

**10<sup>TH</sup> ANNUAL REPORT**

**2015-16**

# **P**aramount **P**rintpackaging

 Value  
Research  
**L**imited

**COMPANY INFORMATION****BOARD OF DIRECTORS AND MANAGEMENT TEAM**

Mr. Divyesh Sukhadia	- Chairman & Managing Director
Mr. Dharmesh Sukhadia	- Whole Time Director
Mr. Rohit Parmananddas Doshi	- Independent Director
Mr. Hemang Engineer	- Independent Director
Mr. Vipul Sukhadia	- Chief Executive Officer
Mr. Vanraj Sukhadia	- Chief Financial Officer

**AUDITORS:****Laxmikant Kabra & Co.****Chartered Accountants**

1, Matru Chhaya, M. Karve Road,  
Opp. Dr. Bedekar Hospital, Naupada  
Thane(West)-400602  
Email: [ikk@laxmikantkabra.com](mailto:ikk@laxmikantkabra.com)  
Contact: +91 22 2539 0009

**REGISTERED OFFICE:****Paramount Printpackaging Limited**

**CIN :** L22200MH2006160735  
A-309, MIDC, TTC Industrial Area,  
Mahape, Navi Mumbai 400701  
Tel : +91 22 41627777  
Fax: +91 22 27782743  
Email: [paraprintpack@gmail.com](mailto:paraprintpack@gmail.com)  
Website: [www.pppltd.in](http://www.pppltd.in)

**BANKERS:****State Bank of India**

Commercial Branch, Vile Parle (E)  
Shyamkamal Trade Centre, Agarwal Market,  
Vile Parle (East), Mumbai – 400 057  
Tel: +91 22 26194010  
Fax: +91 22 26194008  
Email: [sbicbvpe@vsnl.net](mailto:sbicbvpe@vsnl.net)

**The Shamrao Vithal Co-operative Bank Limited**

S.V.C Tower, Jawaharlal Nehru Road,  
Vakola, Santacruz (East),  
Mumbai – 400 055  
Tel: +91 22 6699 9707  
Fax: +91 22 6699 9700  
Email: [naikgg@svcbank.com](mailto:naikgg@svcbank.com)

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## NOTICE

**NOTICE** is hereby given that the Tenth Annual General Meeting of the members of **Paramount Printpackaging Limited** will be held on Thursday **September 29, 2016** at Nishiganda Society, Opp. Dr. Bedekar Hospital, M. Karve Road, Naupada, Thane – west 400 602, Maharashtra at 9:30 A.M to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited Balance Sheet as at March 31, 2016, Profit & Loss Account for the year ended on that date and reports of Directors and Auditors thereon;
2. To appoint a director in place of Mr. Dharmesh Sukhadia (DIN: 02452153), who retires by rotation and is eligible for re-appointment.
3. Appointment of M/s. Laxmikant Kabra & Co., (Firm registration no. 117183W) Chartered Accountants as the Statutory Auditors of the Company for the Financial Year 2016-17.

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

“**RESOLVED THAT** pursuant to provisions of section 139 of Companies Act, 2013 and rules made thereunder, as amended from time to time M/s. Laxmikant Kabra & Co., (Firm registration no. 117183W) Chartered Accountants, who have given their consent to be appointed as the Statutory Auditors of the Company, be and are hereby appointed as the Statutory Auditors of the Company to hold such office from the conclusion of this to the conclusion of the next Annual General Meeting on such remuneration may be determined by the Board of Directors in consultation with the Auditors.”

### **Notes:**

1. **Any member of the company entitled to attend and vote at the meeting of the company is entitled to appoint another person as proxy/ proxies to attend and vote at the meeting (on the calling of a poll only) instead of himself/herself, and that a proxy need not be a member of the company.**

A person can act as proxy on behalf of not more than fifty (50) members, and holding in the aggregate not more than 10 (ten) % of the total share capital of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 (forty eight) hours before the commencement of the Meeting. Proxies submitted on behalf of the companies, etc., must be supported by an appropriate resolution/ authority, as applicable.

2. The Register of Members and Share Transfer Books of the Company will remain closed from September 23, 2016 to September 29, 2016 (both days inclusive).
3. Members are requested to sign at the place provided for the attendance slip annexed to the Proxy Form and hand over the slip at the entrance to the place of the meeting.
4. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID numbers for easier identification of attendance at the meeting.
5. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are therefore requested to bring their copies of the Annual Report to the meeting.
6. Corporate Members are requested to send a duly certified copy of the board resolution authorizing their representatives to attend and vote at the Annual General Meeting.

In compliance with provision of Section 108 of the companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, the Company is pleased to provide members, the facility to cast their vote electronically, through the e-voting services provided by Central Depository Services (India) Limited (CDSL), on all resolutions set forth in this Notice. The e-voting facility is available at the link <https://www.evotingindia.co.in>

7. The Company is pleased to offer e-Voting facility for its Members to enable them to cast their votes electronically. The procedure and instructions for the same are as follows:

**Instructions for members for voting electronically are as under:-**

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

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on “Shareholders” tab.
- (iii) Now, select the “Paramount Printpackaging Limited” from the drop down menu and click on “SUBMIT”
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) If you are a first time user follow the steps given below:

**For Members holding shares in Demat Form and Physical Form**

PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</p> <p>In case the sequence number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p>
DOB	<p>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.</p> <p>Dividend Enter the Dividend Bank Details as recorded in your demat account or in the company records for the</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <p>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field</p>

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this notice.
- (xi) Click on the EVSN of Paramount Printpackaging Limited

- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and 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.
  - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to 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.

**8. In case of members receiving the physical copy:**

- A. Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
  - B. The e-voting period begins on September 26, 2016 (9:00 am) and ends on September 28, 2016 (5:00 pm). During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on September 22, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
9. 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)
  10. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on September 22, 2016.
  11. Mr. Shivam Sharma, Company Secretary (Membership No.:-ACS No.A35727) of Shivam Sharma & Associates., Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
  12. The Scrutinizer shall within a period not exceeding three(3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
  13. The Results shall be declared on or after the AGM of the Company. The Results declared alongwith the Scrutinizer’s Report shall be placed on the Company’s website: [www.pppltd.in](http://www.pppltd.in), within two(2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE & NSE.
  14. All documents referred to in the accompanying notice and explanatory statement are open for inspection at the registered office of the Company on all working days between 10.30 a.m. and 1.00 p.m. except Fridays and Sundays, up to the date of the AGM.
  15. The members are requested to note:
    - i. **Change of Address/ Bank Details:** Members holding shares in physical form are requested to inform M/s. Sharepro Services (I) Private Limited (Company’s Registrar & Transfer Agent) or the company till the time of an official intimation as regards to change of the Registrar & Transfer agent, immediately of any change in their address and bank details. Members holding shares in dematerialized form are requested to intimate all changes with respect to their address, bank details,

mandate etc. to their respective Depository Participants. These changes will then be automatically reflected in the Company's records. This will help the Company to provide efficient and better service to the members.

- ii. Section 72 of the Companies Act, 2013, provides for Nomination by the Shareholders of the Company in the prescribed Form No. SH-13 for shares held in physical form. Blank forms will be supplied by M/s. Sharepro Services (I) Private Limited on request. Members holding shares in dematerialized form may contact their respective Depository Participants for recording of nomination.
- iii. Members seeking any information with regards to the Accounts are requested to write to the Company at an early date, as to enable the Management to keep the information ready at the meeting.
- iv. Members attending the Annual General Meeting are requested to bring with them the followings (as applicable):
  - a) Members holding shares in dematerialized form, their DP & Client ID Numbers.
  - b) Members holding shares in physical form their folio numbers.
  - c) Copy of the Annual Report & Notice.
  - d) The Attendance slip duly completed as per the specimen signature lodged with the Company.
  - e) Member Companies/Institutions are requested to send a copy of the resolution of their Board/Governing Body, authorizing their representative to attend and vote at the Annual General Meeting.

**For and on behalf of the Board of Directors**

**Sd/-**

**Divyesh Sukhadia**

**Chairman & Managing Director**

Place: Navi Mumbai

Date: 06<sup>th</sup> September, 2016



## DIRECTORS' REPORT

**TO THE MEMBERS,**

Your Directors have pleasure in presenting the Tenth Annual Report on the business and operations of the Company together with the Audited Statement of Accounts for the year ended March 31, 2016.

**Financial Results:**

(Amount in ₹)

Particulars	Year Ended 31-03-2016	Year Ended 31-03-2015
<b>Loss for the year before Interest, Depreciation and Taxes</b>	<b>(6,818,090)</b>	<b>(11,852,434)</b>
Less: Finance Cost	897,451	362,170
Depreciation	-	17,264,325
Exceptional Items	-	-
<b>Loss before tax</b>	<b>(7,715,541)</b>	<b>(29,478,929)</b>
Less: Provision for taxation	-	(12,59,330)
<b>Loss after Tax</b>	<b>(7,715,541)</b>	<b>(28,219,599)</b>
Accumulated Losses Brought forward from earlier years	(727,281,645)	(655,211,424)
<b>Balance carried forward to Balance Sheet</b>	<b>(734,997,187)</b>	<b>(727,281,645)</b>

**Income Activities & Operations:**

The turnover of the Company for the year under review has decreased to Nil as compared to the previous year turnover of ₹116.38 lacs. The net loss of the Company before tax for the current year is ₹77.16 lacs as compared to the loss of ₹294.79 lacs in the previous year. The Company has decided not to provide for depreciation for the financial year 2015-16 amounting to ₹229.92 lacs due to closure of factory unit located at Plot No. A-309, TTC Industrial Area, MIDC, Mahape, Navi Mumbai 400 701.

**Dividend:**

Since the Company has incurred loss in the financial year 2015-16 the Board of Directors do not recommend any dividend.

**Transfer to Reserves:**

The Company does not propose to transfer to the General Reserve any amount on account of the loss incurred during the year.

**Public 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.

**Corporate Governance Report:**

In compliance with the provisions of Clause 49 of the Listing Agreement, a separate report on Corporate Governance along with a certificate from the Auditors on its compliance forms an integral part of this Report.

**Listing:**

The Equity Shares of the company are listed on Bombay Stock Exchange (BSE LTD) and National Stock Exchange of India Limited. The company's shares are tradable compulsorily in electronic form and the company has established connectivity with both the depositories, i.e. Central Depository Services (India) Ltd. & National Securities Depository Ltd. Sharepro Services (India) Private Limited has been registered as the Share Transfer Agent and Registrar of the Company. Shareholders are requested to send the matters relating to share transfers and/ or dematerialisation to the Company Registrars. In view of the numerous advantages offered by the depository system, members are requested to avail of the facility of dematerialisation of the company's shares on either of the Depositories as aforesaid. Total listing fees to Stock Exchanges and charges to Depositories not paid during the year amount to ₹7,43,220/- and ₹2,60,201/- respectively.

**Share Capital:**

The paid up equity share capital as on March 31, 2016 was ₹267,000,400/-. During the year under review, your Company did not issue any shares with differential voting rights/ sweat equity.

**Significant or Material Orders Passed By Regulators/Courts:**

During the year under review, there were no significant or material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

**Material Changes and Commitment Affecting Financial Position of the Company**

There are no material changes and commitments, affecting financial position of the Company which have occurred between the end of the financial year of the Company i.e. March 31, 2016, and the date of the Director's Report.

**Corporate Social Responsibility:**

With the enactment of the Companies Act, 2013 and the Companies (Corporate Social Responsibility) Rules, 2014 read with various clarifications issued by the Ministry of Corporate Affairs, every Company having the net worth of ₹500 crores or more or turnover of ₹1000 or more or net profit of ₹5 crores or more during any financial year have to spend at least 2% of the average net profit of the Company made during the three immediately preceding financial years.

Accordingly the provisions of CSR activities under Companies Act 2013 do not apply to your company.

**Related Party Transactions:**

All related party transactions that were entered into during the financial year were on arm's length basis and in the ordinary course of business. All the related party transactions are pre-approved by the Audit Committee. In view of this, disclosure in the form AOC-2 has not been provided as the same is not applicable to the Company.

During the year, the Company has not entered into any contract/arrangement with related parties which could be considered materially significant related party transactions.

The details of the transaction with Related Party are provided in the accompanying financial statements.

**Joint Venture Company/Associates**

The Company has no Joint Venture Company/Associates as on date of this Balance Sheet.

**Subsidiary**

The Company has no subsidiary as on date of this Balance Sheet.

**Consolidation of Accounts**

In accordance with the Notification issued by the Ministry of Corporate Affairs, Government of India to amend the Companies (Accounts) Rules, 2014, vide notification dated 14th October 2014, No. G.S.R. 723(E), in rule 6, after existing provision of the Companies (Accounts) Rules, 2014. As such Consolidation of Accounts is not Applicable for the current financial year.

**Composition of Board**

The board comprised with optimum combination of Executive and Non-Executive Directors. Board has two Independent Directors duly appointed as per the Provisions of the Companies Act, 2013

**Board Meetings**

During the year, Four Board Meeting and Four Audit Committee Meeting were convened and held.

**Extract of Annual Return :**

The details forming part of the Extract of Annual Return is annexed as per **Annexure 'A'**.

**Directors and Senior Management Personnel:**

- In accordance with the requirements of the Companies Act, 2013 and the Articles of Association of the Company Mr. Dharmesh Sukhadia retires by rotation and being eligible, offer himself for re-appointment. As required, the requisite details of Director seeking re-appointment are included in the Annual Report.
- In compliance with the Companies Act 2013, Mr. Hemang Engineer and Mr. Rohit Doshi appointed as Independent Director for the period of five years w.e.f April 01, 2014. The said Directors will not be liable to retire by rotation.



**Directors' Responsibility Statement:**

Pursuant to the requirement under Section 134 (3)(c) of the Companies Act, 2013, with respect to Directors Responsibility Statement, it is hereby confirmed:

- (i) That in the preparation of the accounts for the financial year ended March 31, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) That the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that were fairly reasonable and prudent so as to give a true and fair view of the state of affairs of the Company for the year under review;
- (iii) That the Directors have taken proper and sufficient care 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;
- (iv) That the Directors have prepared the accounts for the financial year ended March 31, 2016 on a 'going concern' basis.
- (v) The Directors have laid down internal financial controls, which are adequate and are operating effectively.
- (vi) The Directors have devised proper system to ensure Compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

**Disclosure Relating to Remuneration of Directors, Key Managerial Personnel and Particulars of Employees:**

The Company has paid remuneration attracting the provision of Companies Section 197 of the Companies Act, 2013, as amended. Hence, the information required in respect of Directors/Employees of the Company is set out in 'Annexure B' to this Report.

**Particulars of Energy Conservation, Technology absorption & Foreign Exchange Earnings and outgo:**

Information as per Section 134 (3) (m) of the Companies Act, 2013, read with the Companies (Disclosure of Particulars in the Report of the Board of Directors)Accounts Rules 2014, and forming part of the Directors' Report for the year ended March 31, 2016 is annexed hereto.

**Auditors**

- M/s. Laxmikant Kabra & Co., Chartered Accountants, retires as Auditors of the Company at the ensuing Annual General Meeting and have given their consent for re-appointment..
- In terms of the provisions of Section 139 of the Companies Act, 2013, the appointment of Auditors of the Company requires approval of the shareholders by way of an ordinary resolution. An appropriate resolution has been included in the Notice of the ensuing Annual General Meeting for approval of the shareholders.
- As per the Companies (Cost Records and Audit) Rules, 2014 on 30th June 2014 Cost Audit is no longer applicable on your Company.

**Secretarial Audit**

Pursuant to the provision of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personal) Rules, 2014, the company has appointed M/s Shivam Sharma and Associates, Company Secretary in Practice to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit is annexed herewith as "Annexure B"

**Auditor's observations**

With regard to the observations made by the auditors the management has already taken steps to strengthen the internal control system, efforts are been made to clear the undisputed statutory dues and the Company has initiated steps for clearance of dues of domestic financial institutions and the bankers. The rest of the observations are self explanatory and no comments are required.

**Corporate Governance:**

A certificate from auditors of the company on compliance of conditions of corporate governance is annexed to this report. The management discussion and analysis report and compliance report on corporate governance as required by clause 49 of the listing agreement forms part of this annual report.

As required under Section 134 (3) (m) of the Companies Act, 2013, read with the Companies (Disclosure of Particulars in the Report of the Board of Directors)Accounts Rules 2014, the particulars relating to conservation of energy, technology, absorption and foreign exchange earnings and outgo are given as under:

**Conservation of Energy**

**a) Energy conservation measures taken:**

The Company has been making optimum use of electrical energy by regular maintenance and overhauling of machines and equipment. Regular watch has been kept to prevent wastage of energy during production.

**b) Additional investments and proposals, if any, being implemented for reduction of energy consumption**

None

**c) Impact of the measures at (a) and (b) for reduction of energy consumption and consequent impact on the cost of production**

The above measures is expected to result in to the savings of consumption of electrical energy.

**d) Total Energy Consumption per unit of production is as below:**

**A. Power and Fuel Consumption**

Electricity	F.Y. 2015-16	F.Y. 2014-15
Purchased	Current Year	Previous Year
Unit (KWH)	N.A.	150745
Total amount	N.A.	1359718
Rate / Unit	N.A.	9.02

**B. Technology Absorption**

The Management of the company is trying to absorb new technology in the manufacturing and other activity.

**C. Foreign Exchange Earnings & Outgo**

The following foreign exchange earnings and outgo were there during the year:

Expenditure in Foreign Exchange: Nil (Previous Year Nil)

Income in Foreign Exchange: Nil (Previous Year Nil)

**Acknowledgement:**

The Directors record their thanks to all the banks for their co-operation. The Directors also acknowledged the cooperation received from all the shareholders, officers and staff of the Company.

**For and on behalf of the Board of Directors**

**Sd/-**

Place: Navi Mumbai

**Divyesh Sukhadia**

Date: 06<sup>th</sup> September, 2016

**Chairman & Managing Director**

**Annexure - A**

**EXTRACT OF ANNUAL RETURN**

As on the financial year ended 31.03.2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**Form No. MGT-9**

**I. REGISTRATION AND OTHER DETAILS:**

i.	<b>CIN</b>	<b>L22200MH2006PLC160735</b>
ii.	<b>Registration Date</b>	24/03/2006
iii.	<b>Name of the Company</b>	Paramount Printpackaging Limited
iv.	<b>Category / Sub-Category of the Company</b>	Company having Share Capital
v.	<b>Address of the Registered office and contact details</b>	A-309, MIDC, TTC Industrial Area, Mahape, Navi Mumbai
vi.	<b>Whether listed company</b>	Yes
vii.	<b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b>	-

**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:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Printing services	22229	100

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

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
	Paramount Nourishment Pvt. Ltd.	U15400MH2005PTC157478	Associate	-	2(6)
	Trim Plastics Ltd.	U25200MH1985PLC036513	Associate	-	2(6)
	M/s S.P. Investment	-	Associate	-	2(6)

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

- i. Category-wise Share Holding
- ii. Shareholding of Promoters
- iii. Change in Promoters' Shareholding ( please specify, if there is no changes)
- iv. Shareholding pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

**In the absence of above information, requisite details are not submitted and Company would provide the same by displaying on its website once the data are available.**

**V. INDEBTEDNESS**

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

(Rs. in lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
<b>i) Principal Amount</b>	1570.34	263.55	-	<b>1833.89</b>
<b>ii) Interest due but not paid</b>	48.63	-	-	<b>48.63</b>
<b>iii) Interest accrued but not</b>	-	-	-	<b>-</b>
<b>Total (i+ii+iii)</b>	<b>1618.97</b>	<b>263.55</b>	<b>-</b>	<b>1882.52</b>
<b>Change in Indebtedness during the financial year</b>				
<b>- Addition</b>	-	8.26	-	<b>8.26</b>
<b>- Reduction</b>	-	(0.53)	-	<b>(0.53)</b>
<b>Net Change</b>	<b>-</b>	<b>7.72</b>	<b>-</b>	<b>7.72</b>
<b>Indebtedness at the end of the financial year</b>				
<b>i) Principal Amount</b>	1570.34	271.27	-	<b>1841.61</b>
<b>ii) Interest due but not paid iii) Interest accrued but not due</b>	48.63	-	-	<b>48.63</b>
<b>Total (i+ii+iii)</b>	<b>1618.97</b>	<b>271.27</b>	<b>-</b>	<b>1890.24</b>

Note: Above information is provided as per the last data available with the company. Since all the accounts have become NPA, the above details are subject to confirmation, adjustment and final settlement if any.

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

A. Remuneration to Managing Director, Whole-Time Director and/or Manager:

The company has not paid any remuneration to Managing Director, Whole-Time Director and/or Manager.

B. Remuneration to Other Director:

The company has not paid any remuneration to Other Director.

C. Remuneration to Key Managerial Personal other than MD/Manager/WTD:

The company has not paid any remuneration to Key Managerial Personal other than MD/Manager/WTD.

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

Since we are not yet in receipt of any notice regarding penalties or punishment due to pending ROC compliance and some of the other compliances, we are unable to determine penalties, if any liable on the Company and Officers in default.

ANNEXURE - B

Form MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
**The Members,**  
**Paramount Printpackaging Limited,**  
**A/309 TTC INDL Estate,**  
**MIDC, Mahape,**  
**Navi Mumbai – 400701.**

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Paramount Printpackaging Limited (hereinafter called “The Company”). Secretarial Audit was conducted in a manner that provided to me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2016 (‘Audit Period’) 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (**Not applicable to the Company during the Audit Period**);
- (v) 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, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (**Not applicable to the Company during the Audit Period**);
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (**Not applicable to the Company during the Audit Period**);
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during the Audit Period**);
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not applicable to the Company during the Audit Period**); and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (**Not applicable to the Company during the Audit Period**)
- (vi) and all other Acts as are generally applicable to the Company.

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

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India w.e.f. 1<sup>st</sup> July, 2015.
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange Ltd (BSE) and National Stock Exchange (NSE).
- (iii) SEBI (LODR) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the observations, that :

**Companies Act:-**

1. *I have found that the following forms with the ROC were not filed during the financial year.*
  - a. *MGT-14 for Board Resolution of Approval of Financial Statement and Board's Report for financial Year 2014-15.*
  - b. *MGT-14 for Board Resolution of Re-appointment of Mr. Divyesh Ashwin Sukhadia (DIN 02430178) as the Managing Director of the Company.*
  - c. *MGT-14 for Board Resolution of appointment of M/s Vikas Chomal and Associates, Company Secretaries, as the Secretarial Auditor of the Company for the financial year 2014-15.*
  - d. *MGT-15 for filing Report on AGM held on 30.09.2015.*
  - e. *MGT-7 for filing annual return by Company for financial year 2014-15.*
  - f. *MGT-14, MR-1 & DIR-12 for Board Resolution of appointment of Mr. Vipul Sukhadia as a Chief Executive Officer and Mr. Vanraj Sukhadia as a Chief Financial Officer of the Company.*
  - g. *MGT-14 for Board Resolution as per Section 184 of the Companies act, 2013.*
2. *I have not found the Minutes Book of General, Board and Committees Meeting.*
3. *I have not found following register as maintained as per Companies Act, 2013:*
  - a. *Register for application and allotment of shares.*
  - b. *Register for transfer of shares.*
  - c. *Register of Director, and Key Managerial Personnel.*
  - d. *Register of Members.*
  - e. *Register of Disclosure of Interest by the Directors.*
  - f. *Register of Investments, Loans, Guarantee and Securities provided by the company.*
4. *I have found that the following information of Company is not disclosed on website of Company as per Provision of Companies Act, 2013:*
  - a. *Corporate Identification Number.*
  - b. *Seven days previous notice of closure of the register of members.*
  - c. *Results declared of e-voting of General Meeting along with the scrutinizer's report.*
  - d. *Policy on materiality of Related Party Transaction and also on dealing with Related Party Transactions.*
  - e. *Familiarization programmes for the Independent Directors.*
  - f. *Vigil Mechanism Policy*
5. *Company has not established vigil mechanism.*
6. *I have not found Declaration of Independent Director as per section 149(7) of the Companies Act, 2013.*
7. *I have not found Disclosure of Interest in Form MBP-1 for financial year 2015-16.*
8. *I have found that the Board's report does not give disclosure of the remuneration policy relating to the remuneration of the directors, key managerial personnel and other employees and the evaluation criteria of independent directors.*
9. *I have not found the detail of risk management policy of the Company.*

**SEBI & Listing Compliances:-**

1. *Company has not paid Annual listing fee.*
2. *Company has filed Shareholding pattern for 3<sup>rd</sup> Quarter to Stock Exchange after delay of 2 days.*

3. *Company has not filed Minutes of Annual General Meeting held on 30.09.2015.*
4. *Company has filed Detail of E-Voting Results & Outcome of Annual General Meeting held on 30.09.2015 after delay of 1 day.*
5. *Half yearly compliances Certificate from PCS under Clause 47C of Listing Agreement for the period ended 31<sup>st</sup> March 2016, has been obtained by the Company but not disseminated to the stock exchange due to Technical Reason.*
6. *Secretarial audit certificate from PCS under clause 55A of SEBI (Depositories and Participants) Regulations, 1996 with respect to the reconciliation of share capital audit of fourth quarter, has been obtained by the Company but not disseminated to the stock exchange due to Technical Reason.*
7. *Shareholding Pattern for fourth quarter according to clause 31 of SEBI (LODR) Regulations, 2015 not disseminated to the stock exchange due to Technical Reason.*
8. *I have not found a record (list) of designated officers and their dependents according to provision of SEBI (Prohibition of Insider Trading) Regulations, 1992.*
9. *I have not found the initial and continual disclosures from the designated persons, directors, officers, promoter or person forming part of promoter group with respect to the total number of shares or voting rights held and change in shareholding or voting rights of shares held by such persons according to provision of SEBI (Prohibition of Insider Trading) Regulations, 1992.*
10. *I have not found the records of disclosures, whether physical or electronic mode according to provision of SEBI (Prohibition of Insider Trading) Regulations, 1992.*
11. *I have not found the Code of corporate disclosures practices according to provision of SEBI (Prohibition of Insider Trading) Regulations, 1992.*
12. *I have not found the procedures for pre-intimation of closure of trading window and opening of trading window on periodic rests framed by Compliance Officer according to provision of SEBI (Prohibition of Insider Trading) Regulations, 1992.*
13. *I have not found the continual disclosures as specified in regulation 30(1) and (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.*

**I further report that** the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes in the composition of the Board of Directors that took place during the period under review.

**I further report that** the Company has not appointed Woman Director as required by Companies Act, 2013 and under Listing Agreement.

**I further report that** the Company has not appointed Company Secretary as per Section 203 of Companies Act, 2013. But the Company has appointed Ms. Archana Sarode of the Company as the Compliance Officer.

**I further report that** Mr. Vipul Sukhadia is a Chief Executive Officer and Mr. Vanraj Sukhadia is a Chief Financial Officer of the Company and the Company is in process of filing relevant Forms with Registrar of Companies. Adequate notice is given to all directors to schedule the Board Meetings and agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

**I further report that** I have not found Minutes of meetings of the Board of Directors or Committee of the Board, as the case may be.

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

I further report that the Company has received possession notice from State Bank of India on 05<sup>th</sup> May, 2015 for taking over the possession of all the assets of the Company as mortgaged to them.

**I further report that** the compliance by the Company for the applicable Financial Laws like Direct Taxes, Indirect Taxes and the compliance of the Accounting Standards, quarterly financial results under Clause 41 of the Listing Agreement and/or Regulation 33 of SEBI (LODR) Regulations, 2015 and the annual financial statements have not been reviewed in this audit report, since the same have been subject to the statutory financial audit by other designated professionals. This report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

I further report that during the audit period of the Company, there was no specific events/action other than mentioned above having a major bearing on the Company and Also laws, rules, regulations, guidelines, standards etc. referred to above.

**For Shivam Sharma & Associates**

**Company Secretaries**

**Sd/-**

**Shivam Sharma**

**Proprietor**

**Membership No.: A35727**

**C. P. No.: 16558**

**Date: 06<sup>th</sup> September 2016**

**Place: Mumbai**

**‘Annexure A’**

**To,  
The Members,  
Paramount Printpackaging Limited,  
A/309 TTC INDL Estate, MIDC,  
Mahape Roadm Navi,  
Mumbai – 400701.**

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on 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 Shivam Sharma & Associates**

**Company Secretaries**

**Sd/-**

**Shivam Sharma**

**Proprietor**

**Membership No.: A35727**

**C. P. No.: 16558**

**Date: 06<sup>th</sup> September 2016**

**Place: Mumbai**



MANAGEMENT DISCUSSION & ANALYSIS REPORT

**INDUSTRY STRUCTURE & DEVELOPMENT**

Packaging plays a very distinct role in today's modern consumerist economy with the need for widespread adoption of branding and development of consumer preferences. Any manufactured item, to gain market share, requires packaging to ensure safety, convenience and attractiveness. Packaging is a key component for consumption and consumer preferences in today's economy. Packaging helps in preservation of quality and lengthening shelf life of products such as milk, biscuits, drugs, processed and semi-processed foods, fruits and vegetables, edible oils, etc. Packaging is also required for most other manufactured goods to preserve it from any damage during transit. The packaging industry has evolved over the years from a relatively small range of heavy, rigid containers made of wood, glass and steel to a broad array of rigid, semi rigid and flexible packaging options increasingly made from specialized lightweight materials. The packaging industry's growth has also led to greater specialization and sophistication from the point of view of health (in the case of packaged foods and medicines) and environment friendliness of packing material. The demands on the packaging industry are challenging, given the increasing environmental awareness among communities.

**KEY DRIVERS AND TRENDS**

- Ageing of world population;
- Trend towards smaller and nuclear households
- Increasing trend towards convenience and quick access among consumers;
- Rising health awareness among consumers;
- Trend towards 'on-the-go' lifestyles among increasingly time-poor consumers;
- Growing requirements for brand enhancement/ differentiation in an increasingly competitive consumer environment;
- New technology and modern packaging material;
- Increasing awareness of environmental issues and the adoption of new regulatory requirements on packaging recycling.

**OPPORTUNITIES & THREATS**

The Company has benefited from the experience of its Promoters and the core management team. We believe that our Promoters have built a strong relationship with both the suppliers and the customers in the industry. The Company's core strength lies in the extensive knowledge of its core management team which helps the Company to execute the growth strategies. Most of the key managerial personnel have substantial experience in their respective fields. The Company believes that having a strong management team with extensive experience enables it to respond to changing market conditions and tune it to the preferences of the customers for its overall success and future growth. The Company's large customer base gives it strength and support for future expansion and growth. In last few years, the client base has been diversified geographically and sector-wise. It caters to various sectors like pharma, auto ancillary, FMCG, electrical, food etc. The progression of demand in the packaging industry is influenced by a wide range of factors and includes both year on year short term factors and other long term factors. Like any other industry, while the economy plays a central role in influencing the size and growth of the market, there is a multitude of other factors which can be seen as having a direct or at least an indirect influence on the demand in the packaging industry, irrespective of the performance of the economy.

**RISKS AND CONCERNS**

Your company does not perceive any risk or concern other than those that are common to the industry such as regulatory risks, exchange risk and other commercial and business related risks.

**DISCUSSIONS ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:**

**a) Operating Results**

During the year, the Company has net revenue from operations of ` Nil against ₹ 115.90 lacs in the previous years and as such there is a loss of ₹77.16 lacs as against the loss of ₹ 282.20 lacs in the previous year.

**b) Resource Utilisation**

The gross fixed assets as at 31.03.2016 were ₹3826.50 lacs as compared to ₹3826.50 lacs in the previous year. During the year there is no increase in the assets of the Company.

**c) Working Capital**

Net working capital including cash and bank balances as on 31.03.2016 was ₹ (4024.97)lacs. Book debts outstanding for a period exceeding six months from the date they were due for payment as on 31.03.2016 and in the previous year stood at ₹Nil and ₹51.31lacs respectively.

**Internal Control Systems**

The Company has got its own system of internal controls to ensure that all assets are safeguarded, and protected against loss from unauthorised use or disposition, and that transactions are authorised, recorded and reported correctly. The internal control systems are supplemented by internal audits, reviews by management, and documented policies, guidelines and procedures. The internal control systems are designed to ensure that the financial and other records are reliable for preparing financial statements and other data, and for maintaining accountability of assets.

**Material Development in Human Resources / Industrial Relations:**

Company hires the best talent from anywhere in the country that it needs for its services. The Company has well designed training programme to take care of the training needs of the professionals to keep them abreast of the new technological changes. The Company enjoys healthy relations with its customers, investors, employees, banks, and various state and central government departments. To offer the most cost-effective solutions to the overseas existing clients and also to capture new clients, the Company also recruits highly skilled technical persons from reputed institutes.

**Present Situation**

*As shareholders are aware that due to various unfavourable developments in the past and extremely difficult working capital situation, company's all operation have come to standstill situation resulting into all loan accounts becoming NPA and banks have taken the physical possession of the factory premises and promoter director's personal house property. In spite of such a most difficult situation company's management is working hard to settle bank dues and other statutory liabilities with the help of either disposal of assets or inducting some investor. However, at present management is not in position to commit anything concrete on the same and also the same should not be taken as a forward looking statement.*

**Non availability of material information to be disclosed in the annual report**

*As explained here in above the company and its promoters are passing through the most difficult situation. As a result company has defaulted in making payments to various agencies including NSDL, CDSL, Registrar and Transfer Agents, BSE, NSE. In spite of the same, company is trying its level best to keep the shareholders' informed and revive the situation. Due to this, this Annual report doesn't provide some of the mandatory information.*

**Cautionary Statement**

*Statements in the Management Discussion and Analysis describing the Company's objectives, projections estimates, and exceptions may be "forward looking statements" within the meaning of applicable laws and regulations. These statements are based on certain assumptions and expectations of future events. Actual results may differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/ supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the Government regulations, tax laws and other statutes and other incidental factors. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.*

**CORPORATE GOVERNANCE REPORT**

**I. PHILOSOPHY ON CORPORATE GOVERNANCE**

The Company's philosophy on Corporate Governance enshrines the goal of achieving the highest levels of transparency, accountability and equity in all spheres of its operations and in all its dealings with the shareholders, employees, the Government and other parties. Your Company believes the Code on Corporate Governance provides a structure by which the rights and responsibilities amongst different participants in the organization, such as the Board, employees and shareholders are distributed. In carrying this out, it helps to ensure that the Company's objectives are well defined and performance against those objectives are adequately measured and monitored. Your Company believes that all its operations and actions must serve the underlying goal of boosting overall shareholder value over a sustained period of time.

In so far as compliance of Clause 49 of the Listing Agreement with the Stock Exchanges is concerned, the Company has complied in most material respects with the requirements of Corporate Governance specified in the Listing Agreement with the Stock Exchanges.

**II. BOARD OF DIRECTORS**

**Composition of the Board:**

As on March 31, 2016, the Board of Directors of Paramount Printpackaging Limited comprises of the Chairman and Managing Director Mr. Divyesh Sukhadia, and Mr. Dharmesh Sukhadia both being Executive Director and Promoter of the company and two Independent Directors viz Mr. Rohit Parmananddas Doshi and Mr. Hemang Engineer. The Non Executive Independent Directors are eminent professionals with wide range of knowledge and experience in business, industry. The composition of the Board and other relevant details relating to Directors are given below:

Name of the Director	Category	Member/ Chairman	Number of Meetings attended/ held	No. of Directorship in other public companies	No. of Committee position held in other public companies
Mr. Divyesh Ashwin Sukhadia	Chairman and Managing Director	Chairman	4/4	Nil	Nil
Mr. Dharmesh Ashwin Sukhadia	Whole-time Director	Member	4/4	Nil	Nil
Mr. Rohit Parmananddas Doshi	Independent Director	Member	1/4	1	Nil
Mr. Hemang Engineer	Independent Director	Member	3/4	1	Nil

**III. COMMITTEES OF THE BOARD**

**A. Audit Committee**

- a. **Terms of reference:** The terms of reference stipulated by the Board of Directors to the Audit Committee are in line with the requirements of Companies Act, 2013, with additional functions as are contained under Clause 49 of the Listing Agreement.
- b. **Composition:** The Company has an adequately qualified Audit Committee and as on March 31, 2016 the Committee comprised of 2 (two) Non-Executive Independent Director and 1 (one) Executive Director. The Chairman of the Committee is an independent Director. 4 (Four) meetings of the Committee were held during the year under review. The composition of the Committee and attendance of the members is given hereunder:

Name of member	Category	Member/ Chairman	Number of Meetings Attended/held
Rohit Doshi	Independent Director	Chairman	1/4
Hemang Engineer	Independent Director	Member	3/4
Divyesh Sukhadia	Managing Director	Member	4/4

**B. Share Transfer and Grievance Committee**

As on March 31, 2016 the Committee comprised of 2 (two) Non-Executive Independent Directors and 1 (one) Executive Director. 4 (Four) meetings of the Committee were held during the year under review. The composition of the Committee and attendance of the members is given hereunder:

Name of member	Category	Member/ Chairman	Number of Meetings Attended/held
Hemang Engineer	Independent Director	Chairman	3/4
Rohit Doshi	Independent Director	Member	1/4
Dharmesh Sukhadia	Whole time Director	Member	4/4

The Shareholders/Investors Grievance Committee looks into investors' complaints/queries, approves/ ratifies transfer of shares, transmission of shares, issue of duplicate share certificates, splitting of shares into marketable lots, issue of share certificates on consolidation, subdivision etc. The Committee meets at frequent intervals to consider Shareholders' complaints. All valid share transfers received during the year 2015-16 have been approved and attended to by the Committee. It may also be noted here that the Company now has a common Registrar and Transfer Agent for its physical and demat segments.

**Number of Shareholder complaints received during the year:** During the year under review, no investor complaint was received by the Company.

**Insider Trading Code:** The Company has a separate Insider Trading Code in line with SEBI (Prohibition of Insider Trading) Regulations, 1992. The said code is applicable to all Directors and specified persons/employees of the Company. The Code governs sale and purchase of shares of the Company by Directors and specified employees. In terms of this code, directors and specified employees of the Company can deal in shares of the Company only when the Trading Window is open and not otherwise, except with the prior approval of the Compliance Officer appointed under the Code i.e. Company Secretary.

**Code of Conduct:** The Board of Directors has laid down a 'Code of Conduct' which is applicable to the members of the Board of Directors and members of the Management Team of the Company and all other executives having similar or equivalent rank in the Company. Details of the Code are available at [www.ppltd.in](http://www.ppltd.in). All Directors and senior management have affirmed compliance with the Code for the year ended March 31, 2016.

**C. General Body Meetings**

The details of Annual General Meetings (AGM) held in the last three years are given hereunder:

Meeting	Day & Date of Meeting	Time	Place
7 <sup>th</sup> Annual General meeting	Monday, September 30, 2013	9:00 a.m.	Majestic Court, Sarovar Portico,X-5/2, TTC Industrial Area, Mahape, Navi Mumbai – 400710
8 <sup>th</sup> Annual General meeting	Tuesday, September 30, 2014	9:00 a.m.	Majestic Court, Sarovar Portico,X-5/2, TTC Industrial Area, Mahape, Navi Mumbai – 400710
9 <sup>th</sup> Annual General meeting	Wednesday, September 30, 2015	9:30 a.m.	The Blue Roof Club, Ovla, G.B. Road, Thane 400 607, Maharashtra

**D. Disclosures**

- (i) Disclosures on materially significant related party transactions, i.e. transactions of the Company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of the Company at large are forming part of the audited financial statement.
- (ii) Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchanges or SEBI, or any statutory authority, on any matter related to capital markets, during the last three years - NONE

**E. Means of communication**

The Company has published its periodical results as on March 31, 2016 in the following newspapers:

1. Mumbai Lakshadweep
2. Financial Express

Information, news/ press releases etc will be displayed on the Company's website viz. [www.pppltd.in](http://www.pppltd.in).

The Management Discussion and Analysis report is given separately in the Annual Report.

**F. General Shareholder Information**

**AGM: Date, Time & Venue**

The AGM will be held on September 29, 2016 at 9:30 a.m. at Nishiganda Society, Opp. Dr. Bedekar Hospital, M. Karve Road , Naupada, Thane west - 400 602, Maharashtra.

**Financial year of the Company:** April 1, 2015 to March 31, 2016

**Date of Book Closure:** From September 23, 2016 to September 29, 2016 (both days inclusive)

**Dividend payment date:** Since no dividend is recommended, this is not applicable.

**Listing on Stock Exchanges:**

1. Bombay Stock Exchange (BSE LTD) and
2. National Stock Exchange of India Limited.

**Stock Code:**

Bombay Stock Exchange Limited (BSE LTD): 533399

National Stock Exchange of India Limited: PARAPRINT

**Registrar and Transfer Agent:** The Company has appointed a common Registrar for its physical and demat share activities viz., M/s Sharepro Services (India) Private Limited.

Their address is:

Sharepro Services (India) Private Limited

13/A-B | Samitha warehousing Complex, 2nd Floor | Near Sakinaka Tel. Exchange Sakinaka | Andheri (East)

Mumbai - 400 072 TEL: +91 22 6772 0300| 400 FAX: +91 22 2859 1568

EMAIL: [paramount@shareproservices.com](mailto:paramount@shareproservices.com)

Contact Person: Ms. Indira Karkera Tel : +91 22 6772 0300

**Shareholding pattern:** In the absence of information on shareholding pattern , requisite details are not submitted and Company would provide the same by displaying on its website once the data are available.

**Compliance Officer:** The Company has appointed Ms. Archana Sarode of the Company as the Compliance Officer.

**Dematerialisation of shares and liquidity:**

Almost 99% of the Company's paid up equity share capital has been dematerialised. Trading in the Company's shares is permitted only in the dematerialised form as per notification issued by SEBI. The shares have considerable liquidity on the concerned stock exchanges.

**Outstanding GDR's/ ADR's/ Convertibles:** NONE

**Plant Locations and address for correspondence:**

A-309, MIDC, TTC Industrial Area,

Mahape, Mumbai 400701

Tel : +91 22 27788437 Fax: +91 22 27782743

Email: [paraprintpack@gmail.com](mailto:paraprintpack@gmail.com)

[info@pppltd.in](mailto:info@pppltd.in)

**CERTIFICATION OF CEO/CFO**

To  
The Board of Directors,  
Paramount Printpackaging Limited  
A-309, MIDC, TTC Industrial Estate,  
Mahape, Navi Mumbai 400701.

**Subject: Certification by CFO/CMD as per Clause 49.**

Dear Sirs,

With reference to Clause 49(V) of the Listing Agreement regarding Corporate Governance, we hereby certify that:

1. We have reviewed the Financial Statements and the Cash Flow Statement (hereinafter referred to as 'Statements') of the Company for the Financial Year 2015-2016 and that to the best of our knowledge and belief:
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to the financial reporting and that we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

**For Paramount Printpackaging Limited**

Sd/-

**Vanraj Sukhadia**  
CFO



Sd/-

**Divyesh Sukhadia**  
Chairman and Managing Director  
DIN 02430178

**Place: Navi Mumbai**

**Date: 06<sup>th</sup> September 2016**

**DECLARATION BY THE CEO UNDER CLAUSE 49 OF THE LISTING AGREEMENT REGARDING ADHERENCE TO THE CODE OF CONDUCT**

In accordance with Clause 49 sub-clause I(D) of the Listing Agreement with the Stock Exchange, I hereby confirm that, all the Directors and the Senior Management personnel of the Company have affirmed compliance to their respective Codes of Conduct, as applicable to them for the Financial Year ended March 31, 2016.

**For Paramount Printpackaging Limited**

Sd/-

**VipulSukhadia**  
Chief Executive Officer

**Place: Navi Mumbai**

**Date: 06<sup>th</sup> September 2016.**

**AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members of,  
Paramount Printpackaging Limited

We have examined the compliance of conditions of Corporate Governance by Paramount Printpackaging Limited ("the Company"), for the year ended on 31 March 2016, as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchanges.

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

*In our opinion and to the best of our information and according to the explanations given to us and based on representations made by Directors and Management, we certify that the Company has not complied with the conditions of Corporate Governance as stipulated in revised Clause 49 of the above-mentioned Listing Agreement.*

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

**For Laxmikant Kabra & Co.**  
**Chartered Accountants**  
**Firm Registration No.117183W**  
**Sd/-**  
**Laxmikant Kabra**  
**Partner**  
**Membership No.101839.**

**Place: Thane**  
**Date: 06<sup>th</sup> September 2016.**



## INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF PARAMOUNT PRINTPACKAGING LIMITED

### Report on financial statements

We have audited the accompanying financial statements of **PARAMOUNT PRINTPACKAGING LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2016, and the Statement of Profit and Loss and 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 Statement

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 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 Companies Act, 2013 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial 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 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 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

### Basis for Qualified Opinion

*The Opinion has been qualified on the following basis:*

- (a) Non provision of depreciation in the financial year amounting to Rs.229.92 lacs due to closure of the factory unit. As a result of which, the loss stated for the quarter/year ended is also understated to the same extent.*
- (b) Non provision of interest on loans from the banks and NBFCs as either the accounts have been classified as NPA and/or Company's request for restructuring / one time settlement of loans is pending.*
- (c) Non provision of labour charges as company's operations have been suspended/ closed, as a result*



*labour charges have been accounted to the extent of payments made.*

*(d) Regarding non reconciliation of Balances of Excise/Cenvat receivable account, and non confirmation of some of of bank balances, sundry debtors, sundry creditors and loans & advances.*

### **Qualified Opinion**

In our opinion, and to the best of our information and according to the explanations given to us, the accompanying financial statements give the information required by the Act *except for the effects of the matter described in the “Basis for Qualified Opinion”* paragraph in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- b) in the case of the Statement of Profit and Loss Account, of the **loss** for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

### **Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditor’s Report) Order, 2016, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the Order), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order.

#### **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 appears from our examination of those books;
- c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this report 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, and 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 A.
- 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:
  - a. the Company did not have any pending litigations;
  - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c. There were no amounts which were required to be transferred to Investor Education and Protection Fund by the Company.

**For Laxmikant Kabra & Co.**

**Chartered Accountants**

**Firm Registration No: 117183W**

**Sd/-**

**Laxmikant Kabra**

**(Partner)**

**Membership No : 101839**

**Date: 30th May, 2016**

## Annexure A to Independent Auditor's Report

**Referred to the Independent Auditors' Report of even date to the members of Paramount Printpackaging Limited on the financial statements as of and for the year ended 31 March 2016**

1. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
  - (b) Due to closure of the factory unit, the fixed assets are not physically verified by the Management according to a phased programme designed to cover all the items over a period of three years and hence any material discrepancies if any present could not be determined.
  - (c) There are no immovable properties held by the Company.
2. The Company does not hold any inventory. Therefore, the provisions of clause 3(ii) of the said Order are not applicable to the Company.
3. In respect of the loans secured or unsecured, granted by the Company to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
  - a) The company has granted unsecured loan covered in the register maintained under section 189 of the Act. The company has not received any principal amount and interest from these parties during the year.
  - b) *In our opinion and according to the information and explanation given to us, reasonable steps have not been taken by the company for recovery of the principal and interest amounts from the parties.*
4. The Company has not granted any loans or provided any guarantees or security to the parties covered under section 185 and has not made any investments under section 186 of the Act.
5. The Company has not accepted any deposits from the public within the meaning of sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
6. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the products of the Company.
  1. (a) *Based on verification of the records of the company, we are of the opinion that the company is not regular in depositing undisputed statutory dues including Provident fund, Employees' State Insurance, Income tax, Sales tax, Wealth tax, Service tax, Custom Duty, Excise Duty, Cess and other statutory dues with the appropriate authorities. According to the information and explanation given to us, there are no undisputed amounts payable in respect of such statutory dues which have remained outstanding as on 31<sup>st</sup> March, 2016 for a period of more than six months from the day they became payable except as referred below:-*

Nature of Dues	Amount (in ₹)
Provident Fund	66,78,183
Profession Tax	3,88,675
Maharashtra Value Added Tax	2,82,248
Central Sales Tax	56,33,530
Service Tax	9,57,216
Wealth Tax F.Y.2010-2011	45,000
Wealth Tax F.Y.2011-12	38,000
Tax Deducted at Source	73,68,828
Income Tax( F.Y. 2011-2012) – as per Assessment Order	10,36,980
Income Tax(F.Y. 2008-2009) – as per Assessment Order	54,820
ESIC	10,69,276
Excise Duty	2,06,47,775

b) According to information and explanation given to us, the details of disputed sales tax demand that have not been deposited on account of disputes are given below:-

Name of Statute	Nature of dues	Amount	Period to which amount relates	Forum where dispute pending
Central Sales Tax Act	Sales Tax	28,41,171	2006-2007	Vide order dated 18.05.2016, Recovery Proceedings have been initiated, however no appeal is filed as in the opinion of the management, the amounts are disputed.
Maharashtra Value Added Tax Act	Sales Tax	18,67,876	2007-2008	
Central Sales Tax Act	Sales Tax	75,78,883	2007-2008	
Maharashtra Value Added Tax Act	Sales Tax	1,49,40,978	2008-2009	
Central Sales Tax Act	Sales Tax	30,51,163	2008-2009	
Maharashtra Value Added Tax Act	Sales Tax	58,70,471	2009-2010	
Central Sales Tax Act	Sales Tax	36,12,175	2009-2010	
Maharashtra Value Added Tax Act	Sales Tax	1,31,88,853	2011-2012	
Central Sales Tax Act	Sales Tax	16,38,099	2011-2012	
Maharashtra Value Added Tax Act	Sales Tax	8,94,452	Other sales tax dues	
Central Sales Tax Act	Sales Tax	21,63,124	Other sales tax dues	

c) According to the information and explanations given to us, there are no such amounts, which were required to be transferred to the investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules there under has been transferred to such fund within time.

2. On the basis of audit procedures performed by us, and according to the information, explanation and representation given to us by the management, we state that the company had defaulted in certain repayment of dues (including interest) of domestic financial institutions and banks. The default in principal amount and the interest to the extent provided for, aggregates to ₹.18,28,38,350/- . However upto the date of approval of the accounts, the company has not paid the principal amount and the interest aggregates with respect to above stated dues and the Company has not issued any debentures as at the Balance Sheet date, the provisions of clause 3(viii) of the Order are not applicable to the Company.

9. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of clause 3(ix) of the Order are not applicable to the Company.

10. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.

11. The Company has not paid/provided for managerial remuneration.

12. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of clause 3(xii) of the Order are not applicable to the Company.
13. In our opinion all transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable, and the requisite details have been disclosed in the financial statements, etc., as required by the applicable accounting standards.
14. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3(xiv) of the Order are not applicable to the Company.
15. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of clause 3(xv) of the Order are not applicable to the Company.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 as Non-Deposit accepting NBFC and hence the provisions of clause 3(xvi) of the Order are not applicable to the Company.

## **Annexure B to Independent Auditor's Report**

**Referred to the Independent Auditors' Report of even date to the members of Paramount Printpackaging Limited on the financial statements for the year ended 31 March 2016**

### **Report on the internal financial controls under clause (i) of sub-section 3 of section 143 of the Act**

1. We have audited the internal financial controls over financial reporting of Paramount Limited. ('the Company') as of 31 March 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

### **Management's responsibility for internal financial controls**

2. 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 Act.

### **Auditors' responsibility**

3. 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 deemed to be prescribed under section 143(10) of the Act 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 ICAI. 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.
4. 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. 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**

6. 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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**

7. 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**

8. 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 31 March 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 Laxmikant Kabra & Co.**

**Chartered Accountants**

**Firm Registration No: 117183W**

**Sd/-**

**Laxmikant Kabra**

**(Partner)**

**Membership No.:101839**

**Place: Thane**

**Date: 30<sup>th</sup> May, 2016.**

BALANCE SHEET AS AT MARCH 31, 2016

(Amount In ₹)

PARTICULARS	Note No.	As at March 31, 2016	As at March 31, 2015
<b><u>EQUITY AND LIABILITIES</u></b>			
<b>Shareholders' funds</b>			
(a) Share capital	<b>A-1</b>	267,000,400	267,000,400
(b) Reserves and surplus	<b>A-2</b>	(415,955,056)	(408,239,514)
		(148,954,656)	(141,239,114)
<b>Non-current liabilities</b>			
(a) Long-term borrowings	<b>A-3</b>	188,298,473	183,262,928
(b) Long-term provisions	<b>A-4</b>	9,820,024	9,820,024
		198,118,497	193,082,952
<b>Current liabilities</b>			
(a) Short-term borrowings	<b>A-5</b>	239,819,651	239,819,651
(b) Trade payables	<b>A-6</b>	144,524,130	152,904,325
(c) Other current liabilities	<b>A-7</b>	67,025,434	71,286,941
(d) Short-term provisions	<b>A-8</b>	4,078,194	4,085,942
		455,447,409	468,096,858
<b>TOTAL</b>		<b>504,611,250</b>	<b>519,940,696</b>
<b><u>ASSETS</u></b>			
<b>Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets	<b>A-9</b>	122,796,814	122,796,814
(ii) Intangible assets	<b>A-9</b>	1,077,456	1,077,456
(b) Non-current investments	<b>A-10</b>	529,640	529,640
(c) Long-term loans and advances	<b>A-11</b>	327,256,579	328,863,716
		451,660,489	453,267,626
<b>Current assets</b>			
(a) Trade receivables	<b>A-14</b>	-	5,146,660
(b) Cash and bank balances	<b>A-15</b>	84,036	84,036
(c) Short-term loans and advances	<b>A-16</b>	44,688,158	53,263,807
(d) Other current assets	<b>A-17</b>	8,178,568	8,178,568
		52,950,761	66,673,070
<b>TOTAL</b>		<b>504,611,250</b>	<b>519,940,696</b>

Significant Accounting Policies  
Notes on Financial Statements  
As per our report of even date attached  
**For Laxmikant Kabra & Co.**  
Chartered Accountants  
Firm Registration No: 117183W  
Sd/-  
**Laxmikant Kabra**  
Partner  
Membership No.101839

**Part B**  
**Part C**  
**For and on behalf of the Board of Directors**

Sd/-  
**Divyesh Sukhadia**  
Chairman & Managing Director

Sd/-  
**Dharmesh Sukhadia**  
Director

Sd/-  
**Vanraj Sukhadia**  
Chief Financial Officer

Place : Thane  
Date : 30th May, 2016

Place : Navi Mumbai  
Date : 30th May, 2016

<b>STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2016</b>			
(Amount in ₹)			
<b>PARTICULARS</b>	<b>Note No.</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
<b>Income:</b>			
Revenue from operations (Net)	A-18	-	11,590,086
Other income	A-19	-	2,295,312
<b>Total Revenue</b>		<b>-</b>	<b>13,885,398</b>
<b>Expenses:</b>			
Cost of materials consumed	A-20	-	2,512,707
Employee benefits expense	A-21	-	13,111,950
Finance costs	A-22	897,451	362,170
Depreciation	A-10	-	17,264,325
Other expenses	A-23	6,818,090	10,113,175
<b>Total expenses</b>		<b>7,715,541</b>	<b>43,364,327</b>
<b>Profit before exceptional and extraordinary items and tax</b>		<b>(7,715,541)</b>	<b>(29,478,929)</b>
Less: Exceptional items		-	-
<b>Profit before extraordinary items and tax</b>		<b>(7,715,541)</b>	<b>(29,478,929)</b>
Less: Extraordinary Items		-	-
<b>Profit before tax</b>		<b>(7,715,541)</b>	<b>(29,478,929)</b>
<b>Tax expense:</b>			
(1) Current tax		-	-
(2) Deferred tax (Credit)/Charged		-	-
(3) Previous Years Tax		-	(1,259,330)
		-	<b>(1,259,330)</b>
<b>Profit for the year</b>		<b>(7,715,541)</b>	<b>(28,219,599)</b>
<b>Earnings per equity shares of face value Rs 10 each</b>			
<b>Basic and Diluted (in Rs)</b>		<b>(0.29)</b>	<b>(1.06)</b>
<b>Significant Accounting Policies</b>	<b>Part B</b>		
<b>Notes Forming Part Of The Financial Statements</b>	<b>Part C</b>		
<b>As per our report of even date attached For and on behalf of the Board of Directors</b>			
<b>For Laxmikant Kabra &amp; Co.</b>			
<b>Chartered Accountants</b>			
<b>Firm Registration No: 117183W</b>			
<b>Sd/-</b>	<b>Sd/-</b>	<b>Sd/-</b>	
<b>Laxmikant Kabra</b>	<b>Divyesh Sukhadia</b>	<b>Dharmesh Sukhadia</b>	
Partner	Chairman & Managing Director	Director	
Membership No.101839			
	<b>Sd/-</b>		
	<b>Vanraj Sukhadia</b>		
	Chief Financial Officer		
<b>Place : Thane</b>	<b>Place : Navi Mumbai</b>		
<b>Date : 30th May, 2016</b>	<b>Date : 30th May, 2016</b>		

CASH FLOW STATEMENT FOR THE YEAR 2015-2016

(Amount in ₹)

PARTCULARS	2015-16		2014-15	
<b>Cash flows from Operating Activities</b>				
<b>Net Profit after Taxes and Extraordinary Items</b>		(7,715,541)		(28,219,599)
<b>Adjustments:-</b>				
Depreciation / Amortization	-		17,264,325	
Provision for Gratuity	-		259,231	
Provision for Leave Encashment	-		465,642	
Interest Income	-		(1,738,352)	
Interest Expenses	897,451		362,170	
(Excess)/ Short Provision of Tax of Earlier Years	-		(1,259,330)	
Unrealized exchange ( gain)/ Loss	-		(5,991)	
<b>Operating Profit Before Working capital changes</b>		<b>897,451</b>		<b>15,347,695</b>
<b>Adjustments for :-</b>				
(Increase)/ decrease in Trade and Other Receivables	-		823,629	
(Increase)/ decrease in Inventories	-		1,567,463	
Increase/ (decrease) in Trade and other payables	6,818,090		5,722,226	8,113,318
<b>Cash Generated from Operations</b>		<b>6,818,090</b>		<b>(4,758,586)</b>
Income Tax (Paid ) / Refunded		-		-
<b>Net Cash from Operating Activities</b>		<b>-</b>		<b>(4,758,586)</b>
<b>Cash flows from Investing Activities</b>				
Purchase of Fixed Assets	-		(20,408)	
Interest Received	-		180,000	
Dividend Received		-		159,592
<b>Cash Flows from Financing Activities</b>				
Borrowings	-		4,563,530	
Interest Paid	-		(219,527)	
Increase in Share Premium		-		4,344,003
<b>Net Decrease in Cash and Cash Equivalents</b>		<b>-</b>		<b>(254,992)</b>
<b>Cash &amp; Cash Equivalents at beginning of period</b>		<b>84,036</b>		<b>339,028</b>
<b>Cash &amp; Cash Equivalents at end of period</b>		<b>84,036</b>		<b>84,036</b>

**Notes :**

- Cash and cash equivalents comprise of Cash in hand, Balances with Bank.
- The above Cash flow Statement has been prepared under the indirect method as set out in accounting Standard 3 on "Cash flow Statement".
- Previous year's figures are regrouped / reclassified wherever necessary in order to confirm to current period's groupings and classifications.

**For and on behalf of the Board of Directors**

**As per our report of even date attached**

**For Laxmikant Kabra & Co.**

**Chartered Accountants**

**Firm Registration No: 117183W**

**Sd/-**

**Divyesh Sukhadia**

Chairman & Managing

Director

**Sd/-**

**Dharmesh Sukhadia**

Director

**Sd/-**

**Laxmikant Kabra**

Partner

Membership No.101839

Place: Thane

Date : 30th May 2016

**Sd/-**

**Vanraj Sukhadia**

Chief Financial Officer

Place: Navi Mumbai

Date : 30th May 2016



**1. Significant Accounting Policies**

**a) Basis of Accounting**

These financial statements have been prepared and presented under the historical cost convention, on accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with Accounting Standards prescribed in the Companies (Accounting Standards) Rules, 2006 which continue to apply under section 133 of the Companies Act, 2013. ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 and other relevant provisions of the Companies Act, 1956, to the extent applicable.

**b) Use of estimates**

The preparation of financial statements in conformity with Indian GAAP requires the management to make estimates and assumption that affect the reported amounts of assets and liabilities and disclosure of the contingent liabilities as at the date of the financial statements and the amount of income and expenses during the period reported under the financial statement. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized.

**c) Revenue Recognition**

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

- (i) Sale of products are recognized on transfer of all significant risks and rewards of ownership of the goods on to the buyer, which is generally on dispatch of goods.
- (ii) Service income is recognized, when the related services are provided.
- (iii) Interest income is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.
- (iv) Dividends are recorded when the right to receive payment is established.

**d) Fixed Assets**

Fixed assets are stated at cost less accumulated depreciation and accumulated impairment loss (if any). The cost of a fixed asset comprises its purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

**e) Depreciation**

The Company has decided not to provide for depreciation for the financial year 2015-16 amounting to ₹229.92 lacs due to closure of factory unit located at Plot No. A-309, TTC Industrial Area, MIDC, Mahape, Navi Mumbai 400 701.

**f) Intangible Assets**

The Company does not possess any Intangible assets during the financial year.

**g) Impairment Policy:**

At each balance sheet date, the management reviews, the carrying amounts of its assets included in each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss. Recoverable amount is the higher of an asset's or CGU's net selling price or its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Reversal of impairment loss (if any), is recognised immediately as income in the statement of profit and loss.

**h) Inventories**

- (i) The Inventories has been determined of NIL value as on 31<sup>st</sup> March, 2015, as the same have turned into scrap and have become valueless.
- (ii) There is no closing stock of finished and semi-finished goods lying with the Company as on 31<sup>st</sup> March, 2016.

**i) Foreign Currency Transactions**

- (i) Initial Recognition: A foreign currency transaction is recorded, on initial recognition in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.
- (ii) Conversion: At the year end, monetary items denominated in foreign currencies are converted into rupee equivalents at the year-end exchange rates.
- (iii) Exchange Differences: All exchange differences arising on settlement/conversion on foreign currency transactions are included in the Profit and Loss Account.

**j) Investments**

- (i) Long-term investments are stated at cost. Provision for diminution in the value of long term investments is made only if such a decline is other than temporary.
- (ii) Current investments are carried at lower of cost and fair value determined on an individual investment basis.

**k) Employee Benefits**

**(i) Short term employee benefits:**

Short term employee's benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the related services are renders. These benefits include compensated absences such as annual leave encashment and bonus.

**(ii) Long term employees Benefits:**

**A. Provident fund, family Pension fund & employees' State Insurance Scheme:**

As per the employees' Provident funds and miscellaneous Provisions Act, 1952, all employees of the company are entitled to receive benefits under the provident fund and family pension fund, which is a defined contribution plan. These contributions are made to the fund administrated and managed by Government of India. In addition, some employees of the company are covered under employees' State Insurance Scheme act, 1948, which are also defined contribution schemes recognized and administrated by Government of India

The company's contributions to these schemes are recognized as expense in the statement of profit and loss during the year in which the employee renders the related service. The company has no further obligation under these plans beyond its monthly contributions.

**B. Gratuity:**

The liabilities is a defined benefit obligation and the present value of the obligation under defined benefits plan is determined based on actuarial valuation using the Project Unit Credit method, which recognizes each year of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up final obligation. The obligation is measured at the present value of the estimated cash flows. The discount rate used for determining the present value of the defined obligation under defined benefit plan, is

based on the market yields on Government securities as at the balance sheet date. Actuarial gains and losses are recognized in the statement of Profit and Loss as and when determined.

**l) Borrowing Costs**

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets, upto the date the asset is put to use. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to Profit and Loss account.

**m) Leases**

Leases wherein a significant portion of the risks and reward of ownership are retained by the lessor are classified as Operating Leases. Lease rentals in respect of such leases are charged to the Profit and Loss Account.

**n) Earnings per share**

**(i) Basic earnings per share**

For the purpose of calculating basic earnings per share, the net profit or loss for the period attributable to equity shareholders after deducting preference dividends (if any) and any attributable tax thereto for the period is divided by weighted number of equity shares outstanding during the period.

**(ii) Diluted earnings per share**

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**o) Taxes on Income**

(i) Current income tax is determined on the basis of taxable income after considering the various deductions available under The Income Tax Act, 1961.

(ii) Deferred tax expense or benefit is recognised on timing differences being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

However in case of unabsorbed depreciation and carry forward of losses, deferred tax assets are recognised only to the extent that there is virtual certainty that sufficient future taxable income will be available to realise such assets. Such assets are reviewed at each balance sheet date to reassess its realisations.

(iii) Minimum Alternative Tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

**p) Provisions**

A Provision is recognized when the Company has a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

Contingent liabilities are disclosed by way of note to the Financial Statements after careful evaluation by the proprietor of facts and legal aspects of the matter involved.

Contingent Assets are neither recognized nor disclosed.

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2016.

(Amount in ₹)

Particulars	As at March 31, 2016	As at March 31, 2015
Note : A-1: Share Capital Authorised 50,000,000 (50,000,000) Equity shares of Rs.10/- each	500,000,000	500,000,000
Issued ,Subscribed & fully Paid up 26,700,040 (26,700,040) Equity Shares of Rs. 10/- each fully paid	267,000,400	267,000,400
<b>Total</b>	<b>267,000,400</b>	<b>267,000,400</b>

a) Reconciliation of share capital

Particulars	As at March 31, 2016		As at March 31, 2015	
	Number	Rupees	Number	Rupees
Shares outstanding at the beginning of the year	26,700,040	267,000,400	26,700,040	267,000,400
Shares Issued during the year (Initial Public Offer)	-	-	-	-
Reduction in share capital	-	-	-	-
Shares outstanding at the end of the year	26,700,040	267,000,400	26,700,040	267,000,400

b) Rights of equity shareholder:

The company has only one class of equity shares, having par value of Rs. 10 per share. Each holder of equity share is entitled for one vote per share and has a right to receive dividend as recommended by the board of directors subject to the necessary approval from the shareholders. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company after distributing of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Details of shareholders holding more than 5% shares

Name of the shareholder	As at March 31, 2016		As at March 31, 2015	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Dharmesh Sukhadia	NA	NA	2,006,100	0.08
Vipul Sukhadia	NA	NA	2,006,200	0.08

**Note:** In the absence of above information, requisite details are not submitted and Company would provide the same by displaying on its website once the data are available.

d) Shares reserved for Employee Stock Option Scheme (ESOS)

Particulars	No. of Shares	Amount	No. of Shares	Amount
Shares reserved for ESOS scheme	NIL	NIL	NIL	NIL

e) Other details

Particulars	2015-16	2014-15	2013-14	2012-13	2011-12
<u>Equity Shares :</u>					
Fully paid up by way of Bonus Shares	3,772,180	3,772,180	3,772,180	3,772,180	3,772,180

**NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2016**

Particulars	As at March 31, 2016	As at March 31, 2015
<b>Note : A-2 Reserves &amp; Surplus</b>		
(a) <u>Securities Premium Reserve</u>		
Opening Balance	319,042,131	319,042,131
Add on issue of shares	-	-
Closing Balance	319,042,131	319,042,131
(b) <u>Surplus in P&amp;L A/c</u>		
Opening balance	(727,281,645)	(655,211,423)
Add: Net Profit for the year	(7,715,541)	(28,219,599)
Less: Adjusted for Depreciation as per Companies' Act 2013	-	43,850,623
Closing Balance	(734,997,187)	(727,281,645)
<b>TOTAL</b>	<b>(415,955,056)</b>	<b>(408,239,514)</b>
<b>Note : A-3 Long Term Borrowings</b>		
<b>Secured</b>		
(a) Term loans from banks	182,784,943	177,849,398
<b>Unsecured</b>		
(a) From Related Parties	5,513,530	5,413,530
<b>TOTAL</b>	<b>188,298,473</b>	<b>183,262,928</b>
<b>Note : A-5 Long Term Provisions</b>		
(ii) Pension Scheme		
Gratuity	9,820,024	9,820,024
<b>TOTAL</b>	<b>9,820,024</b>	<b>9,820,024</b>
<b>Note : A-6 Short Term Borrowings</b>		
<b>Secured</b>		
(a) Working Capital Loan		
Cash credit / Overdraft from Banks	239,819,651	239,819,651
<b>TOTAL</b>	<b>239,819,651</b>	<b>239,819,651</b>
<b>Note : A-7 Trade Payable</b>		
(a) Amount due to Micro, Small and Medium Enterprises	-	-
(b) Others	144,524,130	152,904,325
<b>TOTAL</b>	<b>144,524,130</b>	<b>152,904,325</b>
<b>Note : A-8 Other Current Liabilities</b>		
(a) Interest accrued and due on borrowings	725,650	4,988,952
(b) Advances from customers	4,042,192	4,042,192
(c) Statutory Liabilities	45,358,340	45,451,224
(d) Capital creditors	1,946,769	2,107,090
(e) Share Application Money	5,250	5,250
(f) Other Liabilities	14,947,233	14,692,233
<b>TOTAL</b>	<b>67,025,434</b>	<b>71,286,941</b>
<b>Note : A-9 Short Term Provisions</b>		
(a) Leave Encashment	722,804	722,804
(b) Provision for Income tax (Net of Taxes Paid)	3,355,390	3,363,138
<b>TOTAL</b>	<b>4,078,194</b>	<b>4,085,942</b>

# PARAMOUNT PRINTPACKAGING LIMITED

## PARAMOUNT PRINTPACKAGING LIMITED NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

### Note 10-A Fixed Assets

Particulars	Gross block			Depreciation			Net Block		
	As at 1 April, 2015	Additions	Disposals	As at March 31, 2016	As at 1 April, 2015	For the Year	Deduction / Adjustments	As at March 31, 2016	As at March 31, 2015
<b>Tangible Assets</b>									
-Leasehold Land	4,704,665	-	-	4,704,665	-	-	-	4,704,665	4,704,665
-Buildings	45,429,523	-	-	45,429,523	11,111,484	-	-	34,318,039	34,318,039
-Plant and Equipment	288,070,899	-	-	288,070,899	212,838,020	-	-	75,232,879	75,232,879
-Electrical Installation	22,621,909	-	-	22,621,909	19,706,970	-	-	2,914,939	2,914,939
-Air Conditioner -Furniture and Fixtures	3,395,970	-	-	3,395,970	1,198,475	-	-	2,197,495	2,197,495
-Office equipment	3,787,233	-	-	3,787,233	2,344,574	-	-	1,442,659	1,442,659
-Computer	653,853	-	-	653,853	572,444	-	-	81,409	81,409
-Vehicles	3,040,265	-	-	3,040,265	2,888,251	-	-	152,014	152,014
Total (A)	381,045,995	-	-	381,045,995	258,249,181	-	-	122,796,814	122,796,814
<b>Intangible Assets</b>									
Software	1,604,034	-	-	1,604,034	526,578	-	-	1,077,456	1,077,456
Total (B)	1,604,034	-	-	1,604,034	526,578	-	-	1,077,456	1,077,456
<b>Total (A+B)</b>	<b>382,650,029</b>	<b>(20,408)</b>	<b>-</b>	<b>382,650,029</b>	<b>258,775,759</b>	<b>-</b>	<b>-</b>	<b>123,874,270</b>	<b>123,874,270</b>
<b>Previous Year</b>	<b>(382,646,251)</b>	<b>(20,408)</b>	<b>(16,630)</b>	<b>(382,650,029)</b>	<b>(61,875,902)</b>	<b>(760,955)</b>	<b>(258,775,759)</b>	<b>(123,874,270)</b>	<b>(184,985,439)</b>

<b>Note : A-11</b>		
<b>Non Current Investment</b>		
(Long Term Investment - At Cost)		
<u>Trade Investments – Unquoted</u>		
In Equity Shares		
3,594 (P.Y. 3,594) of Shamrao Vithal Co Operative Bank of Rs 10/- each.	35,940	35,940
<u>Non- Trade Investments - Unquoted</u>		
In Equity Shares		
49,370 (P.Y. 49,370) of Sahebrao Deshmukh Co-operative Bank Ltd of Rs 10/- each.	493,700	493,700
<b>TOTAL</b>	<b>529,640</b>	<b>529,640</b>
<b>Note : A-12</b>		
<b>Long Term Loans and Advances</b>		
<b>(unsecured, considered good)</b>		
(a) Capital Advances	316,494,353	318,101,490
(b) Security Deposits	687,226	687,226
(c) Fixed Deposit maturing after twelve months	4,000,000	4,000,000
(d) Others	6,075,000	6,075,000
<b>TOTAL</b>	<b>327,256,579</b>	<b>328,863,716</b>
<b>Note : A-14</b>		
<b>Trade receivables</b>		
<b>(unsecured, considered good)</b>		
(i) Outstanding for a period exceeding six months from the date they are due for payment	-	5,130,813
(ii) Others	-	15,847
<b>TOTAL</b>	<b>-</b>	<b>5,146,660</b>
<b>Note : A-15</b>		
<b>Cash &amp; Bank Balances</b>		
(a) Cash on hand	55,089	55,089
(b) Balances with banks	28,947	28,947
<b>TOTAL</b>	<b>84,036</b>	<b>84,036</b>
<b>Note : A-16</b>		
<b>Short term loans and advances</b>		
(a) Loans and advances to related parties	1,636,014	1,636,014
(b) Security deposit	12,082,961	12,082,961
(c) Balance with Govt. authorities	26,599,546	26,599,546
(d) Advances to suppliers and others	4,369,637	12,945,286
<b>TOTAL</b>	<b>44,688,158</b>	<b>53,263,807</b>
<b>Note : A-17</b>		
<b>Other current assets</b>		
(i) Interest Accrued on Investments & Deposits	4,596,164	4,596,164
(ii) Advance Recoverable in cash or kind or for value to be received	3,582,404	3,582,404
<b>TOTAL</b>	<b>8,178,568</b>	<b>8,178,568</b>

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2016

Particulars	As at March 31, 2016	As at March 31, 2015
<b>Note : A-18</b>		
<b>Revenue from operations (Net)</b>		
Sale of Products/Services		11,637,128
Less Excise duty		47,042
<b>TOTAL</b>	-	<b>11,590,086</b>
<b>Note : A-19</b>		
<b>Other Income</b>		
(a) Interest Income	-	1,558,352
(b) Exchange Difference	-	5,991
(c) Prior period adjustment	-	550,969
(d) Interest Received on term Deposit	-	180,000
<b>TOTAL</b>	-	<b>2,295,312</b>
<b>Note : A-20</b>		
<b>Cost of Material Consumed</b>		
Opening Stock	-	1,567,463
Add: Purchases	-	945,244
Less: Closing Stock	-	-
<b>TOTAL</b>	-	<b>2,512,707</b>
<b>Note : A-21</b>		
<b>Employee related expenses</b>		
Salaries, wages and bonus	-	11,698,233
Contribution to provident fund and E.S.I.C	-	576,812
Gratuity	-	810,200
Staff Welfare Expenses	-	26,705
<b>TOTAL</b>	-	<b>13,111,950</b>
<b>Note : A-22</b>		
<b>Finance Cost</b>		
Interest expense	897,451	362,170
<b>TOTAL</b>	<b>897,451</b>	<b>362,170</b>
<b>Note : A-23</b>		
<b>Other expenses</b>		
<u>MANUFACTURING EXPENSES</u>		
Electricity Charges	-	1,359,718
Labour Charges	-	17,610
Other Manufacturing Expenses	-	3,726,469
<b>A</b>	-	<b>5,103,797</b>



<u>ADMINISTRATION AND SELLING EXPENSES</u>		
Auditor Fees	440,000	750,000
Conveyance & Travelling	-	351,301
Insurance	-	118,281
Legal and Professional fees	112,230	1,399,869
Rate Difference and Discount	-	1,174,332
Rent, Repairs and Maintenance		
- on Machinery	-	248,554
- Others	-	13,733
Sundry Balance Written off (Net)	5,472,971	(566,005)
Telephone Expenses	-	77,768
Travelling Expenses	-	168,900
Other Administration and Selling expenses	792,889	1,272,644
<b>B</b>	<b>6,818,090</b>	<b>5,009,378</b>
<b>TOTAL(A+B)</b>	<b>6,818,090</b>	<b>10,113,175</b>

(Amount in ₹)

25. <b>Contingent Liabilities not provided for in respect of :</b>	As at March 31, 2016	As at March 31, 2015
a. Disputed Sales Tax Demand pending With appellate authorities	57,647,256/-	68,777,441/-
b. Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	NIL	NIL
c. Penalty on account of non filing of Income Tax return for the FY 2011-12	Not ascertainable	Not ascertainable

Note:

- As the Company has decided to abandon the project at Bhilad Near Vapi, therefore there are no estimated amount of contracts remaining to be executed on capital account.
- The above information is provided to the extent, information available.

d. Other Commitment:

The Company has purchased Fixed Assets under the “Export Promotion Capital Goods Scheme” (EPCG). As per the terms of the license granted under the scheme, the Company is required to achieve export commitment of ₹10,03,17,308/- over a period of time as defined in EPCG License expiring at various dates. The Export obligation of four licenses out of total 5 licenses amounting to ₹8,88,92,048/- had been already achieved last year. In the event of company being unable to execute its fifth license with an export obligations of ₹1,14,25,260/-, the Company shall be liable to pay customs duty of ₹19,04,210/- and interest on the same at the rate of 15 percent compounding annually. The Company is hopeful of meeting its export obligation and accordingly no provision is required for the same in books of accounts.

26. In the opinion of the directors :
- The current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business.
  - The provision for all known liabilities are adequate and not in excess of the amount reasonably necessary.
27. Effects have not been given to some of the items shown in the Reconciliation of book balance with excise records filed with the excise authorities. In the opinion of the management, effect of the reconciliation is not having material impact on the Financial Statement of the Company.
28. Sundry debtors, Sundry creditors, Other Liabilities, Deposits and Loan and Advances and some of the bank balances are subject to confirmation and reconciliation, if any.

29. Auditors Remuneration: (Amount in ₹)

Particulars	As at March 31, 2016	As at March 31, 2015
Audit Fees*	3,00,000	5,50,000
Taxation and Tax Audit*	1,40,000	2,00,000

30. The amount of excise duty disclosed as deduction from turnover is the excise duty for the year, except the excise duty related to the difference between the closing stock and opening stock and excise duty paid but not recovered, which has been disclosed in the increase/ (decrease) in stock and other expenses respectively. Increase/ (Decrease) in stocks include excise duty on finished goods (net) of is not provided in current year (Previous year - `Nil).

31. **Employees Benefits:**

The disclosures as required as per the revised AS 15 are as under:

a) **Defined Contribution Plan**

Contribution to Defined Contribution Plan, recognized as expense for the year are as under:

(Amount in ₹)

Particulars	As at March 31, 2016	As at March 31, 2015
Employer's Contribution to Provident fund & family Pension fund	-	5,21,735
Employer's Contribution to Employees' State Insurance Scheme	-	55,077

b) **Defined Benefit Plan**

- Reconciliation of opening and closing balances of Defined Benefit obligation:

(Amount in ₹)

Particulars	As at March 31, 2016	As at March 31, 2015
Defined Benefit obligation at the beginning of the year	98,20,024	95,60,793
Current Service Cost	-	1,01,585
Interest Cost	-	83,589
Actuarial (gain)/loss	-	74,057
Benefits Paid	-	-
Defined Benefit obligation at year end	98,20,024	98,20,024

ii. Reconciliation of fair value of plan assets and benefit obligations: (Amount in ₹)

Particulars	As at March 31, 2016	As at March 31, 2015
Fair value of assets	-	-
Present value of obligation	98,20,024	98,20,024
Amount recognized in balance sheet	98,20,024	98,20,024

iii. Expense recognized during the year (Under the head “Employee benefits expense”  
(Amount in ₹)

Particulars	As at March 31, 2016	As at March 31, 2015
Current Service Cost	-	1,01,585
Interest Cost	-	83,589
Actuarial (gain)/loss	-	74,057
Expense recognized in profit and loss account	-	8,10,200

iv. Actuarial Assumptions:

Particulars	As at March 31, 2016	As at March 31, 2015
Discount Rate (per annum)	-	8.50%
Salary Escalation (per annum)	-	6.00%

**32. Segment Reporting**

The Company has one segment of activity namely ‘Printing & Packaging’

**33.** The company has taken on operating lease certain assets. The total lease rent paid on the same amounting to Nil/- (Previous Year 36,16,944/-) is included under the head compensation rent and rates and taxes. The minimum future lease rentals payable in respect thereof are as follows:

Particulars	2015-16	2014-15
Not later than one year	13,097,337	13,097,337
Later than one year but not later than five years	-	-
Later than five years	-	-

**34. Related Party Transactions**

Disclosures as required by the Accounting Standard 18 “Related Party Disclosures” are given below:

**A. List of Related Parties and Relationship:**

a) **Key Management Personnel**

Mr. Divyesh Sukhadia, Mr. Dharmesh Sukhadia, Mr. Vipul Sukhadia, Mr. Anuj Sukhadia and Mr. Vanraj Sukhadia

b) **Relatives of Key Management Personnel**

Mr. Ketan Sukhadia, Ms. Neeta Divyesh Sukhadia, Ms. Jagruti Sukhadia, Ms. Ketki Vipul Sukhadia, Ms. Jignasa Ketan Sukhadia, Ms. Chaya Anuj Sukhadia, Mr. Nikhil Kapadia, Mr. Ashwin Sukhadia, Ms. Pooja Anuj Sukhadia and Ms. Aesha Sukhadia.

c) **Companies and concerns over which any of (a) or (b) can exercise control or significant influence**

M/s. S. P. Investment, Paramount Nourishment Pvt. Ltd. and Trim Plastics Ltd.

**B. Transactions with related Parties:**

(Amount in ₹)

Nature of Transaction	Companies and Concerns over which (a) or (b) can exercise control or significant influence	Key Personnel & their Relatives	Management & their
<b>Transactions</b>			
Interest Received- M/s. S P Investment	Nil (Nil)	Nil (76,024)	Nil (76,024)
Rent Paid Divyesh Ashwin Sukhadia	Nil (Nil)	Nil (96,600)	Nil (96,600)
Inter Corporate Deposit – Trim Plastic Limited	Nil (Nil)	Nil (5,00,000)	Nil (5,00,000)
Interest Received- Trim Plastic Limited	Nil (5,32,604)	Nil (5,34,082)	5,32,604 (5,34,082)
Loan repaid to Anuj Sukhadia	Nil (Nil)	Nil (Nil)	22,50,000 (Nil)
Loan from Ankita Sukhadia	Nil (50,000)	Nil (Nil)	50,000 (Nil)
Loan from Dharmesh Sukhadia	Nil (50,000)	Nil (Nil)	50,000 (Nil)
Loan from Divyesh Sukhadia	1,00,000 (45,63,530)	Nil (Nil)	45,63,530 (Nil)
Due to Company	Nil (5,32,604)	Nil (12,06,706)	5,32,604 (12,06,706)
Payable by Company	1,00,000 (Nil)	Nil (Nil)	46,63,530 (Nil)

**35. Earnings Per Share (EPS) :**

(Amount in ₹)

Sr. No.	Particulars	2015-16	2014-15
1	Net Profit attributable to Equity Shareholders	(77,15,541)	(28,219,599)
2	No. of shares outstanding (in Nos)	26,700,400	26,700,400
3	Nominal Value per equity share (Rs.)	10.00	10.00
4	<u>Earnings per share</u> Basic / Diluted	(0.29)	(1.06)

**36. CIF VALUE OF IMPORTS**

(Amount in ₹)

Sr.No.	Particulars	2015-2016	2014-15
1	Raw Material	-	9,35,944

37. These financial statements have been prepared in the format prescribed by the Revised Schedule III to the Companies Act, 2013. Previous year's figures have been recast / restated to confirm to the classification of the current period.

38. Figures in brackets indicate corresponding figures of previous year.

**Paramount Printpackaging Limited**

Registered office: A-309, MIDC, TTC Industrial Area,  
Mahape, Navi Mumbai 400701

[CIN: L22200MH2006160735] [Email: [paraprintpack@gmail.com](mailto:paraprintpack@gmail.com) ]

[Website: [www.pppltd.in](http://www.pppltd.in)] [Tel No. +91 22 41627777 ]

**ATTENDANCE SLIP**

DP ID.

Folio No.

Client ID.

No. of Shares

Name and address of Shareholder/Proxy holder

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_



I certify that I am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the Annual General Meeting of the Company held on 29<sup>th</sup> September, 2016 at Nishiganda Society, Opp. Dr. Bedekar Hospital, M. Karve Road, Naupada, Thane west 400 602, Maharashtra Thane 400 607, Maharashtra at 9.30 A.M.

Name of Member/Proxy

Member's/proxy Signature

(Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand over at the entrance of the Meeting Hall)



★ Venue of AGM

Nishiganda Society, M. Karve Road, Opp. Dr. Bedekar Hospital, Naupada, Thane (West)-400602

# Paramount Printpackaging Limited

Registered office: A-309, MIDC, TTC Industrial Area, Mahape, Navi Mumbai 400701

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## PROXY FORM

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

Name of the Member(s): \_\_\_\_\_  
Registered Address: \_\_\_\_\_  
Email id: \_\_\_\_\_  
Folio No/Client Id: \_\_\_\_\_ DP ID: \_\_\_\_\_  
No. of Shares: \_\_\_\_\_  
I/We \_\_\_\_\_ of \_\_\_\_\_ being a Member  
of Paramount Printpackaging Limited do hereby appoint

1. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email Id: \_\_\_\_\_  
Signature: \_\_\_\_\_, or failing him/her
2. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email Id: \_\_\_\_\_  
Signature: \_\_\_\_\_, or failing him/her
3. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email Id: \_\_\_\_\_  
Signature: \_\_\_\_\_

as my/our proxy and to attend and vote (on a poll) for me/us on my/our behalf at the twenty first Annual General Meeting of the Company to be held on Thursday, 29<sup>th</sup> September, 2016 at Nishiganda Society, Opp. Bedekar Hospital, M. Karve Road , Thane 400 602, Maharashtra at 9:30 A.M. and at any adjournment(s) thereof in respect of such resolutions as are indicated below.

- |  |                       |
|--|-----------------------|
|  | <b>Resolution No.</b> |
| 1. Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended 31st March, 2016. |                       |
| 2. Re-appointment of Mr. Dharmesh Sukhadia as a Director of the Company  |                       |
| 3. Re-appointment of Statutory Auditors for the financial year 2016-17.  |                       |

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

Affix 1 Rupee  
Revenue  
Stamp

Signature of Shareholder \_\_\_\_\_ Signature of Proxy  
Holder(s) \_\_\_\_\_

**Notes:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Officer of the Company, not less than 48hours before the commencement of the Meeting. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and proxy need not be a member.

To,				
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If undelivered please return to :  
Paramount Printpackaging Limited  
A-309, MIDC, TTC Industrial Area,  
Mahape, Navi Mumbai 400701  
Tel : +91 22 41627777