ph: 044 26452325
Whether listed company	Yes (Listed in BSE)
Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Cameo Corporate Services Ltd No.1, Club House Road Chennai – 600 002

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

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

S. No.	Name and Description of main products/ services	NIC Code of the Product/service	% to total turnover of the company
1	Flexible Intermediate Bulk Container	63053200	91.04

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

S. No.	Name and address of the Company	CIN/ GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
NIL					

**IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):****i) Category-wise Share Holding:**

Category of Shareholder	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% Change
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
<b>A. Shareholding of promoter and Promoter group</b>									
<b>1. Indian</b>									
<b>a. Individuals/Hindu Undivided Family</b>	1005597	0	1005597	12.0089	1006297	0	1006297	12.0173	0.0083
<b>b. Central Government/ State Government(s)</b>	0	0	0	0.0000	0	0	0	0.0000	0
<b>c. Bodies Corporate</b>	2632200	0	2632200	31.4341	2632200	0	2632200	31.4341	0
<b>d. Financial Institutions/ Banks</b>	0	0	0	0.0000	0	0	0	0.0000	0.0000
<b>e. Any other</b>	0	0	0	0	0	0	0	0	0
<b>SUB - TOTAL (A)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>2. Foreign</b>									
<b>a. Individuals (Non-resident / Foreign individuals)</b>	0	0	0	0	0	0	0	0.0000	0.0000
<b>b. Bodies Corporate</b>	0	0	0	0	0	0	0	0.0000	0.0000
<b>c. Institutions</b>	0	0	0	0	0	0	0	0.0000	0.0000
<b>d. Qualified Foreign Investor</b>	0	0	0	0	0	0	0	0.0000	0.0000
<b>e. Any other</b>	0	0	0	0	0	0	0	0.0000	0.0000
<b>SUB - TOTAL (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>TOTAL SHARE HOLDING OF PROMOTER AND PROMOTER GROUP (A) = (A)(1)+(A)(2)</b>	<b>3637797</b>	<b>0</b>	<b>3637797</b>	<b>43.4431</b>	<b>3638497</b>	<b>0</b>	<b>3638497</b>	<b>43.4514</b>	<b>0.0083</b>
<b>B. PUBLIC SHAREHOLDING</b>									
<b>1. INSTITUTIONS</b>									
<b>a. MUTUAL FUNDS/UTI</b>	0	15600	15600	0.1862	0	15600	15600	0.1862	0.0000
<b>b. FINANCIAL INSTITUTIONS/ BANKS</b>	100	0	100	0.0011	100	0	100	0.0011	0.0000
<b>c. CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)</b>	0	0	0	0.0000	0	0	0	0.0000	0.0000
<b>d. VENTURE CAPITAL FUNDS</b>	0	0	0	0.0000	0	0	0	0.0000	0.0000
<b>e. INSURANCE COMPANIES</b>	0	0	0	0.0000	0	0	0	0.0000	0.0000



Category of Shareholder	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% Change
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
f. FOREIGN INSTITUTIONAL INVESTORS	0	0	0	0	0	0	0	0	0
g. FOREIGN VENTURE CAPITAL INVESTORS	0	0	0	0	0	0	0	0	0
h. QUALIFIED FOREIGN INVESTOR	0	0	0	0	0	0	0	0	0
i. ANY OTHER									
<b>SUB - TOTAL (B)(1)</b>	<b>100</b>	<b>15600</b>	<b>15700</b>	<b>0.1874</b>	<b>100</b>	<b>15600</b>	<b>15700</b>	<b>0.1874</b>	<b>0.0000</b>
2. Non-Institutions									
a. Bodies Corporate	183910	5600	189510	2.2631	120463	5600	126063	1.5054	-0.7576
b. Individuals -									
I Individual Shareholders holding nominal share capital upto Rs. 1 lakh	1941228	747988	2689216	32.1150	1919968	738088	2658056	31.7429	-0.3721
II Individual Shareholders Holding Nominal Share Capital in excess of Rs. 1 LAKH	1501387	178000	1679387	20.0554	1591473	178000	1769473	21.1313	1.0758
c. Qualified foreign investor	0	0	0	0	0	0	0	0	0
d. Any Other									
Clearing Members	50	0	50	0.0005	601	0	601	0.0071	0.0065
Hindu Undivided Families	138546	0	138546	1.6545	143143	0	143143	1.7094	0.0548
Non Resident Indians	5994	17500	23494	0.2805	4667	17500	22167	0.2647	-0.0158
	<b>144590</b>	<b>17500</b>	<b>162090</b>	<b>1.9357</b>	<b>148411</b>	<b>17500</b>	<b>165911</b>	<b>1.9813</b>	<b>0.0456</b>
<b>SUB - TOTAL (B)(2)</b>	<b>3771115</b>	<b>949088</b>	<b>4720203</b>	<b>56.3693</b>	<b>3780315</b>	<b>939188</b>	<b>4719503</b>	<b>56.3610</b>	<b>-0.0083</b>
<b>TOTAL PUBLIC SHAREHOLDING (B) = (B)(1)+(B)(2)</b>	<b>3771215</b>	<b>964688</b>	<b>4735903</b>	<b>56.5568</b>	<b>3780415</b>	<b>954788</b>	<b>4735203</b>	<b>56.5485</b>	<b>-0.0083</b>
<b>TOTAL (A)+(B)</b>	<b>7409012</b>	<b>964688</b>	<b>8373700</b>	<b>100.0000</b>	<b>7418912</b>	<b>954788</b>	<b>8373700</b>	<b>100.0000</b>	<b>0</b>
<b>C. Shares held by custodians and against which depository receipts have been issued</b>									
Promoter and Promoter Group	0	0	0	0	0	0	0	0	0
Public	0	0	0	0	0	0	0	0	0
<b>TOTAL CUSTODIAN (C)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>7409012</b>	<b>964688</b>	<b>8373700</b>	<b>100.0000</b>	<b>7418912</b>	<b>954788</b>	<b>8373700</b>	<b>100.0000</b>	<b>0</b>

## ii) Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledge/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledge/encumbered to total shares	
1	Balaji Trading Enterprises Private Limited	2632200	31.43	0.00	2632200	31.43	0.00	0.00
2	G.S.Ahalya	29900	0.35	0.00	29900	0.35	0.00	0.00
3	G.V.Jayalakshmi	88250	1.05	0.00	88250	1.05	0.00	0.00
4	Sudhakar Gorantla	50100	0.60	0.00	50100	0.60	0.00	0.00
5	G.S.Sarojini	50750	0.61	0.00	50750	0.61	0.00	0.00
6	Vijaya Lakshmi G.S.	6000	0.07	0.00	6000	0.07	0.00	0.00
7	Pragathi G.R.	48100	0.57	0.00	48100	0.57	0.00	0.00
8	G.R.Mahalakshmi	20004	0.24	0.00	20004	0.24	0.00	0.00
9	Achyutha G.R.	1000	0.01	0.00	1000	0.01	0.00	0.00
10	Srinivas G.S.	31550	0.38	0.00	31550	0.38	0.00	0.00
11	Balaji G.V.	40500	0.48	0.00	40500	0.48	0.00	0.00
12	Rachitha G.B.	6667	0.08	0.00	6667	0.08	0.00	0.00
13	Sathishkumar G.V.	18161	0.22	0.00	18161	0.22	0.00	0.00
14	Gorantla Ravichandran	25100	0.30	0.00	25100	0.30	0.00	0.00
15	G.Sangeetha	19167	0.23	0.00	19167	0.23	0.00	0.00
16	Jwala G.S.	6000	0.07	0.00	6000	0.07	0.00	0.00
17	Reena G.R.	6000	0.07	0.00	6000	0.07	0.00	0.00
18	Nandhini G.A.	6000	0.07	0.00	6000	0.07	0.00	0.00
19	Rajasekar G.S.	51550	0.62	0.00	51550	0.62	0.00	0.00
20	Sridhar G.S.	31550	0.38	0.00	31550	0.38	0.00	0.00
21	Gopinath G.V.	28000	0.33	0.00	28000	0.33	0.00	0.00
22	Chalapathi G.V.	12800	0.15	0.00	12800	0.15	0.00	0.00
23	Latharani G	72500	0.87	0.00	72500	0.87	0.00	0.00
24	Gupta G.P.N.	115873	1.38	0.00	115873	1.38	0.00	0.00
25	Ramraj G.P.	33500	0.40	0.00	33500	0.40	0.00	0.00
26	Anil Kumar G.S.	32550	0.39	0.00	32550	0.39	0.00	0.00
27	Radhakrishna G	99495	1.19	0.00	99495	1.19	0.00	0.00
28	Dr. Gaddam Kumar Reddy	75230	0.90	0.00	75230	0.90	0.00	0.00





**(iii) Change in Promoters' Shareholding**

Sl. No.	Name of the Promoter	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
NIL					

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

Sl. No.	Name of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	KAMAL KUMAR KESHWANI	162128	1.94	162128	1.94
2	Dr Sheela Swamy	212262	2.53	212262	2.53
3	Muralidhar G	123810	1.48	117075	1.40
4	T V Subba Rao	95000	1.13	95000	1.13
5	Sangeetha S	70000	0.84	70000	0.84
6	Ravikant Chowdhary	64548	0.77	64548	0.77
7	Ramswarup M Gorantla	50500	0.60	50500	0.60
8	M V Chandrashekar	44014	0.53	44014	0.53
9	Mukesh Kanooga S	34756	0.42	111216	1.33
10	Mita Dipak Shah	11000	0.13	51934	0.62

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	Shareholding of each Directors and Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	<b>Sri G.P.N.Gupta</b>				
	At the beginning of the year	115873	1.38	115873	1.38
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year	115873	1.38	115873	1.38

Sl. No.	Shareholding of each Directors and Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
2	Sri G.S.Anil Kumar				
	At the beginning of the year	32550	0.39	32550	0.39
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year	32550	0.39	32550	0.39
3	<b>Sri G.P.Ramraj</b>				
	At the beginning of the year	33500	0.40	33500	0.40
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year	33500	0.40	33500	0.40
4	<b>Sri G.Radhakrishna</b>				
	At the beginning of the year	99495	1.19	99495	1.19
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year	99495	1.19	99495	1.19
5	<b>Dr Gaddam Kumar Reddy</b>				
	At the beginning of the year	75230	0.90	75230	0.90
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year	75230	0.90	75230	0.90

**V. INDEBTEDNESS****Indebtedness of the Company including interest outstanding/accrued but not due for payment**

(Rs. in lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	4489.06	236.10	49.27	4774.43
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>4489.06</b>	<b>236.10</b>	<b>49.27</b>	<b>4774.43</b>
<b>Change in Indebtedness during the financial year</b>				
· Addition	407.28	19.5	-	426.78
· Reduction	-	(18.25)	(15.22)	(33.47)
<b>Net Change</b>	<b>407.28</b>	<b>1.25</b>	<b>(15.22)</b>	<b>393.31</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	4896.34	237.35	34.05	5167.74
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>4896.34</b>	<b>237.35</b>	<b>34.05</b>	<b>5167.74</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:**

(Rs. in lakhs)

S. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Sri G.P.N.Gupta	Sri G.S.Anil Kumar	Sri G.P.Ramraj	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	21.20	13.50	13.50	48.2
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.65	0.00	0.85	1.5
	(c) Profits in lieu of salary u/s 17(3) Income-tax Act, 1961	0.00	0.00	0.00	0.00
2.	Stock Option	0.00	0.00	0.00	0.00
3.	Sweat Equity				
4.	Commission				
	- as % of profit	0.00	0.00	0.00	0.00
	- others				
5.	Others – Retirement Benefits	1.80	1.35	1.35	4.50
	<b>Total (A)</b>	<b>23.65</b>	<b>14.85</b>	<b>15.70</b>	<b>54.20</b>
	Ceiling as per the Act	42.00	42.00	42.00	-

**B. REMUNERATION TO OTHER DIRECTORS:**

(Rs. in lakhs)

S. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Sri K.J.M. Shetty	Sri M.V. Ananthakrishna	Sri M. Rama Rao	Sri Gaddam Kumar Reddy	
	· Fee for attending board/committee meetings	0.90	1.30	0.70	0.10	3.00
	· Commission	-	-	-	-	-
	· Others	-	-	-	-	-
	<b>Total (1)</b>	<b>0.90</b>	<b>1.30</b>	<b>0.70</b>	<b>0.10</b>	<b>3.00</b>
	<b>2. Other Non-Executive Directors</b>	Sri G.Radhakrishna	Smt. S Subhashini			
	· Fee for attending board/committee meetings	1.10	0.60	-	-	1.70
	· Commission	-	-	-	-	-
	· Others	-	-	-	-	-
	<b>Total (2)</b>	<b>1.10</b>	<b>0.60</b>	<b>-</b>	<b>-</b>	<b>1.70</b>
	<b>Total (B)=(1+2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4.70</b>
	<b>Total Managerial Remuneration (A+B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>60.57</b>
	Overall Ceiling as per the Act					-

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:**

(Rs. in lakhs)

S.No.	Particulars of Remuneration	Key Managerial Personnel	
		CS*	Total
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0.25	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.15	
	(c) Profits in lieu of salary u/s 17(3) Income-tax Act, 1961		
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - others	-	-
5.	Others	-	-
	<b>Total</b>	<b>0.40</b>	<b>-</b>

\*- the present company secretary was appointed w.e.f. 24th February, 2016(remuneration of previous Company Secretary for the FY 2015-16 was Rs. 3.5 lakhs)



**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
Penalty			Nil		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			Nil		
Punishment					
Compounding					

## ANNUEXURE III

**INFORMATION UNDER SECTION 134(3) (m) OF THE COMPANIES ACT, 2013, READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014****A. CONSERVATION OF ENERGY**

- (i) The steps taken or impact on conservation of energy
- (ii) The steps taken by the Company for Utilizing alternate sources of energy
- (iii) The capital investment on energy conservation equipments
- Energy conservation continues to receive priority attention at all levels. All efforts are made to conserve and optimize use of energy with continuous monitoring, improvement in maintenance and distribution systems and through improved operational techniques

Jumbo Bag Limited is always looking for an opportunity to save the energy and every available opportunity is utilized. The Total energy consumption per unit of production is as follows:-

S.No	Particulars	2015-16	2014-15
A	Power and Fuel Consumption		
1	Electricity		
	<b>(a) Purchased:</b>		
	Unit	39,79,792	46,31,807
	Total amount	3,55,42,517	3,86,48,656
	Rate/unit	8.93	8.34
	<b>(b) Own generation:</b>		
	<b>(i) Through diesel generator</b>		
	Unit	1,39,904	1,51,001
	Unit per liter of Diesel oil	2.67	2.50
	Cost/unit	18.21	23.17
	Diesel (in liters)	52,329	60,418

**1. B. RESEARCH AND DEVELOPMENT (R&D)**

S.No	Particulars	2015-16	2014-15
A	<b>Expenditure on R &amp; D:</b>	(Rupees in lakhs)	
B	Capital Expenditure	Nil	Nil
C	Revenue	-	-
	<b>Total</b>	-	-
D	Total R&D expenditure as a percentage of total turnover	-	-



**2. C. FOREIGN EXCHANGE EARNINGS AND OUTGO:**

<b>S.No</b>	<b>Particulars</b>	<b>2015-16</b>	<b>2014-15</b>
<b>A</b>	<b>Foreign exchange outgo:</b>	(Rupees in lakhs)	
<b>B</b>	<b>C.I.F Value of Imports</b>	381.89	665.06
<b>C</b>	<b>Travel</b>	6.86	26.13
	Commission (paid for previous yrs. liability)	18.50	47.45
<b>D</b>	Testing charges	1.27	2.26
	<b>Total</b>	<b>408.52</b>	<b>740.90</b>
	<b>Foreign exchange Earned</b>		
	F.O.B. Value of Exports	4428.43	5247.74

**For and on behalf of the Board**

Place: Chennai  
Date : 09.08.2016

**K.J.M. SHETTY**  
**Chairman**

**ANNEXURE – IV**  
**SECRETARIAL AUDIT REPORT**  
**for the financial year ended 31.03.2016**

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

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**To the Members**  
**Jumbo Bag Limited**  
**S.K. Enclave, New No. 4 (Old No.47)**  
**Nowroji Road, Chetpet,**  
**Chennai - 600 031**

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Jumbo Bag Limited ("the Company") for the financial year ended on 31st March, 2016 according to the provisions as applicable to the Company during the period of audit:

- i. The Companies Act, 2013 (the Act) and the rules made there under and the Companies Act, 1956 to the extent applicable;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and the Securities and Exchange Board of India (Prohibition of Insider Trading Regulations, 2015) Applicable with effect from 15 May, 2015;
  - c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- v. The Listing Agreements entered into by the Company with the Stock Exchanges, where the Securities of the Company are listed and the uniform listing agreement with the said stock exchanges pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (applicable with effect from 1 December, 2015).
- vi. Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India applicable with effect from 1 July 2015.
- vii. In our opinion and as identified and informed by the Management, the company has no Specific laws applicable since the company is engaged in manufacturing of Bags & other allied products.

It is reported that during the period under review, the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines, as mentioned above in points (i) to (vi).

We further report that, based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit, in our opinion, with regard to point (vii) above, the company has adequate systems and processes to monitor and ensure compliance with other applicable general laws





viz., Industrial Laws, Intellectual Property Rights, Environmental, Human Resources and labour laws, including the following laws:

1. Employees Provident Fund and Miscellaneous Provisions Act, 1952
2. Water (Prevention and Control of Pollution) Act, 1974 and Rules made there under.
3. Air (Prevention and Control of Pollution) Act, 1981 and Rules made thereunder.
4. Employees' State Insurance Act, 1948
5. The Contract Labour (Regulation & Abolition) Act, 1970
6. The Factories Act, 1948
7. The Industrial Disputes Act, 1947
8. The Environment (Protection) Act, 1986 and Rules made there under.
9. The Industrial Employment (Standing Orders) Act 1946
10. The Workmen's Compensation Act, 1923 & Rules
11. Payment of Gratuity Act 1972 & Rules
12. The Payment of Bonus Act, 1965
13. The Minimum Wages Act, 1948
14. The Maternity Benefit Act, 1961
15. Apprentices Act, 1961

We further report that there were no actions/events in the pursuance of

- a) The Securities and Exchange Board of India (Share Based employee Benefits) Regulations, 2014 and the Employees Stock Option Scheme, 2007 approved under the provisions of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009
- c) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998
- d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- f) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

Requiring compliance thereof by the Company during the Financial Year under review.

We further report, that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.

We further report that:

The Board of Directors of the Company is well constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.

Notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were delivered and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that during the audit period no events have occurred, which have a major bearing on the Company's affairs.

**For LAKSHMMI SUBRAMANIAN & ASSOCIATES**  
**Lakshmmi Subramanian**  
**Senior Partner**  
**FCS No. 3534**  
**C.P.NO. 1087**

Place: Chennai  
Date : 29-07-2016

\*\*Note: This report should be read with the letter of even date by the Secretarial Auditors attached herewith.

**ANNEXURE-A**

The Members  
Jumbo Bag Limited  
S.K. Enclave, New No. 4 (Old No.47)  
Nowroji Road, Chetpet,  
Chennai - 600 031

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

**For LAKSHMMI SUBRAMANIAN & ASSOCIATES**  
**Lakshmmi Subramanian**  
**Senior Partner**  
**FCS No. 3534**  
**C.P.NO. 1087**

Place: Chennai  
Date : 29-07-2016



## INDEPENDENT AUDITOR'S REPORT

To  
The Members of  
**Jumbo Bag Limited**

### Report on the Financial Statements

We have audited the accompanying (Standalone) financial statements of **Jumbo Bag Limited ("the Company")** which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these (Standalone) financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these (Standalone) financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

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

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

### Opinion

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

In the case of the Balance Sheet, of the state of affairs of the Company as on March 31, 2016;

In the case of the Statement of Profit & Loss, of the **Loss** of the Company as on March 31, 2016;

In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

**Emphasis of Matters:**

***We draw attention to Note no.12 to notes forming part of the financial statements in respect of the status of the insurance claim which is self explanatory. Our opinion is not modified in respect of this matter.***

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
  - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d. in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. On the basis of written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
  - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company does not have any pending litigations which would impact its financial position.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company as on 31 March 2016.

**For M Srinivasan & Associates  
Chartered Accountants,  
(FRN No: 004050S)**

**Place : Chennai  
Date : 30th May 2016**

**M Srinivasan  
Partner  
Membership No: 022959**



**“Annexure A” to the Independent Auditors’ Report**

**Statement of matters specified in Para 3 & 4 of the order referred to in sub section(11) of section 143**

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2016:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have beennoticed.
- (c) The title deeds of immovable properties are held in the name of the company.
- 2) (a) The management has conducted the physical verification of inventory at reasonable intervals.
- (b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and I86 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) The Company is not required to maintain cost records pursuant to the Rules made by the Central Government for maintenance of Cost Records under sub-section (1) of Section 148 of the Act.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2016 for a period of more than six months from the date on when they become payable.
- b) According to the information and explanations given to us and the records of the Company examined by us, the particulars of dues of sales tax including value added tax and duty of excise as at 31st March of 2016 which have not deposited on account of a dispute, are as follows:

**1. EXCISE DUTY/SERVICE TAX:**

SI No.	Description	Demand (including penalty) Rs. in Lacs	Amount not provided	Present status
1.1	Whether Value of Deemed Export shall be considered for Arriving At DTA Sale Eligibility(Difference Of Duty For Disallowed Deemed Export Portion	12.69	12.69	Appeal pending with Supreme Court

<b>SI No.</b>	<b>Description</b>	<b>Demand (including penalty) Rs. in Lacs</b>	<b>Amount not provided</b>	<b>Present status</b>
1.2	Advance release order (ARO)-non-payment of CVD.	26.55	26.55	Case remanded in Tribunal
1.3	Third Party Export On Payment Of Duty Refund Sanctioned & Duty Demanded	2.77	2.77	Appeal filed in the High Court at Chennai on 6/7/2011
1.4	Cenvat Credit Of Service Tax Of Fumigation services-Unit-1	0.18	0.18	Appeal filed with Cesat based on previous Order passed by CESAT in our favour
1.5	Cenvat Credit Of Service Tax Of Fumigation services-Unit-1	0.06	0.06	Appeal filed with Cesat based on previous Order passed by CESAT in our favour
1.6	Rebate Claim Original Docs Missed-Unit-2	3.55	3.55	Case closed & Order passed in our favor, but Dept has filed review petition before The Secretary, Government Of India
1.7	Cenvat Credit of Service Tax Of Fumigation services-Unit-2	0.12	0.12	Appeal filed with Cesat based on previous Order passed by CESAT in our favour
1.8	Cenvat Credit of Service Tax of Fumigation services-Unit-1	0.11	0.11	Case is closed with the Order passed in our favour.
	<b>TOTAL</b>	<b>46.03</b>	<b>46.03</b>	

**2. INCOME TAX:**

<b>SI No.</b>	<b>Description</b>	<b>AY</b>	<b>Demand (including Penalty ₹ lacs)</b>	<b>Present Status</b>
2.1	Notice u/s 148 Scrutiny /C C IV (2)/11-12 dt. 01.08.2011	2005-2006	39.85	Appeal made with CIT
2.2	Notice u/s 148 Scrutiny /C C IV (2)/11-12 dt. 01.08.2011	2006-2007	16.24	Appeal made with CIT
2.3	Notice u/s 143(3) dt 14.03.14 – AY 2011-12	2011-2012	53.38	Appeal made with CIT
	<b>TOTAL</b>		<b>109.47</b>	

- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks, financial institution or debenture holders.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments. According to the information and explanations given by the management, term loans were applied for the purpose for which the loans were obtained.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.



- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him as referred to in Sec 192 of the Companies Act 2013.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company.

**For M Srinivasan & Associates  
Chartered Accountants,  
(FRN No: 004050S)**

**Place : Chennai  
Date : 30th May 2016**

**M Srinivasan  
Partner  
Membership No: 022959**

## **“Annexure B” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of Jumbo Bag Limited**

### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of Jumbo Bag Limited (“the Company”) as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls over Financial Reporting**

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or





timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India"].

**For M Srinivasan & Associates  
Chartered Accountants,  
(FRN No: 004050S)**

**Place : Chennai  
Date : 30th May 2016**

**M Srinivasan  
Partner  
Membership No: 022959**

**BALANCE SHEET AS AT 31<sup>ST</sup> MARCH 2016**

(Rs. in Lakhs)

Particulars	Note	31 <sup>st</sup> March 2016	31 <sup>st</sup> March 2015
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	2.1	878.17	878.17
Reserves and surplus	2.2	1,730.83	503.52
<b>Non-Current Liabilities</b>			
Long-term borrowings	2.3	201.86	251.28
Deferred tax liabilities (net)	2.4	335.37	366.82
Other long term liabilities	2.5	69.41	56.13
Long term provisions	2.6	12.46	38.67
<b>Current liabilities</b>			
Short-term borrowings	2.7	4,947.83	4,450.78
Trade payables	2.8	1,583.56	1,600.48
Other current liabilities	2.9	93.09	93.58
Short term provisions	2.10	568.03	468.02
		<b>10,420.61</b>	<b>8,707.45</b>
<b>ASSETS</b>			
<b>Non current assets</b>			
Fixed assets			
- Tangible assets	2.11	2,761.27	1,576.50
- Capital work in progress		-	-
Non Current investments	2.12	2.80	2.80
Long term loans and advances	2.13	96.24	102.92
Other non current assets	2.14	58.60	94.81
<b>Current assets</b>			
Inventories	2.15	2,629.65	2,191.09
Trade receivables	2.16	3,249.08	2,943.42
Cash and cash equivalents	2.17	171.19	188.59
Short term loan and advances	2.18	425.38	578.03
Other current assets	2.19	1,026.40	1,029.29
		<b>10,420.61</b>	<b>8,707.45</b>

Significant accounting policies &amp; Notes to accounts 1 to 23

As per our report attached

For and on behalf of the Board

for **M.Srinivasan & associates**  
Chartered Accountants  
Firm's registration no. 004050S

**M. Srinivasan**  
Partner - Membership No.022959

**G.S. ANIL KUMAR**  
Managing Director

**G.P.RAMRAJ**  
Chief Financial Officer

Place: Chennai  
Date: 30.05.2016

**R.KAVITHA**  
Company Secretary

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2016**

(Rs. in Lakhs)

Particulars	Note	31 <sup>st</sup> March 2016	31 <sup>st</sup> March 2015
<b>Revenue from operations</b>			
Sale of manufactured products (Net)	2.20	7765.63	8042.28
Sale of trading products (Net)	2.21	167.81	794.20
Sale of services	2.22	242.82	144.89
Other operating revenues	2.23	266.76	383.99
<b>Total revenue from operations</b>		<b>8443.02</b>	<b>9365.36</b>
Other income	2.24	86.59	270.24
<b>Total Revenue</b>		<b>8529.61</b>	<b>9635.60</b>
<b>Expenses</b>			
Cost of materials consumed	2.25	4779.47	5138.13
Purchases of stock-in trade (Traded goods)	2.26	156.05	788.68
Change in inventory of finished goods, work-in-progress and stock-in trade	2.27	(431.48)	(442.51)
Employee benefits expense	2.28	815.88	824.98
Finance costs	2.29	604.74	664.05
Depreciation and amortisation expense	2.11	168.72	170.84
Other expenses	2.30	2534.49	2439.59
<b>Total expenses</b>		<b>8627.87</b>	<b>9583.76</b>
<b>Profit / (Loss) before exceptional and extraordinary items and tax</b>		-98.26	51.84
<b>Exceptional items</b>			
Provision for contingencies		-	(200.00)
<b>Profit / (Loss) before extraordinary items and tax</b>			
<b>Extraordinary items</b>			
<b>Prior period items net</b>		-	-
<b>Profit / (Loss) before tax</b>		<b>(98.26)</b>	<b>(148.16)</b>
<b>Tax expense</b>			
1. current tax / minimum alternative tax		-	9.59
2. deferred tax (charge) / credit		(31.45)	(23.03)
Profit / (Loss) for the period		(66.81)	(134.72)
Earning per equity share			
Basic		(0.80)	(1.61)
Diluted			
<b>Number of shares used in computing earnings per share</b>			
Basic		8373700	8373700
Diluted			

Significant accounting policies &amp; Notes to accounts 1 to 23

As per our report attached

For and on behalf of the Board

for **M.Srinivasan & associates**

Chartered Accountants

Firm's registration no. 004050S

**M. Srinivasan**

Partner - Membership No.022959

**G.S. ANIL KUMAR**

Managing Director

**G.P.RAMRAJ**

Chief Financial Officer

Place: Chennai

Date: 30.05.2016

**R.KAVITHA**

Company Secretary

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2016**

(Pursuant to Clause 34(2) of the Listing (Obligations &amp; Disclosures Requirement) Regulation, 2015)

(Rs. in Lakhs)

	Apr'15 to Mar'16		Apr'14 to Mar'15	
<b>A Cash Flow from Operating Activities :</b>				
<b>Profit before tax</b>		(98.26)		(148.16)
Adjustments for :				
Prior period adjustments - Profit / (Loss)		-		-
Depreciation	168.72		170.84	
Deferred tax liabilities (net)	(31.45)		(23.03)	
Foreign exchange (gains)/Losses		-		-
(Profit) / Loss on sale of asset	10.24		40.45	
		147.51		188.26
<b>Operating profit before working capital</b>				
Adjustments for Changes in				
Trade payables - Increase / (Decrease)	(16.92)		(878.55)	
Long term provisions- Increase / (Decrease)	(26.21)		10.11	
Short term provisions - Increase / (Decrease)	100.02		124.21	
Other current liabilities- Increase / (Decrease)	58.35		(22.16)	
Other long term liabilities - Increase / (Decrease)	44.73		56.29	
Trade receivables - (Increase) / Decrease	(305.66)		1,071.76	
Inventories - (Increase) / Decrease	(438.56)		(322.29)	
Long term Loans and advances - (Increase) / Decrease	6.68		(7.87)	
Short term loans and advances - (Increase) / Decrease	152.65		(61.80)	
Other current assets - (Increase) / Decrease	2.89		75.82	
Other non current assets - (Increase) / Decrease	36.21		(40.56)	
		(385.83)		4.96
Cash generated from operations		(336.58)		45.06
Income taxes paid (Net of refunds)		-		(19.47)
<b>Net Cash from Operating activities</b>		<b>(336.58)</b>		<b>25.59</b>
<b>B Cash Flow from Investing Activities :</b>				
Purchase of fixed assets / WIP	(69.61)		71.23	
Proceeds from sale of fixed assets				
Purchase of Investments		-		-
Sale of investments				
		(69.61)	71.23	(71.23)
<b>Net cash used in Investing Activities</b>		<b>(69.61)</b>		<b>(71.23)</b>



**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2016**

(Pursuant to Clause 34(2) of the Listing (Obligations & Disclosures Requirement) Regulation, 2015)

(Rs. in Lakhs)

	Apr'15 to Mar'16		Apr'14 to Mar'15	
<b>C Cash Flow from Financing Activities :</b>				
Proceeds from issuance of Share Capital	-		-	
Proceeds from Share premium	-		-	
Proceeds / (Repayment) of Long Term borrowings	(82.87)		(98.01)	
Borrowings for working capital purposes	513.55		39.95	
Finance / Lease Liabilities - Increase / (Decrease)	(41.89)		80.45	
Investment in Subsidiaries				
Dividend paid (Including Tax on dividend)		388.79		22.39
<b>Net cash used in Financing Activities</b>		<b>388.79</b>		<b>22.39</b>
<b>D Net Increase in Cash and Cash Equivalents (A+B+C)</b>		(17.40)		(23.45)
Cash and Cash equivalents as at 01.04.2015		188.59		212.04
Cash and Cash equivalents as at 31.03.2016		171.19		188.59
<b>E Net (Increase) / Decrease in Cash and Cash Equivalents</b>		<b>17.40</b>		<b>23.45</b>

As per our report attached

For and on behalf of the Board

for **M.Srinivasan & associates**  
Chartered Accountants  
Firm's registration no. 004050S

**M. Srinivasan**  
Partner - Membership No.022959

**G.S. ANIL KUMAR**  
Managing Director

**G.P.RAMRAJ**  
Chief Financial Officer

Place: Chennai  
Date: 30.05.2016

**R.KAVITHA**  
Company Secretary

## SCHEDULES FORMING PART OF ACCOUNTS

### CORPORATE INFORMATION

Jumbo Bag Limited is a part of **BLISS Group. Jumbo Bag Ltd.** was established in the year 1990 with an initial capacity of 720,000 jumbo bags (FIBCs).

### STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

#### 1.1 Basis of preparation of financial statements

The financial statements have been prepared on accrual basis under the historical cost convention and in accordance with generally accepted accounting principles in India and materially comply with the Mandatory Accounting Standards notified by the Central Government of India under the Companies (Accounting standards) Rules, 2006 and with the relevant provisions of the Companies Act, 2013.

#### 1.2 Use of estimates

The preparation of financial statements in conformity with Indian Generally Accepted Accounting Policies (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure relating to contingent liabilities as at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

#### 1.3 Fixed assets and depreciation

Fixed assets are carried at cost of acquisition less accumulated depreciation. The cost of fixed assets includes freight, duties, taxes and other incidental expenses relating to acquisition. Duties and taxes where MODVAT and VAT are applicable have been appropriately treated. Where fixed assets have been acquired from a country outside India, the cost of these fixed assets also includes exchange differences (favorable and unfavorable) arising in respect of foreign currency loans on other liabilities incurred specifically for the purpose of their acquisition. Borrowing costs related to the acquisition or construction of the qualifying fixed assets for the period up to the completion of their acquisition or constructions are capitalized. Losses arising from the retirement and the gains or losses arising from disposal of fixed assets which are carried at cost are recognized in the Statement of Profit & Loss. Revaluation of Fixed Assets as approved by the Board on 23.9.2015 has been given effect from 1st Jan 2016.

Depreciation on the fixed assets is provided on a straight line method, over the estimated useful life of the assets. Effective 1st April 2014, the company depreciates its Fixed Assets over the useful life in the manner prescribed in Schedule II of the Companies Act, 2013.

Depreciation on additions to assets or on sale / disposal of assets, is calculated on pro rata basis from the month of such addition or upto the month of such sale / disposal as the case may be.

#### 1.4 Impairment of assets

In accordance with Accounting Standard 28 (AS 28) on Impairment of assets, where there is an indication of Impairment of the Company's assets, the carrying amount of the Company's assets are reviewed at each balance sheet date to determine whether there is any impairment on the assets based on internal/external factors. Any impairment loss, if any, is recognized in the statement of profit & loss, wherever the carrying amount of an asset exceeds its estimated recoverable amount which is estimated at the higher of its net selling price and its value in use. In assessing the value in use, the estimated future cash flows are discounted to the present value at the weighted average cost of capital. After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life. Previously recognized impairment loss is further provided or reversed depending on changes in circumstances.

#### 1.5 Revenue recognition

Revenue from sale of manufactured goods, including scrap, is recognized on transfer of all significant risks and rewards of ownership to the buyer which is generally on dispatch of goods.

Domestic sales inclusive of sales tax, Excise duty, net of sales returns and quantity discounts is on accrual basis.



Export sales are accounted on the basis of dates of invoicing from the factory.

Job work and other service revenues is recognized as and when services are rendered.

Income from Investments/other income is recognized on accrual basis.

Interest on deployment of surplus funds is recognized using the time proportionate method based on underlying interest rates.

## 1.6 Inventories

Inventories are carried at the lower of cost and net realizable value. The comparison of cost and net realizable value is made on an item-by-item basis. Cost comprises purchase price and all incidental expenses incurred in bringing the inventory to its present location and condition.

The method of determination of cost is as follows:

- Spares and Consumables are valued at cost.
- Raw-Materials & Intermediates are valued at weighted cost – (net of MODVAT)
- Work-in-Process is valued at material cost plus direct Manufacturing Expenses.
- Finished Goods are valued at the lower of cost or net Realisable value. Cost includes cost of conversion and other expenses incurred in bringing the goods to their location and condition inclusive of Excise Duty.
- Saleable / disposable stock of scrap is valued at estimated realizable value. Provision for inventory obsolescence is assessed annually and is provided as and when considered necessary.

## 1.7 Foreign exchange transactions

Foreign currency transactions are recorded at the rates of exchange prevailing on the dates of the respective transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the profit and loss statement of the year, except that exchange differences related to acquisition of fixed assets from a country outside India are adjusted in the carrying amount of the related fixed assets.

Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the closing exchange rates on that date; the resultant exchange differences are recognized in the statement of profit and loss except those related to acquisition of fixed assets from a country outside India which are adjusted in the carrying amount of the related fixed assets. Where an underlying import/ export is covered, it is recognized at the rate at which the exchange is covered. Where the transaction remains uncovered, it is recognized on mark to market basis as on 31st March 2016.

Net exchange fluctuation gain is accounted as other income and loss is accounted as other expenses.

## 1.8 Provisions and contingent liabilities

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

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognized when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.

## 1.9 Income tax

Income-tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the income-tax law) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the year) provided in the books of accounts.

**2. NOTES ON ACCOUNTS**

The previous period figures have been regrouped/reclassified, wherever necessary to conform to the current presentation.

**2.1 SHARE CAPITAL**

(Rs. in Lakhs)

Particulars	As at 31 March 2016	As at 31 March 2015
<b>Authorised</b>		
<b>Equity shares</b>		
140,00,000 (previous year 140,00,000), Rs.10 par value	1,400.00	1,400.00
<b>Preference shares</b>		
6,00,000 (previous year. 6,00,000) cumulative, redeemable preference shares of Rs 100 par value	600.00	600.00
	<b>2,000.00</b>	<b>2,000.00</b>
<b>Issued</b>		
<b>Equity shares</b>		
83,73,700 (previous year 83,73,700), Rs. 10 par value	837.37	837.37
	<b>837.37</b>	<b>837.37</b>
<b>Subscribed and fully Paid up</b>		
<b>Equity shares</b>		
83,73,700 (previous year 83,73,700), Rs .10 fully paid up	837.37	837.37
	<b>837.37</b>	<b>837.37</b>
<b>Forfeited shares</b>		
4,08,000(previous year 408,000) equity shares of Rs 10 par value	40.80	40.80

Clause (a) (b) (c) – The Authorised Capital comprises of equity shares and non convertible redeemable preference shares. The Issued and Fully Paid-up Capital comprise of equity shares having a par value of Rs.10 each.

(Rs. in Lakhs)

Particulars	As at 31 March 2016	As at 31 March 2015
<b>Authorised:</b>		
(i) 1,40,00,000 Equity shares of Rs.10 Each	1,400.00	1,400.00
(ii) 6,00,000 Non-convertible Redeemable Cumulative Preference Shares of Rs.100 Each	600.00	600.00
	<b>2000.00</b>	<b>2000.00</b>
<b>Issued, Subscribed and Fully paid up:</b>		
83,73,700 Equity Shares of Rs.10 Each	837.37	837.37
	<b>837.37</b>	<b>837.37</b>

**Clause (d) – Reconciliation of number of shares**

Particulars	31 <sup>st</sup> March 2016		31 <sup>st</sup> March 2015	
	Number of shares	Amount (Rs. in Lakhs)	Number of shares	Amount (Rs. in Lakhs)
<b>Equity Shares</b>				
Opening Balance	83,73,700	837.37	83,73,700	837.37
Changes during the year	-	-		
<b>Closing Balance</b>	<b>83,73,700</b>	<b>837.37</b>	<b>83,73,700</b>	<b>837.37</b>





**Clause (e) – Rights, preference and restrictions attached to shares**

**Equity Shares:**

The Company has one class of equity shares having a par value of Rs.10 each. Each share holder is eligible for one vote per share held. The dividend (if any) proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting.

**“Clause (f) – Shares held by holding company or its ultimate holding company including their subsidiaries – Not Applicable”**

**Clause (g) – particulars of shares held by shareholders holding more than 5% of the aggregate shares in the company:**

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
<b>EQUITY SHARES</b>		
M/s. Balaji Trading Enterprises Private Limited (No. of shares)	26,32,200	26,32,200
% of holding	31.43	31.43

**Clause (h) – Shares reserved for issue under options and contracts/ commitments for the sale of shares – Not applicable**

**Clause (i) – Shares allotted in the preceding five years without payment being received in cash / by way of bonus shares / shares bought back – Not Applicable**

**Clause (j) – Terms of any securities convertible into issued along with the earliest date of conversion – Not Applicable**

**Clause (k) – Calls unpaid – Not Applicable**

**Clause (l) – Forfeited shares**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
<b>EQUITY SHARES</b>		
4,08,000 (previous year 4,08,000) shares of Rs.10 par value	40.80	40.80

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

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Shares outstanding at the beginning of the year	83,73,700	83,73,700
Shares issued during the year	-	-
Shares bought back during the year	-	-
<b>Shares outstanding at the end of the year</b>	<b>83,73,700</b>	<b>83,73,700</b>

## 2.2 Reserve and Surplus

(Rs. in Lakhs)

Particulars	As at 31 March 2016	As at 31 March 2015
<b>Capital Reserves</b>		
Opening Balance	196.33	196.33
Add: Amount transferred from statement of profit and loss account		
Less: Amount utilized		
Closing Balance	<b>196.33</b>	<b>196.33</b>
<b>Capital Redemption Reserve</b>		
Opening Balance	86.75	86.75
Add: Amount Transferred		
Less: Amount utilised		
Closing Balance	<b>86.75</b>	<b>86.75</b>
<b>Securities Premium Account</b>		
Opening Balance	294.45	294.45
Add: Amount Transferred		
Less: Amount utilised		
Closing Balance	<b>294.45</b>	<b>294.45</b>
<b>General Reserve</b>		
Opening Balance	20.00	20.00
Add: Amount Transferred		
Less: Amount utilised		
Closing Balance	<b>20.00</b>	<b>20.00</b>
<b>Revaluation Reserve</b>		
Opening Balance		
Add: Additions on revaluation during the year	1,373.51	-
Less: Amount utilised	79.39	-
Closing Balance	1,294.12	-
<b>Surplus / (deficit) balance in the statement of profit and loss account</b>		
Opening Balance	(94.01)	286.70
Add: Profit/ (Loss) for the year	(66.81)	(134.72)
Less : Depreciation Charged of prvs years ( under new Companies Act under sch. 2)	-	236.11
Less: Amount utilised Income tax adjusted for FY 11-12	-	9.88
Transfer to capital reserves, Capital redemption reserve and other reserves		
Closing Balance	(160.82)	(94.01)
	<b>1,730.83</b>	<b>503.52</b>

## 2.3 Long term borrowings

(Rs. in Lakhs)

Particulars	As at 31 March 2016	As at 31 March 2015
<b>Secured- Considered good</b>		
<b>Term loans</b>		
from banks		
State Bank Of India	-	26.93
(secured by fixed assets of the Company on pari passu charge with State Bank of Hyderabad and Guaranteed by directors in their personal capacity)		
In case of continuing default as on the balance sheet date in repayment of loans and interest		
1. Period of default	NIL	
2. Amount	NIL	



<p><b>Long term maturities of finance lease obligations</b> (Secured by motor Vehicle under Hypothecation) Repayment tenure of 36 months ending Oct 2015 In case of continuing default as on the balance sheet date in repayment of loans and interest</p> <p>1. Period of default NIL 2. Amount NIL</p>	-	-
	-	<b>26.93</b>
<p><b>Unsecured -considered good</b></p> <p><b>Public Deposits</b> Repayable on maturity depending on the period of deposit more than 1 year In case of continuing default as on the balance sheet date in repayment of loans and interest</p> <p>1. Period of default NIL 2. Amount NIL</p>	11.00	14.25
<p><b>Loans and advances from related parties</b> from Group Company-Balaji Trading Enterprises Private Limited In case of continuing default as on the balance sheet date in repayment of loans and interest</p> <p>1. Period of default NIL 2. Amount NIL</p>	190.86	210.10
	<b>201.86</b>	<b>251.28</b>

**2.4 Deferred tax liabilities (Net)**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
As per last Balance Sheet	366.82	389.85
Add : Deferred tax liability for the year ( Net)	(31.45)	(23.03)
Closing Balance	<b>335.37</b>	<b>366.82</b>
	<b>537.23</b>	<b>591.17</b>
	<b>537.23</b>	<b>618.10</b>

**Note on Deferred Tax Liability**

Particulars	01.04.2015	2015-2016	31.03.2016
<b>Deferred Tax Liability (Net)</b>			
<b>Deferred Tax Liability as on 01.04.2015</b>	366.82		
i) Difference between book and Tax Depreciation		(61.31)	
<b>Total Deferred Tax Liability (A)</b>		<b>(61.31)</b>	
<b>Deferred Tax Assets</b>			
i) Provision for Gratuity		17.85	
ii) Provision for Bonus		12.01	
<b>Total Deferred Tax Assets (B)</b>		<b>(31.45)</b>	
<b>Total (A+B)</b>	<b>366.82</b>	<b>(31.45)</b>	<b>335.37</b>

**2.5 Other long term liabilities**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Trade Payables		
- others creditors	51.36	43.85
Others		
Payables for purchase of fixed assets		
Security Deposit	18.05	12.28
	<b>69.41</b>	<b>56.13</b>

**2.6 long term provisions**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
<b>Others (Specify nature)</b>		
Provision for pending sales tax forms and other sales tax disputes	12.46	11.12
Provisions for Contingencies	-	-
Others provision (Reserve for bad debts)	-	27.55
	<b>12.46</b>	<b>38.67</b>

**2.7 Short term borrowings**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
<b><u>Secured - Considered Good</u></b>		
<b>Loans repayable on demand</b>		
<b>Cash credit</b>		
from banks		
<b>- State Bank of India</b>	3,594.07	3,325.49
( Includes Rs. Nil as buyers credit on short term repayable with in one year).		
(Secured by pari passu first charge on the entire current assets Viz, RM,SIP,FG,Receivables, spares, consumables and other current assets of the Company with State Bank of India and also Guaranteed by the directors in their personal capacity)		
<b>- State Bank of Hyderabad</b>	1,302.27	1,077.79
( Includes Rs Nil as buyers credit on short term repayable with in one year).		
(Secured by pari passu first charge on the entire current assets Viz, RM,SIP,FG,Receivables, spares, consumables and other current assets of the Company with State Bank of Hyderabad and also Guaranteed by the directors in their personal capacity)		
	<b>4,896.34</b>	<b>4,403.28</b>
<b><u>Unsecured</u></b>		
<b>Loans repayable on demand</b>		
from other parties		
In case of default as on the balance sheet date in repayment of loans and interest		
1. Period of default		
2. Amount		
	-	-



<b>Deposits</b>		
<b>Public Deposits</b>		
Repayable on maturity depending on the period of deposit less than 1 year	5.00	21.50
In case of default as on the balance sheet date in repayment of loans and interest		
1. Period of default Nil		
2. Amount Nil		
Loan from director	46.49	26.00
	<b>51.49</b>	<b>47.50</b>
	<b>4,947.83</b>	<b>4,450.78</b>

**Note:**

Working Capital facilities of Rs.4896.34 Lakhs ( Previous year Rs.4403.28 lakhs) with State Bank of India and State Bank of Hyderabad are secured by way of first pari passu charge on the current assets of the company situated in the company premises or in transit.

Nature of Working Capital Facility	As on 31.03.2016		As on 31.03.2015	
	State Bank of India	State Bank of Hyderabad	State Bank of India	State Bank of Hyderabad
Cash Credit	462.37	567.18	642.39	607.46
EPF/PCFC	838.91	266.86	528.19	267.72
Standby Credit	-	-	35.60	-
BR CC - POST-SHIP	351.13	-	-	-
IOCL - DCA	915.66	-	833.73	-
IOCL - CS	170.53	-	105.82	-
Bill Discounting	307.51	120.31	664.69	22.32
Buyers Credit			-	-
ILC	547.96	347.92	515.60	180.30
<b>Total</b>	<b>3594.07</b>	<b>1302.27</b>	<b>3325.48</b>	<b>1077.80</b>

**2.8 Trade payables**

(Rs.in lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Trade Payables		
- due to micro and small enterprises		
- others creditors	1,583.56	1,600.48
	<b>1,583.56</b>	<b>1,600.48</b>

**2.9 Other current liabilities**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Current maturities of long-term debt	-	55.94
(secured by fixed assets of the Company on pari passu charge with State Bank of Hyderabad and Guaranteed by directors in their personal capacity)		
Current maturities of finance lease obligations	-	2.90
( Secured by motor Vehicle under Hypothecation )		
<b>Repayment tenure of 36 months ended Oct 2015</b>		
Interest accrued but not due on borrowings		
Other payables		

<b>Particulars</b>	<b>As at 31<sup>st</sup> March 2016</b>	<b>As at 31<sup>st</sup> March 2015</b>
Sales Tax Payable	83.17	15.26
TDS payable	4.92	8.65
Sundry creditors for purchase of Fixed Assets	1.16	4.18
Unclaimed dividends	3.84	6.65
	<b>93.09</b>	<b>93.58</b>

**Note for 2.3 and 2.9**

(Rs. in Lakhs)

<b>Nature of facility</b>	<b>As at 31<sup>st</sup> March 2016</b>	<b>As at 31<sup>st</sup> March 2015</b>
Medium Term Loan with SBI	-	82.87

Term Loan (including Medium Term loans) and working capital facilities from State Bank of India are secured by pari passu charges on the fixed assets of the Company and also secured by personal guarantees of Directors Sri G.P.N Gupta, Sri. G.Radhakrishna, further secured by personal guarantees of Sri. G.sudhakar, Sri.G.V.Gopinath and Sri G.V.Balaji.

**2.10 Short term provisions**

(Rs. in Lakhs)

<b>Particulars</b>	<b>As at 31<sup>st</sup> March 2016</b>	<b>As at 31<sup>st</sup> March 2015</b>
<b>Provision for employee benefits</b>		
Salary & Reimbursements	66.00	68.31
Contribution to PF / ESIC	69.19	6.47
Gratuity	60.24	44.89
Compensated absences	-	0.08
Superannuation	0.12	0.55
Leave travel & Medical expenses-Directors	11.89	12.49
Professional tax payable	0.04	1.72
Employee related	-	0.73
<b>Others (Specify nature)</b>		
Provision for taxation( Net)		
Provision for Electricity Charges	44.03	48.28
provision for Freight & Clearing	1.15	4.35
Provision for Excise duty on Finished Goods	22.31	28.57
Provision - Interest on deposits accrued not due	-	1.24
Provision for Commission on sales	29.70	7.51
Provision for Job work charges	0.92	1.96
Provision for Expenses	262.44	240.87
	<b>568.03</b>	<b>468.02</b>



(Rs. in lakhs)

2.11 Fixed Assets

Fixed Assets	Gross Block						Accumulated Depreciation			Net block		
	As at 1 April 2015	Revaluation	Additions	Deletion	Sub total	As at 31st Mar 2016	As at 1st April 2015	Revaluation	Depreciation charge for the Apr'15 to Mar'16	Deductions/ Other adjustments	As at 31st Mar 2016	As at 31st Mar 2015
<b>Tangible Assets</b>												
<b>Land</b>												
Owned	74.28	1,189.81			1,264.09	1,264.09					1,264.09	74.28
Assets under lease												
<b>Buildings</b>												
Owned	1,008.16	183.71	7.58		1,199.45	1,199.45	427.79	79.39	32.07		660.20	580.38
Assets under lease												
Leasehold improvements												
<b>Plant and Equipment</b>												
Owned	2,366.74		43.58	15.93	2,394.39	2,394.39	1,509.21		116.36	9.41	778.23	857.51
Assets under lease												
<b>Furniture and Fixtures</b>												
Owned	82.98		0.45		83.43	83.43	67.57		4.40		11.46	15.41
Assets under lease												
<b>Vehicles</b>												
Owned	47.09				47.09	47.09	25.31		2.60		19.18	21.78
<b>Office equipment</b>												
Owned	149.03		1.68	8.68	142.03	142.03	141.82		3.41	8.68	5.48	7.23
Assets under lease												
<b>Electrical &amp; Electronic equipments</b>												
Owned	222.55	12.61			235.16	235.16	202.64		9.88		22.63	19.91
Assets under lease												
<b>Notes</b>	<b>3,950.83</b>	<b>1,373.52</b>	<b>65.90</b>	<b>24.61</b>	<b>5,365.64</b>	<b>5,365.64</b>	<b>2,374.34</b>	<b>79.39</b>	<b>168.72</b>	<b>18.09</b>	<b>2,604.36</b>	<b>1,576.50</b>

Note: Revaluation of Fixed Assets as approved by the Board on 23.9.2015 has been given effect from 1st Jan 2016.

**2.12 Non Current investments**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Investment In Equity Instruments- Unquoted-At Cost		
In Jumbo Bag LLC	2.27	2.27
Engineered power resources india pvt Ltd., 5230 Shares @Rs.10 per share	<b>0.53</b>	<b>0.53</b>
	<b>2.80</b>	<b>2.80</b>

**2.13 Long term loans and advances**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
<b>Other loans and advances</b>		
unsecured, considered good		
Earnest Money Deposit	-	-
Advance Tax on FBT	0.87	0.87
Cenvat receivable/deposit	-	-
Electricity & other deposits	65.56	72.72
Rental deposits	29.63	29.12
Telephone deposits	0.18	0.21
	<b>96.24</b>	<b>102.92</b>

**2.14 Other non current assets**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Long term trade receivables (including trade receivables on deferred credit terms)		
Unsecured, considered good	58.60	67.26
Provision for doubtful debts	-	27.55
	<b>58.60</b>	<b>94.81</b>

**2.15 Inventories**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Raw Materials and components (Valued at lower of cost or Net Realisable value)	183.35	210.21
Goods-in transit	133.36	47.64
Net	<b>316.71</b>	<b>257.85</b>
Work-in-progress (Valued at lower of cost or Net Realisable value)	2,024.59	1621.81
Net	<b>2,024.59</b>	<b>1621.81</b>
Finished goods (Valued at lower of cost or Net Realisable value)*	200.81	257.11
Net	<b>200.81</b>	<b>257.11</b>
Scrap (Valued at lower of cost or Net Realisable value)	0.36	1.08
	<b>0.36</b>	<b>1.08</b>
Stores and spares (Valued at lower of cost or Net Realisable value)	87.18	53.24
	<b>87.18</b>	<b>53.24</b>
	<b>2,629.65</b>	<b>2,191.09</b>

\* includes Excise duty on FG stock.





**2.16 Trade receivables**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Debts outstanding for period exceeding six months Unsecured, considered good	9.74	40.41
	<b>9.74</b>	<b>40.41</b>
Unsecured, considered good	3,239.34	2,903.01
	<b>3,239.34</b>	<b>2,903.01</b>
	<b>3,249.08</b>	<b>2,943.42</b>

Trade Receivable stated above include debts due by the group under the same management

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Stanpacks (India) Ltd.,	-	44.33
Jumbo Bag LLC	364.58	161.41
GF Impex Pvt Ltd.,	16.35	1.20
Balaji Trading Enterprises Pvt Ltd.,	625.26	779.33
	<b>1,006.19</b>	<b>986.27</b>

**2.17 Cash and cash equivalents**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Cash Balance	1.67	0.90
Balance with banks	2.32	36.17
Other Bank balances		
Earmarked Balances (eg/- unpaid dividend accounts)	3.84	6.66
Margin money	163.36	144.86
Bank deposits with more than 12 months maturity	-	-
	<b>171.19</b>	<b>188.59</b>

**2.18 Short term loan and advances**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
<b>Others</b>		
Unsecured, considered good		
Rental deposits	33.04	33.04
Advance for Capital Goods	-	-
Cenvat receivable	83.47	117.12
VAT receivable	0.12	1.28
Service tax receivable	19.42	13.85
TCS receivable	0.51	0.57
Interest receivable on bank deposits / others etc.	10.63	3.04
Interest/EPI receivable on customers	10.26	41.95
Prepaid expenses	36.02	27.23
ECGC premium	(2.86)	2.24
Rebate Claim & Duty Drawback receivable	33.36	99.55
Focus products scheme	92.50	158.86
Staff advance	4.15	6.65
Provision for taxation( Net)	104.76	72.64
	<b>425.38</b>	<b>578.03</b>

**2.19 Other current assets**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Interest receivables - Tuf	2.64	5.53
Insurance Claim Receivables on (Fixed Assets+Stocks)	1,023.76	1023.76
	<b>1,026.40</b>	<b>1,029.29</b>

**2.20 Sale of Manufactured Products**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Sales - Exports	4,721.81	5,330.08
Sales - Domestic	3,043.82	2,712.20
Sub Total	7,765.63	8,042.28
Add: Excise Duty	408.37	375.83
Add: Sales tax	69.66	72.00
Gross Turnover	8,243.66	8,490.11
Less: Excise duty	408.37	375.83
Less: Sales tax	69.66	72.00
Sale of Manufactured products ( Net)	<b>7,765.63</b>	<b>8,042.28</b>

**2.21 Sale of Trading Products**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Sale of Trading Products	167.81	794.20
Add: Excise Duty	19.28	32.93
Add: Sales tax	7.78	38.85
Gross Turnover	194.87	865.98
Less: Excise duty	19.28	32.93
Less: Sales tax	7.78	38.85
Sale of Trading products ( Net)	<b>167.81</b>	<b>794.20</b>

**2.22 Sale of services**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Income from Job work charges	23.46	0.35
Commission on sales	151.16	124.68
Early payment incentive	68.20	19.86
	<b>242.82</b>	<b>144.89</b>

**2.23 Other operating revenues**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Sale of scrap ( net)	75.38	150.47
Focus product Scheme	64.98	107.99
Interest Income (IOCL operations)	126.40	125.53
	<b>266.76</b>	<b>383.99</b>



**2.24 Other income**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Interest Income ( bank FD+others)	14.10	17.84
Exchange gain (net)	38.91	91.83
Profit on sale of fixed assets	-	2.58
Insurance claim	-	21.53
Miscellaneous Income / Other Income	33.58	136.46
	<b>86.59</b>	<b>270.24</b>

**2.25 Cost of material consumed**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Raw materials and packing materials consumed		
Opening stock	210.21	308.53
Add: Purchases	4,752.61	5,039.81
Less: Closing stock	183.35	210.21
	<b>4,779.47</b>	<b>5,138.13</b>

**2.26 Purchases of stock in trade**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Purchase of traded goods	156.05	716.67
Merchant Purchase ( exports)	-	72.01
	<b>156.05</b>	<b>788.68</b>

**2.27 Change in inventory of finished goods, work-in-progress and stock in trade**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
<b>Opening stock</b>		
Finished goods	257.11	75.51
Work-in-progress	1,621.81	1,225.07
Goods in transit	47.64	181.45
Scrap	1.08	3.10
Less: Closing stock		
Finished goods	200.81	257.11
Work-in-progress	2,024.59	1,621.81
Goods in transit	133.36	47.64
Scrap	0.36	1.08
	<b>(431.48)</b>	<b>(442.51)</b>

**2.28 Employee benefits expense**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Salaries, wages	507.50	533.00
Bonus and Exgratia	33.18	30.72
Contribution to provident fund / ESIC	84.66	45.14
Contribution to Gratuity fund.	17.85	22.86
Workmen and staff welfare expenses	123.16	137.30
Directors remuneration	49.53	55.96
	<b>815.88</b>	<b>824.98</b>

**Details of Directors Remuneration**

*Profit and Loss statement includes payment / Provision on account of remuneration to managerial personnel given as under*

(Rs. in Lakhs)

Details of Directors' Remuneration	2015-16	2014-15
Salary and Allowances	44.04	50.58
Perquisites	0.99	0.88
<i>contribution to Superannuation Fund</i>	4.50	4.50
	<b>49.53</b>	<b>55.96</b>

The computation of profit under section 197 of Companies Act, 2013 is not considered necessary as the managerial remuneration that is paid minimum remuneration based on the effective capital of the company as prescribed under Schedule V of the said Act.

**2.29 Finance Cost**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Medium Term Loan	6.08	20.99
Cash Credit	287.19	268.32
Buyers credit	-	0.78
Packing Credit	46.10	110.06
Bills Discounting (FUBD)	178.63	57.13
Others ( banks)		89.18
Interest paid on Hire Purchase	0.09	0.60
Public deposits	2.94	7.11
Others ( Other + interest on unsecured loan)	83.71	109.88
	<b>604.74</b>	<b>664.05</b>



**2.30 Other expense**

(Rs. in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2016	As at 31 <sup>st</sup> March 2015
Consumption of stores, loose tools and spare parts	88.20	140.50
Power and fuel	380.90	421.45
Rent	66.84	90.29
Repairs and maintenance:		
- buildings	1.03	5.69
- plant and machinery	7.82	22.39
- others	22.06	22.48
Rates and taxes, excluding, taxes on income	6.91	20.94
Watch & Ward	19.48	31.27
Insurance	22.53	14.96
Job work charges paid	1,293.15	981.34
Traveling and conveyance (Domestic)	41.22	41.69
Traveling and conveyance (Foreign)	6.86	28.35
Communication	34.71	34.11
Legal and professional fees	44.24	49.82
Auditor's remuneration	4.43	3.29
Internal Audit fees/others	2.25	1.80
Freight and clearing outward	261.02	208.79
ECGC premium paid	30.60	22.51
Sales promotion	7.72	6.18
Certification fees	0.22	0.15
Sales commission	62.44	72.89
Bank charges	83.79	101.61
Testing charges	1.98	4.31
Loss on sale of fixed assets (net)	10.24	40.45
Bad debts written off	4.97	22.07
Training and seminar expenses	0.52	0.03
Books and periodicals	0.35	0.34
Advertisements	0.91	0.74
Management meeting expenses	0.23	0.46
Printing and stationery	11.59	9.94
Office Electricity	2.78	2.27
Membership and subscriptions	3.08	3.03
Sitting Fees	5.70	4.72
Office Maintenance	7.01	6.51
Excise duty on finished goods at stock valued	(6.25)	20.26
Listing & Filing fees	2.70	1.66
Donations	0.06	0.10
Miscellaneous expenses	0.20	0.20
	<b>2,534.49</b>	<b>2,439.59</b>

**3. Earnings per share**

The basic and diluted earnings per share are computed by dividing the net profit attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year. The Company did not have any potentially dilutive equity shares outstanding during the year.

**4. Depreciation**

During the year, the Company has reassessed the depreciation for every asset based on their useful life as prescribed under part C of schedule II of the Companies Act, 2013.

**5. Investments**

Long term Investments are valued at cost less provision for diminution in value other than temporary, if any.

**6. Employee Benefits**

i. Short Term - Short term employee benefits are recognized as an expense as per the Company's Scheme based on expected obligations.

ii. Post Retirement

Post retirement benefits comprise of provident fund, superannuation and gratuity which are accounted for as follows:

a) Provident fund

This is a defined contribution plan. Contributions in respect of staff and workers are remitted to provident fund authorities in accordance with the relevant statute and are charged to profit and loss statement as and when due. The Company has no further obligations for future provident fund benefits in respect of these employees other than its annual contributions.

b) Superannuation

This is a defined contribution plan. The Company makes contribution as per the scheme to superannuation Fund administered by Life Insurance Corporation of India. The Company has no further obligation of future superannuation benefits other than its annual contributions and recognizes such contributions as expense as and when due.

c) Gratuity

This is a defined benefit plan. Provision for gratuity is made based on actuarial valuation using projected unit credit method. Actuarial gains and losses, comprising of experience adjustments and the effects of changes in actuarial assumptions, are recognized immediately in the profit and loss statement as income or expense.

**7. Deferred Tax Liability**

Deferred Tax resulting from timing difference between book and Tax profit is accounted for under liability method, at the current rate of tax, to the extent, the timing differences are expected to crystallize. The deferred tax charge or credit is recognized using prevailing enacted or substantively enacted tax rate. Where there is unabsorbed depreciation or carried forward losses, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Deferred tax liabilities/assets are reviewed at each balance sheet date based on the law in force and shown net of assets/liabilities in the books.

**8. Leases:**

Leases are classified as finance or operating leases depending upon the terms of the lease agreements. Assets held under finance leases are recognized as assets of the Company on the date of acquisition and depreciated over their estimated useful life or period of lease. Initial direct costs under the financial lease are included as a part of the amount recognized as asset under the finance lease.

Rentals payable under operating leases are treated as revenue expenses as and when incurred with reference to terms of agreement.

**Operating leases**

The company is obligated under cancelable operating leases for Jumbo Bag Ltd, Athipedu factory rent which is renewable at the options of both the lessor and the lessee. The expense under the contracted lease amounts to Rs.36.00/-lakhs (previous year Rs.36.00/-lakhs) is recognized in the statement of profit & loss.

**9. Custom duty**

Custom duty is accounted as and when paid and on actual.



**10. Borrowing Costs**

As per the Accounting Standard 16 (AS 16), borrowing costs that are directly attributable to the cost of acquisition, construction, production of a qualifying asset are capitalized as a part of cost of such asset till the asset is installed/ put to use. Cost that are not directly attributable to the qualifying the asset are determined by applying a weighted average rate and are capitalized as a part of the cost of asset of such qualifying asset till the time asset is ready to use/installed.

**11. Dues to Micro, Small and Medium Enterprises:**

The management has written to vendors requesting them to inform whether they would fall under the preview of Micro, Small and Medium Enterprises Act, 2001. Based on disclosure received, amount payable to such enterprises as at 31st March 2016 is Nil. The above information has been determined to the extent such parties have been identified on the basis of information available with the Company which has been relied upon by the auditors.

**12. Status on Fire accident claim:**

The Company had faced a major Fire accident in November 2013 at its Athipedu Unit, post which the company had approached insurance companies towards recovery of the claim amount of both fixed assets and stock.

**Fixed Assets claim:**

The total value of the claim for fixed assets is Rs. 374 lakhs. We had initially received a sum of Rs. 70 lakhs as an interim advance during the financial year 2014-15. The surveyor has submitted the report in January, 2016 and a final settlement of the claim of Rs. 102 lakhs was paid by the insurance company during April, 2016. However, the company had approached the insurance company for reconsideration of the claim report as there were apparent discrepancies found in the said report. The Insurance company has directed the surveyor to re-examine the discrepancies and submit a revised report.

**Stock claim:**

With regard to the stock claim of Rs.897 lakhs, the company has made representation to the Grievance committee of the Insurance Company requesting for reconsideration and settlement of claim. While the company does have legal options, it is the considered opinion to have the claim settled by mutual discussions with the insurance company and presenting the case to the grievance committee. We are awaiting a hearing to present the case before the committee. The company is confident that the claims are fair and genuine and should be considered appropriately by the insurance company.

The company is confident therefore that when both the claims reach logical conclusion, we would be able to receive a fair settlement of the claim amount. This has been dealt appropriately in the books of accounts.

**13. Earnings per share**

<b>EARNINGS PER SHARE</b>	<b>2015-2016</b>	<b>2014-15</b>
Profit available for equity share holder (Rs. in lakhs)	(66.81)	(134.72)
Number of Equity shares (Basic and diluted)	83,73,700	83,73,700
Earnings per Share (in Rs.)	(0.80)	(1.61)
Cash Earnings per Share (in Rs.)	1.22	0.43

**14. Unhedged foreign Currency Exposure**

<b>Particulars</b>	<b>Currency</b>	<b>Foreign Currency</b>	<b>31st March 2016</b>	<b>31st March 2015</b>
Unhedged Foreign currency (Export/ Import)	US \$	US\$ 2,95,268	INR 195.86 lakhs	US\$7,73,990 INR 484.45 lakhs

**15. Particulars of demands by Income Tax, Sales Tax, Excise in Dispute and their status is as under:-**

**1. EXCISE DUTY/ SERVICE TAX:**

	<b>Description</b>	<b>Demand (including penalty) Rs. in Lakhs</b>	<b>Amount not provided</b>	<b>Present status</b>
1.1	Whether Value of Deemed Export shall be considered for Arriving At DTA Sale Eligibility(Difference Of Duty For Disallowed Deemed Export Portion	12.69	12.69	Appeal pending with Supreme Court
1.2	Advance release order (ARO)-non-payment of CVD.	26.55	26.55	Case remanded in Tribunal
1.3	Third Party Export On Payment Of Duty Refund Sanctioned & Duty Demanded	2.77	2.77	Appeal filed in the High Court at Chennai on 6/7/2011
1.4	Cenvat Credit Of Service Tax Of Fumigation services-Unit-1	0.18	0.18	Appeal filed with Cesat based on previous Order passed by CESAT in our favour
1.5	Cenvat Credit Of Service Tax Of Fumigation services-Unit-1	0.06	0.06	Appeal filed with Cesat based on previous Order passed by CESAT in our favour
1.6	Rebate Claim Original Docs Missed-Unit-2	3.55	3.55	Case closed & Order passed in our favor , but Dept has filed review petition before The Secretary, Government Of India
1.7	Cenvat Credit of Service Tax Of Fumigation services-Unit-2	0.12	0.12	Appeal filed with Cesat based on previous Order passed by CESAT in our favour
1.8	Cenvat Credit of Service Tax of Fumigation services-Unit-1	0.11	0.11	Case is closed with the Order passed in our favour.
	<b>TOTAL</b>	<b>46.03</b>	<b>46.03</b>	

**2. INCOME TAX:**

<b>SI No.</b>	<b>Description</b>	<b>AY</b>	<b>Demand (including Penalty Rs. in lakhs)</b>	<b>Present Status</b>
2.1	Notice u/s 148 Scrutiny /C C IV (2)/11-12 dt. 01.08.2011	2005-2006	39.85	Appeal made with CIT
2.2	Notice u/s 148 Scrutiny /C C IV (2)/11-12 dt. 01.08.2011	2006-2007	16.24	Appeal made with CIT
2.3	Notice u/s 143/(3) dt 14.03.14 - AY 2011-12	2011-2012	53.38	Appeal made with CIT
	<b>TOTAL</b>		<b>109.47</b>	





**DISCLOSURE UNDER AS-15**

**16. Defined Contribution Plans:-**

- (a) Contribution to Provident Fund /ESI : Rs. 84.66 lakhs
- (b) Contribution to Superannuation Fund : Rs.6.80 lakhs

**Defined Benefit Plans:-**

**Gratuity: -**

The Gratuity liability is covered by a Master Policy taken out with LIC of India under the Cash Accumulation scheme. The company during the year has done actuarial valuation as on 31.03.2016 and the estimated liability amounted to Rs.17.85 Lakhs which is debited to Statement of Profit & Loss.

**Retirement Benefits:**

Disclosure as required by Accounting Standard (AS)-15 (Revised 2005) "Employee Benefits" issued by the Institute of Chartered Accountants of India are given below:

a) The amounts recognized in the statement of Profit and Loss are as follows:

SI No.	Particulars	2015-16 (Rs. In lakhs)	2014-15 (Rs. In lakhs)
(i)	Present value of obligation at the beginning of the year	80.54	73.39
	Interest Cost	6.44	5.87
	Current Service Cost	5.36	5.18
	Benefits paid	(8.27)	(19.40)
	Actuarial (gain) / loss on obligation	8.75	15.51
	Present Value of obligation at the end of the year	92.82	80.54
(ii)	Fair value of plan assets at the beginning of the year	35.65	44.10
	Expected return on plan assets	2.70	3.70
	Contribution	2.50	7.26
	Benefits paid	(8.27)	(19.40)
	Actuarial gain / (loss) on plan assets	NIL	NIL
	Fair value of plan assets at the end of the year	32.58	35.65
(iii)	Amounts recognized in the balance sheet		
	Present Value of obligation as at the end of the year	35.65	44.10
	Fair Value of plan at the end of the year	32.58	35.65
	Funded status of the plan – (asset) / liability	(60.24)	(44.89)
	Net Assets / (liability) recognized in Balance Sheet	(60.24)	(44.89)
(iv)	Amounts recognized in the statement of Profit and Loss		
	Current Service Cost	5.36	5.18
	Interest Cost	6.44	5.87
	Expected return on plan assets	(2.71)	(3.70)
	Net Actuarial (gain)/loss recognized in the year	8.75	15.51
	Expenses recognized in the statement of profit and loss	17.85	22.86
	Principal actuarial assumptions		
Discount Rate	8%	8%	
Salary Escalation	5%	5%	
Expected Return on plan assets	8%	8%	

The estimates of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

**17. Segmental Reporting**

Information given in accordance with the requirement of Accounting Standard 17, on Segment Reporting. Company's business segments are as under:

**Manufacturing:**

Manufacture of Flexible intermediate bulk container packaging material used for industrial purposes.

**Trading:**

Trading of Polymers.

**Segment Accounting Policies:**

- a. Segment accounting disclosures are in line with accounting policies of the Company.
- b. Segment Revenue includes Sales and other income directly identifiable with / allocable to the segment.
- c. Expenses that are directly identifiable with allocable to segments are considered for determining the Segment Result.
- d. Major portion of segment liabilities and Assets relates to manufacturing segment
- e. The company has no Secondary Reportable Segment.
- f. Regrouping done wherever necessary.

**Segment-wise Reporting as per the format under clause 41 of the Listing agreement**

Rs. in lakhs

Particulars	Year to Date figures for current period ended 31.03.2016	Year to Date figures for previous period ended 31.03.2015
<b>1. Segment Revenue</b>		
(Net Sales / Income from each segment should be disclosed under this head)		
(a) Segment A - Manufacturing Business	8001.17	8571.33
(b) Segment B - Trading Business	528.44	1064.27
(c) Unallocated	-	-
Total	8529.61	9635.60
Less: Inter Segment Revenue		
<b>Net Sales / Income from Operations</b>	<b>8529.61</b>	<b>9635.60</b>
<b>2. Segment Results - Profit (+) / Loss (-) before tax and interest from each segment</b>		
(a) Segment A - Manufacturing Business	208.74	287.45
(b) Segment B - Trading business	297.74	228.44
(c) Unallocated		
Total	506.48	515.89
Less: (i) Interest	604.74	664.05
(ii) Other Un-allocable Expenditures Net off		
(iii) Unallocable Income		
<b>Total Profit before tax</b>	<b>(98.26)</b>	<b>(148.16)</b>



Particulars	Year to Date figures for current period ended 31.03.2016	Year to Date figures for previous period ended 31.03.2015
<b>3. Capital Employed</b>		
(a) Segment A	2609.00	1381.69
(b) Segment B	-	-
(c) Unallocated	-	-
<b>Total</b>	<b>2609.00</b>	<b>1381.69</b>

**Disclosures under Accounting Standard - 18:**

**18. RELATED PARTIES with whom transactions have taken place during the year**

(Rs. in lakhs)

SI No	Name of the Party	Nature of Relationship	Nature of Transaction	Transactions during the Year		Closing Balance as on Cr / (Dr)	
				2015-16	2014-15	31.3.2016	31.3.2015
1	Stanpacks (India) Limited	Associate Company	Job Work Charges Paid	191.88	88.08		
			Purchase of goods	-	4.51	1.31	(44.33)
			Sale of Goods	16.97	1.32		
			Interest received	29.51	0.30		
			Rent Received	0.72	-		
2	JBL Saks (P) Ltd	Associate Company	Sale of Goods	5.10	3.56		
			Job Work Charges recvd.	20.07	-		
			Interest received	-	0.60	-	-
			Purchase of Goods	5.88	14.99		
			Job work charges paid	5.01	-		
3	Jumbo Bag LLC	Associate Company	Sale	1293.95	754.65	(364.58)	(161.41)
4	G. Sudhakar	Key Management Personnel	Retainer Fees	-	-		
			Rent	2.16	2.06		
5	G P N Gupta	Key Management Personnel	Remuneration	23.65	23.47		
6	G S Anil kumar	Key Management Personnel	Salary	14.85	17.25		

SI No	Name of the Party	Nature of Relationship	Nature of Transaction	Transactions during the Year		Closing Balance as on Cr / (Dr)	
				2015-16	2014-15	31.3.2016	31.3.2015
7	G P Ramraj	Key Management Personnel	Salary	15.20	17.67		
8	G. Sangeetha	Relative of Key Management Personnel	Rent	4.31	4.10		
9	G.R. Latha Rani	Relative of Key Management Personnel	Rent	7.62	7.31		
10	Balaji Trading Enterprises Pvt Ltd	Associate Company	Loan Received	36.93	16.04	190.86	210.10
			Interest paid				
			Loan Received/ Interest paid	-	-		
			Purchase	-	-	(625.26)	(779.33)
			Interest received	80.82	65.51		
11	Dinesh polyfab Pvt. Ltd.	Associate Company	Interest received	-	0.32		
12	G.F.IMPEX	Associate Company	Interest received	0.30	0.46	16.35	(1.20)
			<b>Total</b>	<b>1754.93</b>	<b>1022.20</b>		

**19. Contingent Liabilities**

Contingent Liabilities not provided for	As at 31st March, 2016 (Rs. in Lakhs)	As at 31st March, 2015 (Rs. in Lakhs)
a. In respect of guarantees given by the Company	617.92	629.71
b. Letter of credit for purchase of raw-materials	895.88	695.36
c. Claims not acknowledged as debts	Nil	Nil
d. Estimated amount of contracts remaining to be executed on Capital accounts, not provided for	Nil	Nil
e. Disputed amount of Central Excise	49.27	53.45
f. Disputed amount on Income Tax	109.47	159.27
g. Disputed TDS	8.36	11.23

No provision has been made in the accounts in respect of disputed amount of sales tax as the company has contested the case and is hopeful of getting the verdict in its favor. Certain claims/show cause notices disputed have neither been considered as contingent liability nor acknowledged as claim, based on the opinion obtained, since the possibility of loss is remote.



**20. Expenditure in Foreign Exchange**

(Rs. in lakhs)

<b>Expenditures in Foreign Currency</b>	<b>2015-16</b>	<b>2014-15</b>
i) CIF value of Imports	381.89	667.49
ii) Travel	6.86	26.13
iii) Commission (paid for previous years liability)	18.50	47.45
iv) Others (Testing Charges)	1.27	2.26

**21. Foreign Exchange Earnings**

(Rs. in lakhs)

<b>Earnings in Foreign Currency</b>	<b>2015-16</b>	<b>2014-15</b>
i) FOB Value of Exports	4428.43	5247.74

22. Balances of sundry debtors, creditors, advances & deposits received/paid are as per the books of accounts. Letters have been sent seeking confirmation of balances and replies from most of the cases are awaited. Adjustments, if any, will be made in the books of accounts on receipt of such confirmations.

**23. Capacity and Production during the year 2015 – 2016:**

<b>Capacity &amp; Production</b>	<b>2015-16</b>	<b>2014-15</b>
Class of Goods : Intermediate Flexible Containers, Fabric, Components of Jumbo Bags, Liner & Small Bags		
Licensed Capacity (in MT)	8870.00	8870.00
Installed Capacity (in MT)	6000.00	6000.00
Actual Production (in MT)	5694.61	5133.95

The Installed capacity is technically evaluated as certified by the management and accepted by auditors (per year on a continuous shift basis)

<b>Description</b>	<b>2015-16</b>		<b>2014-15</b>	
	<b>Quantity in MT</b>	<b>Amount (Rs. in Lakhs)</b>	<b>Quantity in MT</b>	<b>Amount (Rs. in Lakhs)</b>
a. Poly Propylene Granules	3804.62	2627.72	3775.00	3372.63
b. Others	1958.58	2266.32	1980.39	2343.83
<b>Total</b>	<b>5763.20</b>	<b>4894.04</b>	<b>5755.39</b>	<b>5716.46</b>
<b>ii) Consumption of Imported &amp; Indigenous Raw Material, Stores and Spares Parts and the percentage of each to the Consumption:-</b>				
<b>a. Raw Material</b>				
Import	15.59%	755.43	12.51%	642.99
Indigenous	84.41%	4090.73	87.49%	4495.14
<b>Total</b>	<b>100.00%</b>	<b>4846.15</b>	<b>100.00%</b>	<b>5138.13</b>
<b>b. Stores and Spares</b>				
Import	36.17%	31.90	10.08%	14.16
Indigenous	63.83%	56.29	89.92%	126.33
<b>Total</b>	<b>100.00%</b>	<b>88.19</b>	<b>100.00%</b>	<b>140.49</b>

	2015-16		2014-15	
	Qty in MTS	Value (Rs. in Lakhs)	Qty in MTS	Value (Rs. in Lakhs)
P. P. Bags , Fabric , Components of Jumbo Bags & Small Bags	4666.32	7765.63	4237.42	8034.68
	<b>Closing Stock as on 31.03.2016</b>		<b>Closing Stock as on 31.03.2015</b>	
	Qty in MTS	Value (Rs. in Lakhs)	Qty in MTS	Value (Rs. in Lakhs)
Finished Goods (Inclusive of Excise Duty)	97.85	200.81	121.64	257.11

The relevant information regarding Turnover, Production, Opening Stock and Closing Stock are given only in aggregate and no detailed breakup thereof is given as the items are too numerous to be conveniently grouped.

## 24 PREVIOUS YEAR FIGURES

Previous year's figures have been regrouped/ recast wherever necessary to confirm to this year's classification.

As per our report attached

For and on behalf of the Board

for **M.Srinivasan & associates**  
Chartered Accountants  
Firm's registration no. 004050S

**M. Srinivasan**  
Partner - Membership No.022959

**G.S. ANIL KUMAR**  
Managing Director

**G.P.RAMRAJ**  
Chief Financial Officer

Place: Chennai  
Date: 30.05.2016

**R.KAVITHA**  
Company Secretary

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## Jumbo Bag Ltd

CIN: L36991TN1990PLC019944

Regd Office: "S.K.Enclave" New No. 4 (Old No. 47),  
Nowroji Road, Chetpet, Chennai - 600031

### **ATTENDANCE SLIP**

Name of the Member .....

Name of Proxy if attending on behalf of the member .....

I certify that I am a Registered Shareholder / proxy for the Registered Shareholder of the Company. I hereby record my presence at the 26th Annual General Meeting of the Company held at Narada Gana Sabha Trust Mini Hall, No.314, T.T.K. Road, Chennai - 600018 at 10.30 A.M. on Friday, the 23rd September, 2016.

Ledger Folio No.	
DP Id No. *	
Client Id No. *	
No. of shares held	
Mr. / Mrs. / Miss	

\* Applicable for members holding shares in dematerialized form

.....

Member's/ Proxy's name  
(IN BLOCK LETTERS)

.....

Member's / Proxy's Signature

**Note:** Please fill in this attendance slip and hand it over at the Entrance of the Meeting Hall.

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# Jumbo Bag Ltd

CIN: L36991TN1990PLC019944

Regd Office: "S.K.Enclave" New No. 4 (Old No. 47),  
Nowroji Road, Chetpet, Chennai - 600031

## PROXY FORM

(Form No: MGT-11)

(Pursuant to section 105(6) of the Companies Act, 2013 and  
Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

<b>Registered Address:</b>	
<b>E-mail ID:</b>	
<b>Folio/DP ID - Client ID:</b>	

I/We being the member(s), holding \_\_\_\_\_ shares of the above named Company hereby appoint:

**(1) Name:** \_\_\_\_\_

**Address:** \_\_\_\_\_

**E-mail ID:** \_\_\_\_\_

**Signature:** \_\_\_\_\_, or failing him;

**(2) Name:** \_\_\_\_\_

**Address:** \_\_\_\_\_

**E-mail ID:** \_\_\_\_\_

**Signature:** \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the Company, to be held on Friday, the 23rd September 2016 at 10:30 a.m. at Narada Gana Sabha Trust Mini Hall, No.314, T.T.K. Road, Chennai - 600018 and at any adjournment thereof, in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Optional*		
		For	Against	Abstain
<b>Ordinary Business:</b>				
1	Adoption of Annual Accounts for the year ended 31st March 2016			
2	Reappointment of Sri. G Radhakrishna as Director of the Company			
3	Ratification of Appointment of M/s. M. Srinivasan & associates, Chartered Accountants as Auditor of the Company			
<b>Special Business:</b>				
4	Special Resolution for Appointment of Sri. G P N Gupta as Whole-time Director			
5	Special Resolution for Appointment of Sri. G S Anil Kumar as Managing Director			
6	Special Resolution for Appointment of Sri. G P Ramraj as Chief Financial Officer			

### Note:

- \*It is optional to put an 'X' in the appropriate column against the Resolutions indicated in the Box.

If you leave the 'For' or 'Against' or Abstain column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

2. Notwithstanding the above, the Proxies can vote on such other items which may be tabled at the meeting by the members present.

**Signed this \_\_\_\_ day of \_\_\_\_\_ 2016**

\_\_\_\_\_  
**Signature of Proxy holder**

\_\_\_\_\_  
**Signature of Proxy holder**

Affix Re.1/-  
Revenue  
Stamp

**Note:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company-, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 26th Annual General Meeting.
4. Please complete all details including details of member(s) in above box before submission.  
Affix Rs.1/- Revenue Stamp