

**39TH
ANNUAL
REPORT
2009 - 2010**



ROLLATAINERS LIMITED



ROLLATAINERS LIMITED

BOARD OF DIRECTORS	MR. VINOD KUMAR UPPAL	Chairman & Whole Time Director
	MR. ASHISH PANDIT	Director
	MR. SANJAY TIKU	Director
	MR. PYUSH GUPTA	Director
	MR. PRAKASH CHANDRA LOHUMI	Director

COMPANY SECRETARY AJAI KUMAR GUPTA

REGISTERED OFFICE Plot No. 73-74,
Phase-III, Industrial Area,
Dharuhera, Distt. - Rewari,
Haryana - 123106

AUDITORS MANOJ MOHAN & ASSOCIATES
Chartered Accountants

BANKERS CANARA BANK
STATE BANK OF MYSORE
STATE BANK OF INDIA

REGISTRAR & SHARE TRANSFER AGENT M/s. BEETAL FINANCIAL & COMPUTER SERVICES (P) LTD.
Beetal House, 3rd Floor, 99, Madangir,
Behind L.S.C., Near Dada Harsukh Das Mandir,
New Delhi-110062
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NOTICE

Notice is hereby given that the Thirty Ninth Annual General Meeting of the Company will be held as under:-

Day	:	Thursday
Date	:	30 th December, 2010
Time	:	09.30 A.M.
Venue	:	Registered Office – Plot No. 73-74, Phase III, Industrial Area, Dharuhera, Distt – Rewari, Haryana - 123106

to transact the following business :-

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet for the financial year ended at 30th September, 2010 together with Profit and Loss Accounts for the period ended on that date, and the reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Ashish Pandit, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting.

SPECIAL BUSINESS

4. **To consider and if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:**

"RESOLVED THAT Mr. Sanjay Tiku, who was appointed as an Additional Director of the Company by the Board of Directors and who holds office up to the date of this Annual General Meeting in term of Section 260 of the Companies Act, 1956 and in respect of whom the Company has received a notice under Section 257 of the Act, in writing, proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation."

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

"RESOLVED THAT Mr. Pyush Gupta, who was appointed as an Additional Director of the Company by the Board of Directors and who holds office up to the date of this Annual General Meeting in term of Section 260 of the Companies Act, 1956 and in respect of whom the Company has received a notice under Section 257 of the Act, in writing, proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation."

6. **To consider and if thought fit, to pass with or without modification, the following Resolution as a Special Resolution:**

"RESOLVED THAT subject to the approval of the Central Government under Section 21 of the Companies Act, 1956 and other applicable provisions, if any, the name of the Company be changed from **"ROLLATAINERS LIMITED"** to **"AMPACK LIMITED"** or such other name as may be approved by the Registrar of Companies NCT of Delhi & Haryana and accordingly the name **AMPACK LIMITED** or such other approved name, wherever it occurs in the Memorandum and Articles of Association of the Company be substituted by the approved name.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to make necessary application for obtaining approval to the change of name accordingly to the Registrar of Companies, NCT of Delhi and Haryana and to do all such acts, deeds and things as may be necessary and incidental thereto for giving effect to the above Resolution."



ROLLAINERS LIMITED

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

"RESOLVED THAT pursuant to Section 198, 269, 309 & 310 read with schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956 the Company hereby accords its approval for the appointment of Mr. Vinod Kumar Uppal as a Whole Time Director of the Company for a period of 5 years with effect from 02nd December 2010, upon the terms and conditions as set out in the Explanatory Statement attached herewith.

RESOLVED FURTHER THAT in the event of no profits or if the profits of the Company are inadequate the Whole Time Director shall not be entitled to any remuneration by way of salary and/or perquisites.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary and incidental thereto for giving effect to the above Resolution."

By Order of the Board
For **ROLLAINERS LIMITED**

Sd/-
(Vinod Kumar Uppal)
Chairman

Place : Dharuhera, Haryana
Dated : 2nd December, 2010

NOTES:

1. An Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of the Special Business under item No. 4 to 7 stated above is annexed hereto. The relevant details of Directors seeking appointment/reappointment under item No 4,5, and 7 above, as required by the Clause 49 of the Listing Agreement, entered into with Stock Exchange are also annexed.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE COMPANY'S OFFICE NOT LESS THAN FORTY EIGHT HOURS BEFORE THE TIME OF THE MEETING.**
3. All documents referred to in the notice are open for inspection at the Registered Office of the Company on all working days between 11.00 A.M. to 1.00 P.M.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 27th December 2010 to Thursday 30th December, 2010 (both days inclusive) for the purpose of Annual General Meeting.
5. The members are requested to bring their copies of Annual Report to the Meeting, as the same will not be redistributed at the venue of Annual General Meeting.
6. The Members attending the Annual General Meeting are requested to bring the enclosed attendance slip and deliver the same, after filling in their folio number or DP-ID, Client ID at the entrance of the meeting hall. Admission at the Annual General Meeting venue will be allowed only after verification of the signature in the attendance slip. Duplicate attendance slip will be issued at the Registered Office of the Company up to a day preceding the day of Annual General Meeting.
7. Consequent upon the introduction of Section 109A of the Companies Act, 1956, shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in form No. 2B in duplicate (which will be made available on request) to the R&T Agents of the Company.
8. The members desirous of any information on the accounts are requested to write to the Company at least a week before the meeting so as to enable the management to keep the information ready.

**INFORMATION REQUIRED TO BE FURNISHED UNDER CLAUSE 49 OF THE LISTING AGREEMENT IN RESPECT OF DIRECTORS BEING APPOINTED/RE-APPOINTED**

Name	:	Mr. Ashish Pandit
Date of Birth	:	16-09-1972
Qualification	:	B.Com
Profession	:	Service
Expertise	:	Administration & Operations
Other Directorships in Indian Public Companies	:	1. Lotus Buildtech Limited 2. ACL Industries Limited 3. Amtek Defence Technologies Limited 4. Amtek Brake Systems Limited 5. Amtek Heavy Engineering Industries Limited 6. Amtek Metal & Mining Limited 7. Amtek Steel Industries Limited

Name	:	Mr. Sanjay Tiku
Date of Birth	:	27-01-1970
Qualification	:	B.Com, MBA
Profession	:	Service
Expertise	:	Finance & Accounts
Other Directorships in Indian Public Companies	:	1. Amtek Brake Systems Limited 2. Amtek Defence Technologies Limited 3. Amtek Tekfor Automotives Limited 4. Symbios Personnel Advices & Services Limited 5. WHF Precision Forgings Limited

Name	:	Mr. Pyush Gupta
Date of Birth	:	24-08-1972
Qualification	:	PGHRM, MBA, LLB
Profession	:	Service
Expertise	:	Administration & Operations
Other Directorships in Indian Public Companies	:	Nil

Name	:	Mr. Vinod Kumar Uppal
Date of Birth	:	14-12-1962
Qualification	:	B.Com
Profession	:	Service
Expertise	:	Finance & Operations
Other Directorships in Indian Public Companies	:	Amtek Crankshafts (India) Limited



**ANNEXURE TO NOTICE
EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956**

ITEM NO. 4

Mr. Sanjay Tiku was co-opted as an Additional Director of the Company in the Board Meeting held on 02nd December 2010 and holds office up to the date of ensuing Annual General Meeting. The Company has received a notice in writing under Section 257 of the Companies Act, 1956 from a member along with the requisite deposit, signifying his intention to propose the name of Mr. Sanjay Tiku as a candidate for the office of Director of the Company.

The Board considers it desirable that the Company should continue to avail services of Mr. Sanjay Tiku as a Director and accordingly recommends this Resolution for your approval.

None of the Directors except Mr. Sanjay Tiku is concerned or interested in the said Resolution

ITEM NO. 5

Mr. Pyush Gupta was co-opted as an Additional Director of the Company in the Board Meeting held on 02nd December 2010 and holds office up to the date of ensuing Annual General Meeting. The Company has received a notice in writing under Section 257 of the Companies Act, 1956 from a member along with requisite deposit, signifying his intention to propose the name of Mr. Pyush Gupta as a candidate for the office of Director of the Company.

The Board considers it desirable that the Company should continue to avail services of Mr. Pyush Gupta as a Director and accordingly recommends this Resolution for your approval.

None of the Directors except Mr. Pyush Gupta is concerned or interested in the said Resolution.

ITEM NO. 6

The Company is mainly engaged in the business of packaging solutions and has two divisions ie Cartoon Manufacturing division and Machinery division. The Company earns its major revenue from Cartoon Manufacturing division. The Board of Directors is of the view that the present business activities of the Company are not reflected in its current name, therefore, the Board of Directors has proposed to change the name of the Company to "Ampack Limited" or such other name as may be approved by the Registrar of the Companies NCT of Delhi & Haryana, so that to commensurate the same with the present line of business.

In the light of the above it would be expedient and desirable to change the name of the Company from "Rollatainers Limited" to "Ampack Limited" or such other name as may be approved by the Registrar of the Companies NCT of Delhi & Haryana, for registration under Section 20 of the Companies Act, 1956 and subject to the Resolution being passed in the Annual General Meeting, an application will be made to Central Government for approval to the change of the name under Section 21 of the Companies Act, 1956.

Your Directors recommend the Resolution for your approval.

None of the Directors is concerned or interested in the said Resolution.

ITEM NO. 7

In accordance with Section 198, 269, 309 & 310 read with schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956 and subject to the approval of shareholders and other regulatory authorities, as applicable, the Board of Directors of the Company has appointed Mr. Vinod Kumar Uppal as Whole Time Director of the Company for a period of 5 years with effect from 02.12.2010, subject to the approval of the shareholders. The main details of the terms and conditions as executed between the Company and Mr. Vinod Kumar Uppal are mentioned below which may also be treated as an abstract u/s 302 of the Companies Act, 1956.

Mr. Vinod Kumar Uppal aged about 48 years is a bachelor of Commerce and has a wide experience in the industry in the areas of finance and operations. He has been a Non Executive Director on the Board of the Company since August 2007 and has been instrumental in guiding the Company.



The agreement between the Company and Mr. Uppal has following main terms and conditions:

(a) Period

Five Years (From 02nd December 2010 to 01st December 2015)

(b) Nature of Duties

As a Whole Time Director of the Company Mr. Vinod Kumar Uppal, shall exercise such powers to manage the day to day affairs of the Company as may be delegated to him by the Board of Directors from time to time. He shall have control of and full executive responsibility for the general conduct and management of business and affairs of the Company. Mr. Uppal will serve diligently and faithfully and will comply with all applicable laws and regulations as in force, from time to time and with all business policies and standards of the Company in his performance of services under this agreement.

(c) Remuneration:

Mr. Vinod Kumar Uppal shall be entitled to a salary not exceeding Rs. 2 Lakhs per month to be fixed by the Board of Directors from time to time subject to the availability of sufficient profits calculated in accordance with Section 349 and subject to Section 309 and Schedule XIII of the Companies Act, 1956.

In the event of no profits or if the profits of the Company are inadequate, Mr. Vinod Kumar Uppal, Whole Time Director shall not be entitled to any remuneration by way of salary and/or perquisites.

The draft of agreement executed between the Company and Mr. Vinod Kumar Uppal is available for inspection at the registered office of the Company between 11.00 A.M. and 1.00 P.M. on any working day of the Company.

None of the Directors, other then Mr. Vinod Kumar Uppal himself, are concerned or interested in this Resolution.

By Order of the Board
For **ROLLATAINERS LIMITED**

Place : Dharuhera, Haryana
Dated : 2nd December, 2010

Sd/-
(Vinod Kumar Uppal)
Chairman



DIRECTORS' REPORT

TO
THE MEMBERS
ROLLAINERS LIMITED

Yours Directors' have pleasure in presenting the Thirty-Ninth Annual Report and the Audited Accounts of the Company for the financial year ended 30th September, 2010.

FINANCIAL RESULTS

(Rs in lacs)

PARTICULARS	Year ended 30-09-2010	Year ended 30-09-2009
Sales and Other Income	5176	4873
Expenditures	(5692)	(5040)
Gross Profit Before Depreciation	(516)	(167)
Depreciation	237	249
Profit Before Tax	(753)	(416)
Provisions for Tax	0	4
Profit After Tax	(753)	(420)
Add : Accumulated Profit/Loss	(7719)	(7181)
Amount Transfer to Capital Reserve	0	(120)
Surplus Carried to Balance Sheet	(8472)	(7721)

PERFORMANCE

During the year under review, the Company has recorded a turnover of Rs. 50.48 crores as against a turnover of Rs. 52.47 crores in the previous year thus recording a decrease of 3.79% over the previous year. The Loss for the year stands at Rs. 7.53 crores as against the corresponding figure of Rs. 4.20 crores, for the previous year.

DIVIDEND

During the financial year under review, the Company has incurred losses, therefore, your Directors have not recommended any dividend.

DIRECTORS

Mr. Ashish Pandit, Director retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for reappointment. Mr. Sanjay Tiku and Mr. Pyush Gupta were co-opted as Additional Directors on the Board of the Company with effect from 02.12.2010. The Company has received notices from members under Section 257 of the Companies Act, 1956 in writing proposing their candidature for the office of Director. Brief resume of the Directors proposed to be appointed/reappointed, nature of their expertise in specific functional areas and names of the Companies in which they hold directorships and memberships/chairmanships of Board Committees, as stipulated under Clause 49 of the Listing Agreement with the Bombay Stock Exchange Limited, is provided in the notice forming part of the Annual Report.

AUDITORS

The Auditors of the Company M/s Manoj Mohan & Associates, Chartered Accountants, Delhi, hold office until the conclusion of the ensuing Annual General Meeting and are eligible for reappointment. A Certificate from Auditors has been received to the effect that their appointment, if made, would be within the limit prescribed under Section 224(1B) of the Companies Act, 1956.

Notes forming part of the accounts, which are specifically referred to by the auditors in their report, are self explanatory and therefore, do not call for any further comments.

**SHARE CAPITAL AUDIT**

As per the directive of the Securities and Exchange Board of India (SEBI) M/s Iqneet Kaur & Co., Company Secretaries, New Delhi, undertakes a Share Capital Audit on quarterly basis. The purpose of the audit is to reconcile the total shares held in CDSL, NSDL and in physical form with the admitted, issued and listed capital of the Company.

The Share Capital Audit Report as submitted by the Auditor on quarterly basis were forwarded to the Bombay Stock Exchange Limited where the shares of the Company are listed.

FIXED DEPOSITS

During the financial year under review, the Company has not accepted any deposits under Section 58 A & 58AA of the Companies Act, 1956.

CLOSURE OF THE UNIT

During the year under review, the Company has closed its unit at Plot No. 84, Sipcot Industrial Complex, Phase-I, Hosur, Tamilnadu because it had become uneconomical due to antiquated and unviable operations.

DE-MATERIALISATION OF SHARES

The Company's equity shares are available for de-materialisation on both the depositors viz. NSDL & CDSL. Shareholders may be aware that SEBI has made trading in your Company's shares mandatory, in de-materialized form. As on 30th September, 2010, 99,04,958 equity shares representing 99% of your Company's Paid Up equity shares capital have been de-materialised.

LISTING AT STOCK EXCHANGES

The shares of Company are listed on Bombay Stock Exchange Limited. The Company has paid Annual Listing Fee to the Stock exchange for the year 2010 - 2011.

STATUTORY INFORMATION

- Particulars of Employees under Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, may be taken as NIL.
- Statutory details of Energy Conservation and Technology Absorption, R & D activities and Foreign Exchange Earnings and Outgo, as required under Section 217 (1)(e) of the Companies Act, 1956 and Rules prescribed there under i.e. the Companies (Disclosure of Particulars in Report of Board of Directors) Rules, 1988 are given in the Annexure and Form part of this Report.

CORPORATE GOVERNANCE

A separate section on Corporate Governance forming part of the Director's Report and a certificate from the Company's auditors confirming compliance of Corporate Governance norms as stipulated in Clause 49 VII of the Listing Agreement with the Bombay Stock Exchange Limited is included in the Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis of financial condition including the results of operations of the Company for the year under review as required under Clause 49 of the Listing Agreement with Bombay Stock Exchange Limited is presented in a separate section forming part of the Annual Report.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217 (2AA) of the Companies Act, 1956, as amended by the Companies (Amendment) Act, 2000, with respect to Directors Responsibility Statement, it is hereby confirmed: -

1. That in the preparation of the annual accounts for the financial year ended on 30.09.2010 the applicable Accounting Standards have been followed;
2. That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review;



3. That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
4. That the Directors had prepared the annual accounts on a going concern basis.

INDUSTRIAL RELATIONS

During the year under review, the relations between the Management and the Workmen were highly cordial.

INVESTOR RELATIONS

Your Company always endeavours to keep the time of response to shareholder's requests/grievances at the minimum. Priority is accorded to address all the issues raised by the shareholders and provide them a satisfactory reply at the earliest possible time. The Shareholders' and Investors' Grievances Committee of the Board meets periodically and reviews the status of the redressal of investors' grievances. The shares of the Company continue to be traded in Electronic Form and the De-materialisation arrangement exists with both the depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited.

ACKNOWLEDGEMENT

Your Directors wish to place on record the sincere and dedicated efforts of all the members of the Company's team. Your Directors also take this opportunity to offer their sincere thanks to the Financial Institutions, Banks and Government Agencies, our valued customers and the investors for their continued support and assistance.

Your directors also express their profound thanks to the all the stakeholders for their faith and continued support in the endeavours of the Company.

Place : Dharuhera, Haryana
Dated : 2nd December, 2010

By Order of the Board
For **ROLLAINERS LIMITED**

Sd/-
(Vinod Kumar Uppal)
Chairman



ANNEXURE TO THE DIRECTORS' REPORT 2009 - 2010

INFORMATION REQUIRED UNDER SECTION 217(1)(e) OF THE COMPANIES ACT, 1956

1. Research & Development (R & D)

- a) Specific areas in which R & D carried out by the Company : i) Product design & development
ii) Process design & improvement.
- b) Benefits derived as a result : i) Reduction in process time
ii) Higher productivity
iii) Consistent quality
- c) Future plan of action : To achieve better yield by way of cost reduction through higher level of automation.

2. Technology Absorption

- a) Efforts in brief towards Technology absorption : The Company have been importing equipments of the latest state-of-the-art technology of the world and making packaging cartons and packing machines of international standards with its own technology.
- b) Benefit derived as a result of above efforts : Cost reduction, and product development
- c) Information in case of imported technology (imported during the last 6 years reckoned from the beginning of financial year) : N/A

3. Foreign Exchange Earnings & Outgo

Activities relating to exports; initiatives taken to increase exports; development of new export markets for products and services; and export plans.

Export market for the Company's products is continuously explored. The requirement of foreign buyers is also being assessed to procure more and more confirmed orders.

	(Rs. in lacs)	
	Current year	Previous period
Total foreign exchange used		
a) Import of Raw Materials	NIL	NIL
b) Import of Capital Goods/Spares	2302.08	136.89
c) Travelling	3.46	1.28
d) Interest	NIL	NIL
e) Others	NIL	NIL
Total foreign exchange earned	Current year	Previous period
a) FOB value of Exports	92.62	75.14
b) Others	NIL	NIL

4. Conservation Of Energy

- a) Energy conservation measures taken: Installation of energy efficient equipments.
- b) Additional Investments and proposals, if any, being implemented for reduction of consumption of energy: Investment is considered from time to time whenever it is deemed necessary, in order to reduce consumption of energy.
- c) Impact of the measures at (a) and (b) above is reflected in reduced power consumption per unit of production.
- d) Total Energy consumption and Energy consumption per unit of production : N/A



CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is the implementation of best Corporate practices, which enhances shareholder value in the long run, at the same time protecting the interest of other stakeholders. It refers to a blend of law, regulations, and voluntary practices, which enable the Company to attract financial and human resources, and achieve customer satisfaction through best quality at lower price, thus establishing long-term economic value for its stakeholders. It also ensures a fair and transparent decision-making and reporting system.

2. BOARD OF DIRECTORS

The Business of the Company is managed by the Board of Directors. The functions of the Board include formulation of strategic business plans, budgets, setting up goals and evaluation of performance, approving corporate philosophy and mission, monitoring corporate performance against strategic business plans, overseeing operations, recruitment of senior management personnel, review of material investment and fixed assets transactions, ensuring compliance with laws and regulations, keeping shareholders informed regarding plans, strategies and performance of the Company and other important matters. The Board of Directors has the ideal composition with more than half the Directors being non-executive and independent Directors. Since the Company has an Executive Chairman, the Board's composition meets the stipulated requirement of at least half of the Board comprising of Independent Directors, who have no professional and/or business relationship with the Company.

A) Composition of Directorship

The constitution of the Board as on 30th September, 2010 :

Executive Chairman
Mr. Vinod Kumar Uppal, Chairman and Whole Time Director

Executive Director	Non-Executive and Independent Directors
Mr. Vinod Kumar Uppal	Mr. Ashish Pandit
	Mr. Sanjay Tiku
	Mr. Pyush Gupta
	Mr. Prakash Chandra Lohumi, Nominee Director

1. Mr. Chadra Prakash Nagpal, Whole Time Director resigned with effect from 17.07.2010.
2. Mr. Vinod Kumar Uppal has been appointed as Whole time Director with effect from 02.12.2010 subject to approval of shareholders in the Annual General Meeting.
3. Mr. Sanjay Tiku and Mr. Pyush Gupta have been co-opted on the Board as Additional Directors with effect from 02.12.2010 and have been proposed by the shareholders for reappointment in the Annual General Meeting.

B) Pecuniary Relationship

There is no pecuniary relationship or transaction of the non-executive/independent Directors vis-à-vis the Company.

C) Attendance Record of Board Meetings

During the year under review 7 Board Meetings were held on 30.10.2009, 03.12.2009, 30.01.2010, 10.05.2010, 08.07.2010, 12.08.2010 and 14.09.2010 The Board members are given appropriate documents and information in advance of each Board meeting.



The attendance record of all the Directors on the Board is as under:-

Name of Directors	Number of Board meetings attended	Attendance at last AGM
Mr. Vinod Kumar Uppal	6	Yes
Mr. Ashish Pandit	5	No
Mr. Chandra Prakash Nagpal	5	Yes
Mr. Prakash Chandra Lohumi	3	Yes

D. Directors of the Company having directorship in other Companies, Membership/Chairmanship in Committees (as prescribed under Corporate Governance) across all Companies, in which they are Directors.

Name of Director	Category of Director	Number of other Directorships held in other Public Companies*	Number of Membership in other Companies' committees **	
			Member	Chairman
Mr. Vinod Kumar Uppal	Executive Director	2	1	NIL
Mr. Ashish Pandit	Independent, Non-Executive Director	7	NIL	NIL
Mr. Chandra Prakash Nagpal	Independent, Executive Director	NIL	NIL	NIL
Mr. Prakash Chandra Lohumi	Nominee Director	NIL	NIL	NIL
Mr. Sanjay Tiku	Independent, Non-Executive Director	5	NIL	NIL
Mr. Pyush Gupta	Independent, Non-Executive Director	NIL	NIL	NIL

* This excludes directorship held in Private Companies, Foreign Companies and Companies formed under Section 25 of the Companies Act, 1956.

** In accordance with clause 49, Membership/Chairmanships of only Audit Committee and Shareholders/ Investor's Grievance Committee in all Public Limited Companies have been considered.

*** Mr. Chandra Prakash Nagpal resigned with effect from 17.07.2010.

3. BOARD PROCEDURES

The members of the Board have been provided with the requisite information as per the Listing Agreement well before the Board Meeting.

All the Directors who are in various committees are within the permissible limit of the Listing Agreement and none of the Directors are disqualified for appointment as Director under any of the provisions of the Companies Act, 1956.

4. AUDIT COMMITTEE

The Board of the Company has constituted Audit Committee, which presently comprises of three Directors Mr. Ashish Pandit and Mr. Chander Prakash Lohumi independent and non-executive Directors and Mr. Vinod Kumar Uppal, Whole Time Director. Mr. Ashish Pandit is the Chairman of the Audit Committee. The constitution of the Audit Committee meets the requirement of Section 292A of the Companies Act, 1956. The powers and role of the Audit Committee are as per the guidelines set out in the Listing Agreement and as prescribed under Section 292A of the Companies Act, 1956.



During the period, the Committee met 5 times and the attendance of the meetings was as follows:

Name of the Member	Status	No. of Meetings Attended
Mr. Ashish Pandit	Chairman	5
Mr. Prakash Chandra Lohumi	Member	5
Mr. Vinod Kumar Uppal	Member	5

5. REMUNERATION COMMITTEE

The Board has constituted a Remuneration Committee, comprising Directors viz. Mr. Vinod Kumar Uppal, Mr. Ashish Pandit and Mr. Chandra Prakash Lohumi. The Committee has been constituted to review/recommend the annual salaries, commission, service agreement and other employment conditions for the Whole-time Director/Managing director.

The remuneration policy is directed towards rewarding performance, based on review of achievement on a periodical basis. The remuneration policy is in consonance with the existing industrial practice.

During the year under review, only one meeting of the Remuneration Committee was held, in which all the members were present.

A. The details of the remuneration paid to the Executive Director for the year ended 30th September 2010 are as given below: -

(Amount in Lacs)

Executive Director	Salary*	Allowances, Perquisites & other benefits	Contribution to PF and other funds	Service Contract
Mr. Chandra Prakesh Nagpal	Nil	-	-	5 years

1. Remuneration includes Salary, Bonus, Contribution to Provident Fund and all other perquisites taxable or non-taxable.
2. Appointment is contractual.
3. Information about qualification and last employment is based on particulars furnished by the employee.
4. The above employee does not hold by himself or alongwith his spouse and dependent children 2% or more of equity shares of the Company.
5. The above employee is not a relative of any Director of the Company.

* Mr. Chandra Prakash Nagpal resigned with effect from 17.07.2010.

B. The details of the remuneration to the Non-Executive Directors provided as per accounts for the year ended 30th September 2010 are given below:-

Non-Executive Director	Sitting Fee (Rs.)	Commission	Total (Rs.)
Mr. Vinod Kumar Uppal	1500	-	1500
Mr. Ashish Pandit	1500	-	1500
Mr. Chandra Prakash Nagpal	NIL	-	Nil
Mr. Prakash Chandra Lohumi	1000	-	1000

6. SHAREHOLDERS/INVESTORS GRIEVANCE COMMITTEE

The Board has constituted a Shareholders'/Investors' Grievance Committee, comprising viz. Mr. Vinod Kumar Uppal, Mr. Ashish Pandit and Mr. Prakash Chandra Lohumi. The Committee has been constituted specifically to look into redressal of Shareholders' and Investors grievances.

During the Year, the committee met four times. All the members were present in all the meetings held during the period.

Total number of letters and complaints received and replied to the satisfaction of the shareholders during the year under review was 10. As on 30th September, 2010, there were nil complaints pending with the Company.



The Company has also adopted a code of internal procedures and conduct for Prevention of Insider Trading in the shares of the Company, pursuant to Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, as amended from time to time.

7. SHARE TRANSFER COMMITTEE

The Board has delegated the powers to approve transfer of the shares to Share Transfer Committee. The Committee held 13 meetings during the year and approved transfer of the shares lodged with the Company. The Committee deals with the following matters :

- Transfer/Transmission of shares;
- Issue of new share certificates;
- Review of dematerialisation of shares
- All other matters relating to shares.

8. GENERAL BODY MEETINGS

The last three Annual General Meetings were held as per details given below:-

Year	Location	Date	Time	Special Resolutions passed
2008-2009	13/6, Mathura Road, Faridabad-121003	30th December, 2009	09.30 A.M	NIL
2007-2008	13/6, Mathura Road, Faridabad-121003	30th December, 2008	10.00 A.M	—
2006-2007	13/6, Mathura Road, Faridabad-121003	31st December, 2007	10.00 A.M	• Appointment of Whole Time Director

During the year under review, the Company has conducted a Postal Ballot in pursuance to the provisions of Section 192 A of the Companies Act, 1956 and Companies (Passing of Resolution by Postal Ballot) Rules, 2001 for seeking approval of the Shareholders by way of Special Resolution to shift the Registered Office of the Company from 13/6, Mathura Road, Haryana to Plot No. 73-74, Phase III, Industrial Area, Dharuhera, Distt- Rewari, Haryana pursuant to Section 146 (2) (a) of the Companies Act, 1956.

Ms. Iqneet Kaur, Practising Company Secretary , New Delhi who was appointed as Scrutiniser by the Board of Directors for conducting the Postal Ballot had submitted her report on August 17, 2010 based on which the result was declared by the Company on the same day.

The result of the Postal Ballot was published in Business Standard (English daily) and Business Standard Hindi (Vernacular Newspaper).

The summery of the result is as follows:

Description	Special Resolution for shifting of the Registered Office under Section 146 (2) (a) of the Companies Act, 1956
No. of Valid votes polled (% age)	8201524 (100%)
Votes cast in favour of the Resolution (% age)	8198382 (99.962%)
Votes cast against the Resolution (% age)	3142 (0.038%)



9. DISCLOSURES

(A) Basis of Related Party Transaction

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 interest of Company at large — Nil

(B) Whistler Blower Policy

The Company encourages an open door policy where employees have access to the Head of the business / Function. In terms of Company's Code of Conduct, any instance of non adherence to the code/ any other observed unethical behaviour are to be brought to the attention of the immediate reporting authority, who is required to report the same to the Head of Corporate Human Resources. We hereby affirm that no personnel have been denied access to the audit committee. The Company has complied with all the mandatory requirements of the revised Clause 49 of the Listing Agreement, which came into effect from 1st January 2006.

Further, the Company has also complied with the non-mandatory requirement relating to constitution of Remuneration Committee and establishing the Whistleblower Policy.

(C) Code of Business Conduct and Ethics for Directors and Management Personnel

The Board has prescribed a Code of Conduct ("Code") for all Board members and senior management of the Company. The Code has been posted on the website of the Company (www.rolapack.com). All Board members and senior management personnel have confirmed compliance with the Code for the year 2009-10. A declaration to this effect signed by the Managing Director & CEO of the Company, is provided elsewhere in the Annual Report.

(D) Disclosure of Accounting Treatment :

In the preparation of financial statements for the year ended on 30th September, 2010, there was no treatment different from that prescribed in the Accounting Standard that had been followed.

(E) Board Disclosures – Risk Management :

The Company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that the executive management controls risk through means of properly defined framework.

10. MEANS OF COMMUNICATION

Results for the quarter ended 31st December 2009, 31st March 2010, 30th June 2010, and 30th September 2010, have been published in Statesman (English daily) and Hari Bhoomi (Vernacular newspaper).

A Management Discussion and Analysis report which forms part of the Annual Report is given by means of a separate annexure and is attached to the Directors' Report.

11. GENERAL SHAREHOLDERS INFORMATION

i. ANNUAL GENERAL MEETING

Date - 30th December 2010
Day - Thursday
Time - 9.30 A.M.
Place - Plot No. 73-74, Phase III, Industrial Area, Dharuhera, Haryana- 123106

**ii. FINANCIAL CALENDAR
(tentative & subject to change)**

Financial year 2010-2011	1st October 2010 to 30th September 2011
First quarter	Mid February, 2011
Second quarter	Mid May, 2011
Third quarter	Mid August, 2011
Fourth quarter	Mid November, 2011



iii. DATES OF BOOK CLOSURE: Monday, December 27, 2010 to
Thursday, December 30, 2010
(Both days inclusive)

iv. DIVIDEND PAYMENT DATE

No dividend has been recommended by the Board of Directors in view of the accumulated losses.

v. LISTING ON STOCK EXCHANGES

Equity Shares of the Company are listed at the Bombay Stock Exchange Limited. Listing fees for the year 2010-2011 has been paid to the Stock Exchange with-in the stipulated time.

vi. STOCK CODES

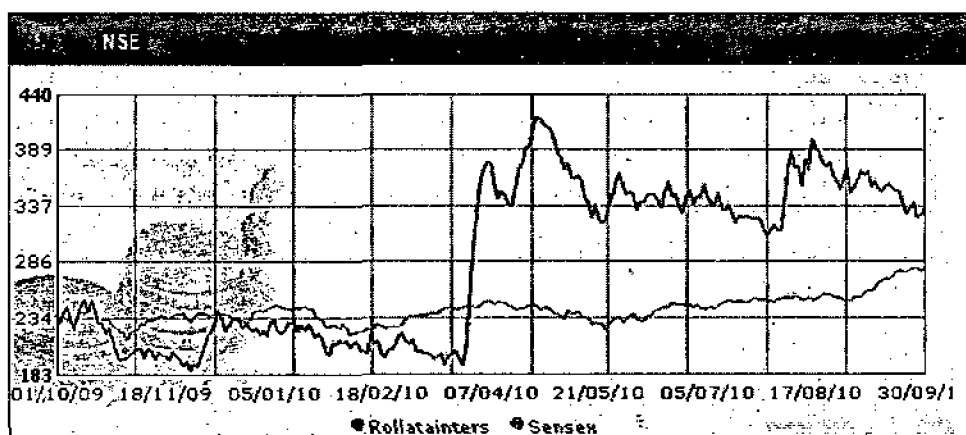
Bombay Stock Exchange Limited - **502448**
International Securities Identification Number - **INE 927A01024**

vii. STOCK MARKET DATA

Monthly high and low quotations of equity shares traded at Bombay Stock Exchange Limited for the financial year ended at 30.09.2010

Months	High (Rs.)	Low (Rs.)
October, 2009	259.00	193.55
November 2009	214.45	185.50
December 2009	242.65	185.10
January, 2010	246.10	196.00
February, 2010	240.00	190.30
March, 2010	327.85	187.00
April, 2010	428.05	306.00
May, 2010	417.00	306.00
June, 2010	381.00	325.00
July, 2010	359.95	282.50
August, 2010	406.10	313.05
September, 2010	438.00	310.65

Bombay Stock Exchange



Historic Graph 01-10-2009 to 30-09-2010

**ROLLATAINERS LIMITED****viii. REGISTRAR AND TRANSFER AGENTS****M/s. Beetal Financial & Computer Services(P) Ltd.**

Beetal House, 3rd Floor, 99, Madangir,
Behind L.S.C., Near Dada Harsukh Das Mandir,
New Delhi-110062
Phone No. 011-29961281-83
Fax No. 011-29961284

ix. SHARE TRANSFER SYSTEM

Presently, the share certificates, which are received for transfer in physical form are processed and are returned within a period of 10 to 15 days from the date of receipt, subject to the documents being valid and complete in all respects. The transfers are approved in the Share Transfer Committee, which meets on a periodical basis.

x. DISTRIBUTION OF SHAREHOLDING AS ON 30TH SEPTEMBER 2010

No. of Shares held (Rs. 10/- paid up)	Shareholders Number	% of total	Total (in Rs.)	% of Total Shareholding
Upto - 5,000	4961	96.97	2031340	2.03
5,001 - 10,000	52	1.02	388940	0.39
10,001 - 20,000	38	0.74	548650	0.55
20,001 - 30,000	14	0.27	363950	0.36
30,001 - 40,000	8	0.16	289080	0.29
40,001 - 50,000	3	0.06	136380	0.14
50,001 - 1,00,000	15	0.29	1037690	1.04
1,00,001 & above	25	0.49	95255970	95.21
TOTAL	5116	100.00	10005200	100.00

xi. THE SHAREHOLDING PATTERN AS ON SEPTEMBER 30, 2010

Category code	Category of shareholder	Number of shareholders	Total number Shares	Percentage of shares
(A)	Shareholding of Promoter and Promoter Group			
(1)	Indian			
(a)	Individuals/Hindu undivided Family	0	0	0
(b)	Central Government/ State Government(s)	0	0	0
(c)	Bodies Corporate	1	7498416	74.945
(d)	Financial Institutions/ Banks	0	0	0
(e)	Any Other (Specify)	0	0	0
	Sub-Total (A)(1)	1	7498416	74.945
(2)	Foreign			
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	0	0	0
(b)	Bodies Corporate	0	0	0
(c)	Institutions	0	0	0
(d)	Any Other (Specify)	0	0	0
	Sub-Total (A)(2)	0	0	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	1	7498416	74.945



(B) Public shareholding			
(1) Institutions			
(a)	Mutual Funds/UTI	0	0
(b)	Financial Institutions/ Banks	3	148
(c)	Central Government/ State Government(s)	0	0
(d)	Venture Capital Funds	0	0
(e)	Insurance Companies	0	0
(f)	Foreign Institutional Investors	1	100000
(g)	Foreign Venture Capital Investors	0	0
(h)	Any Other (Specify)	0	0
Sub-Total (B)(1)		4	100148
(2) Non-institutions			
(a)	Bodies Corporate	163	1886673
(b)	Individuals		
	i Individual shareholders holding nominal share capital up to Rs. 1 lakh	4913	360158
	ii Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	4	145392
(c)	Any Other (Specify)		
	(I) Trusts	0	0
	(i) Clearing Member	12	12374
	(ii) Non-resident Indian/(OCBs)	19	2039
	(iii) HUF	0	0
	(iv) Foreign Corporate Bodies	0	0
Sub-Total (B)(2)		5111	2406636
Total Public shareholding (B) = (B)(1)+(B)(2)		5115	2506784
TOTAL (A)+(B)		5116	10005200
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0	0
GRAND TOTAL (A)+(B)+(C)		5116	10005200

i. DEMATERIALIZATION OF SHARES AND LIQUIDITY

The dematerialization facility exists with both NSDL and CDSL for the convenience of the Shareholders. As on September 30, 2010, 99,04,958 Equity shares of the Company, forming 99% of total shareholding stand dematerialized.

ii. OUTSTANDING GDRS/ADRS/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY

As on date, there are no outstanding GDRs/ADRs/Warrants/ or any other Convertible instruments.

iii. PLANT LOCATION

- 13/6, Mathura Road, Faridabad, Haryana
- 14/5, Mathura Road, Faridabad, Haryana
- A 414, 9th Main, II Stage, Peenya Industrial Estate, Bangalore, Karnataka
- 73-74, Phase-III, Industrial Area, Dharuhera, Distt. - Rewari, Haryana



ROLLATAINERS LIMITED

iv. INVESTORS CORRESPONDENCE MAY BE ADDRESSED TO :-

The Company Secretary
Rollatainers Limited
73-74, Phase – III, Industrial Area, Dharuhera
Distt – Rewari – 123106, Haryana
Ph. # 01274 – 243326, 242220
Fax # 01274 - 242291
E-mail Address : cs.rollatainers@gmail.com

Place : Dharuhera, Haryana
Date : 2nd December 2010

By Order of the Board
For ROLLATAINERS LIMITED

Sd/-
(Vinod Kumar Uppal)
Chairman

**AUDITORS' REPORT ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE**

To
The Shareholders,
Rollatainers Limited

We have examined the compliance of conditions of Corporate Governance by Rollatainers Limited for the year ended on 30th September, 2010, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Bombay Stock Exchange Limited.

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

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

We state that no investor grievances are pending for a period exceeding one month against the Company. We further state that such compliances are 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 Manoj Mohan & Associates
Chartered Accountants
Firm Registration No. 009195C

Place : New Delhi
Date : December 02, 2010

Sd/-
(M. K. Agrawal)
Partner
Membership No. - 76980

DECLARATION BY CEO UNDER CLAUSE 49 OF THE LISTING AGREEMENT

As required under Clause 49 of the Listing Agreement with Stock Exchanges, it is hereby confirmed that for the year ended 30th September, 2010, the Directors of Rollatainers Limited have affirmed compliance with the Code of Conduct for Board Members as applicable to them and members of the senior management have affirmed compliance with the Employee Code of Conduct, as applicable to them.

Dharuhera, Haryana
December 02, 2010

Sd/-
Vinod Kumar Uppal
Whole-Time Director



CEO AND CFO CERTIFICATION

We, Vinod Kumar Uppal, Whole-time Director and Mr. Ajay Kumar, Asst. General Manager (Finance & Accounts) responsible for the finance function certify that:

- a) We have reviewed financial statements and the Cash Flow Statement for the year ended 30th September, 2010 and to the best of our knowledge and belief:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii these statements together, present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b) To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 30th September, 2010, are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware have been disclosed to the Auditors' and the Audit Committee and steps have been taken to rectify these deficiencies.
- d)
 - i There has not been any significant change in internal control over financial reporting during the year under reference;
 - ii There has not been any significant change in the accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - iii We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place : Dharuhera, Haryana

Date : December 02, 2010

Sd/-

(Ajay Kumar)

A.G.M (Finance & Accounts)

Sd/-

(Vinod Kumar Uppal)

Whole-Time Director



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. INDUSTRY STRUCTURE AND DEVELOPMENTS

The current wave of economic development in India is being seen from all over the world. As Infrastructure, manufacturing and services grow at high rates the packaging Industry is also showing great variety and depth in its growth. India recovered relatively faster from the effect of global economic crisis of fiscal 2008-09 and witnessed a boost in demand in fiscal 2010. This faster recovery was also augmented by the various stimulus packages provided by the Government.

Out of the packaging segments, flexible packaging segment is the fastest growing segment in the Industry and is growing at about 6% on annual basis. Asia is expected to emerge as the largest regional flexible packaging market by 2014. At a compound annual growth rate of 17%, the flexible packaging market is one of the most dynamic and fastest growing markets in India. In the recent years, the Indian markets are witnessing a huge shift from unpacked to packed products which is driven by the availability of high quality affordable packaging.

2. OPPORTUNITIES :

The market volume of the Indian Packaging Industry amounts to about 80,000 Crores and has constantly grown by approximately 15 percent year on year. The pace of growth is expected to accelerate to between 20-25 percent over the next five years. The large growing middle class, liberalisation and organised retail sector are the catalysts to growth in packaging. Also food and Pharma packaging are the key driving segments. Indian companies are now placing increasing emphasis on attractive and hygienic packaging. This promises enormous potential for the future.

THREATS :

Packaging in India presents unique challenges. Climatic conditions vary from extreme cold to extreme hot and humid. Constantly developing infrastructure adds to this complexity. Manufacture of packaging material needs to factor in these circumstances in providing packaging solutions. Augmentation of capacities in a highly price-competitive market is a cause for concern in the medium term. There is clearly a demand for higher quality packaging innovation, and increasing safety standards in packaging. We feel we have an edge in this area to meet the demands of our discerning customers.

3. SEGMENT-WISE PERFORMANCE CARTON MANUFACTURING DIVISION

The Division has registered a turnover of Rs. 48.70 crores during the financial year under review.

MACHINERY DIVISION

The Division has registered a turnover of Rs. 5.70 crores during the financial year under review.

4. OUTLOOK

In the view of the Company, the future trends in the Packaging industry in the packaging segment are:

- The per capita consumption of packaging in India will grow to meet the world average.
- In the next five years, the sector is expected to triple to around \$ 60 billion.
- There might be volatility in the prices of draft paper
- Affiliated industries will support the growth.
- Increasing demand and high volumes will trigger consolidation and setting up to large automatic plants.

5. RISKS & CONCERNS

Competition in the Industry

Company operates in a competitive scenario comprising of Indian, registered, unregistered and small business players and also multinational players resulting in a stiff competition from all these players.

Changes in Government policies

Changes in Government policy, changes in interest rates, revision of duty structure, changes in tax laws, changes in environmental regulations and emission norms etc. may have an adverse impact on the profitability



of Company. Due to the competitive nature of the market, the cost increases as a result of these changes may not be easily passed on to the customers.

Legal and Compliance Risk

We will be subject to extensive regulation by SEBI, Stock Exchanges, RBI and other market regulators in India. New laws / rules and changes in any law and application of current laws / rules could affect the manner of operations and profitability.

Sensitivity to economy and extraneous factors

Company's performance is highly correlated with the economy. The macro economic variables such as consumer spending, unemployment levels affect the business performance of the Company. Any adverse development on economic front may affect the profitability of Company.

Terrorist attacks and other acts of violence Terrorist attacks and other acts of violence or war, including those involving India, the United States, the United Kingdom or other countries may adversely affect Indian and worldwide financial markets. These acts may result in loss of business confidence and have other consequences that could adversely affect our business, results of operations and financial condition. Increased volatility in the financial markets can have an adverse impact on the economies of India and other countries, including economic recession.

6. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has in operation a good system of internal control considering the size and nature of operations. The internal control system covers following aspects of business process and reporting systems:

- Financial propriety of business transactions
- Accurate financial reporting of transactions as per applicable Accounting Standards and Policies
- Safeguarding assets of the Company
- Compliance with prevalent statutes, Listing Agreement provisions, management authorisations, policies and procedures
- Review of information technology and other business process systems so as to suggest ways and means of cost optimisation.

An independent internal audit function is an important element of the Company's internal control system. The management and the internal auditors continuously monitor the operation of the internal control system. Internal audit reports are regularly discussed and corrective measures, where required, are taken.

Further, the Audit Committee meets the internal and statutory auditors to be assured of the operations of the internal controls. The audit Committee also reviews the internal audit findings.

7. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the year under review, due to pressure of inadequate working capital, Company's turnover continued to be adversely affected. For the year ended September 30, 2010 your Company recorded a turnover of Rs. 50.48 crores as against previous year turnover of Rs. 52.47 crores. Losses during the year were recorded at Rs. 7.53 crores as compared to last period's Rs. 4.20 crores. A brief review of the performance of different divisions of the Company during the period is given herein below:

CARTON MANUFACTURING DIVISION

The Division has registered a turnover of Rs. 48.70 crores during the financial year under review as compared to Rs. 49.66 crores in the previous period.

MACHINERY DIVISION

The Division has registered a turnover of Rs. 5.70 crores during the financial year under review as compared to Rs. 3.42 crores in the previous period.



8. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT

A cordial industrial relations environment prevailed at all the manufacturing units of the Company during the year. There was constant focus on all round organizational development. A well defined Performance Management System has been introduced to monitor the progress made by all members. Regular promotions are granted and succession plans are effectively implemented. Our system of compensation is as per the market trends and job requirements. Other benefits to employees are provided for motivation.

9. CAUTION STATEMENT

Statements in the Management discussion and Analysis describing the Company's objectives, projections, expectations and estimates regarding future performance may be "forward-looking statements" within the meaning of applicable securities laws and regulations and are based on currently available information. The management believes these to be true to the best of its knowledge at the time of preparation of this report. However, these statements are subject to future events and uncertainties, which could cause actual results to differ materially from those may be indicated by such statement.

By Order of the Board
For ROLLATAINERS LIMITED

Place : Dharuhera, Haryana
Date : December 02, 2010

Sd/-
(Vinod Kumar Uppal)
Chairman



AUDITORS' REPORT

To
The Members
Rollatainers Limited,
Dharuhera, Haryana

We have audited the attached Balance Sheet of Rollatainers Limited as at 30th September 2010, the Profit and Loss Account and also the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the Auditing Standards generally accepted in India (Indian GAAP). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of any material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

1. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government in terms of Sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure, a statement of the matters specified in paragraphs 4 and 5 of the said order.

Further to our comments in the Annexure referred to above, we report that:

2. (a) We have 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 accounts as required by law have been kept by the Company so far as appears from our examination of those books.
(c) The Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account.
(d) In our opinion, the Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in Sub-Section (3C) of Section 211 of the Companies Act, 1956.
(e) On the basis of written representation received from the directors, we report that none of the directors is disqualified as on 30th September 2010 from being appointed as Director in terms of Clause (g) of Sub-Section (1) of Section 274 of the Companies Act 1956.

In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- i. In the case of Balance Sheet, of the State of affairs of the Company as at 30th September 2010;
- ii. In the case of Profit and Loss Account, of the loss of the company for the Year ended on that date; and
- iii. In the case of Cash Flow Statement, of the cash flows for the Year ended on that date.

For Manoj Mohan & Associates
Chartered Accountants
Firm Registration No. 009195C

Sd/-

(M. K. Aggarwal)

Partner

Membership No. - 76980

Place : New Delhi
Dated : 2nd December 2010



ANNEXURE TO THE AUDITORS' REPORT**ANNEXURE TO THE AUDITORS' REPORT**

(As referred in paragraph 1 of our report to the members of ROLLATAINERS LIMITED on the accounts for the Year ended 30th September 2010

- (i) a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) As explained to us, major fixed assets have been physically verified & reconciled at such intervals, as considered appropriate by the management and no material discrepancy has been observed. In our opinion, the frequency of physical verification of such assets is reasonable having regard to the size of the Company and nature of its fixed assets. In case of other assets, we have been explained that the Management intends to carry out a thorough physical verification & reconciliation thereof and to determine the impaired assets, if any.
 - c) The company has not disposed off any substantial part of its fixed assets during the period under report.
- (ii) a) We have been explained that the inventory has been physically verified by the management at regular intervals during the year.
 - b) In our opinion, the procedures of physical verification of inventory followed by the management are reasonable in relation to the size of the company and the nature of its business.
 - c) The company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material and have been properly dealt with in the books of account.
- (iii) a) According to the information and explanations given to us, the company has not granted loans, secure or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Therefore, provisions of clauses 4 (iii) (b), (c) and (d) of the Companies (Auditor's Report) Order 2003 (as amended) are not applicable to the Company.
 - b) As informed, the Company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Therefore, provisions of clauses 4 (iii) (e) to (g) of the Companies (Auditor's Report) order, 2003 (as amended) are not applicable to the Company.
- (iv) On the basis of our evaluation of internal control system and according to the information and explanation given to us, having regard to the explanation that some of the items purchased are of a standard product and alternative source do not exist for obtaining quotations thereof, or items subject to Government price control where no comparison is possible, it appears that there are reasonable internal control procedures commensurate with the size of the company and its nature of business, for the purchase of inventory and fixed assets and for sale of goods and Services. Further, on the basis of our examination and according to the information and explanations given to us, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.
- (v) a) As per information and explanations given to us all the particulars of contracts or arrangements referred to in Section 301 of the Companies Act, 1956 that need to be entered in to the register maintained under that section are being so entered.
 - b) In our opinion and according to the information & explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies act, 1956 in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- (vi) The Company has not accepted any deposits during the period under report from the public under Section 58A and 58AA of the Companies Act, 1956.
- (vii) In our opinion the company has a proper and effective internal audit system commensurating with the size and the nature of its business.



ROLLATAINERS LIMITED

(viii) We have been informed that the Central Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 for the period under review.

(ix) a) According to the information and explanations given to us and according to the books and records as produced and examined by us, the company is generally regular in depositing the undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Sales-tax, Wealth Tax, Service Tax, Excise Duty, cess and other statutory dues with the appropriate authorities. The outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable are given below:

Name of Statute	Nature of Dues	Amount (Rs. In lacs)	Period to which amount relates	Due Date
Haryana General Sales Tax Act, 1973	Deferred Sales Tax	22.00	1996-97 to 1997- 98	Over due

b) The details of Sales tax, Income tax, Customs duty, Wealth tax, Service tax, Excise duty, Cess, which have not been deposited on account of dispute are given here under:

Name of Statute	Nature of the Dues	Amount (Rs. In lacs)	Period to which amount relates	Forum where dispute pending
Central Excise Act, 1944	Interest / Penalty	1.74	1995-96 & 1999-2000	CESTAT
Delhi Sales Tax Act, 1975	Sales Tax	23.81	1988-89 & 1996-97	Additional Commissioner (Appeals)
Delhi Sales Tax Act, 1975	Sales Tax	0.72	2000-01	Sales Tax Officer, Delhi
Central Sales Tax Act, 1957	Interest	19.01	1985-86 to 1988-89	Excise & Taxation Officer
Central Sales Tax Act, 1957	Sales Tax	52.51	2005-06 & 2006-07,	Excise & Taxation Officer
TOTAL		97.79		

(x) Due to erosion of entire net worth, the company has already been declared sick Company in terms of Section 3(1)(o) of Sick Industrial Companies (Special Provisions) Act, 1985 (SICA) by the Board for Industrial and Financial Reconstruction (BIFR) on 27th July 2006 and a rehabilitation scheme has been approved by Hon'ble BIFR wide its order dt. 15.05.2007.

Further, the Company has incurred cash losses during the current financial year as well as in the immediately preceding financial period.

(xi) The Company does not have any outstanding dues to any financial institution, banks, or debenture-holders during the year. Accordingly, paragraph 4(xi) of the order is not applicable.

(xii) According to the information and explanation given to us, the Company has not granted any loans on the basis of security by way of pledge of shares, debentures and other securities.

(xiii) The Company is not a chit fund or a nidhi/ mutual benefit fund/ society. Therefore, the provisions of Clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable to the Company.

(xiv) In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable to the Company.



- (xv) According to the information and explanations given to us, the Company has not given any guarantees for loans taken by others from bank or financial institutions.
- (xvi) To the best of our information and explanation given to us and as per records verified by us, the company has neither received any term loan during the year under report nor has any unutilised term loan at the beginning of the current financial year. Hence, this clause is not applicable to the company.
- (xvii) According to the information and explanations given to us and on an overall examination of the Financial Statements of the company, we report that no funds raised on short-term basis have been used for long-term investment.
- (xviii) According to the information and explanations given to us, the company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.
- (xix) The company did not have any outstanding debentures during the year.
- (xx) The company has not raised money by public issues during the year under report.
- (xxi) 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, we have neither come across any instance of fraud on or by the Company, noticed and reported during the year, nor have we been informed of such case by the management.

For Manoj Mohan & Associates
Chartered Accountants
Firm Registration No. 009195C

Place : New Delhi
Dated : 2nd December 2010

Sd/-
(Manoj Kr. Aggarwal)
Partner
Membership No. - 76980

**ROLLATAINERS LIMITED****BALANCE SHEET AS AT 30TH SEPTEMBER, 2010**

(Rs. '000)

	SCHEDULE	As at 30.09.2010	As at 30.09.2009
SOURCES OF FUNDS			
Shareholder's Funds:			
Share Capital	1	114052	114052
Reserves & Surplus	2 (a)	131572	135845
		245624	249897
Loan Funds:			
Secured Loans	3	1605	70512
Unsecured Loans		1486306	1713807
		1487911	1784319
TOTAL		1733535	2034216
APPLICATION OF FUNDS			
Fixed assets:			
Gross Block	4	716742	712903
Less : Depreciation		434016	410886
Net Block		282726	302017
Capital Work in Progress		8304	2440
		291030	304457
Investments	5	20010	290003
Current Assets, Loans & Advances:			
Inventories	6	110923	100376
Sundry Debtors		178946	187076
Cash & Banks Balances		16098	77310
Other Current Assets		5855	9594
Loans & Advances		697286	699378
		1009108	1073734
Less: Current Liabilities & Provisions:			
Liabilities	7	193679	166059
Provisions		15738	19095
Net Current Assets		799691	888580
Deferred Tax Assets (Net)			
		71900	71900
Profit and Loss Account	2 (b)	550904	479276
TOTAL		1733535	2034216
Accounting policies, practices & Notes to Accounts 12			
The Schedules referred to above form an integral part of the Balance Sheet			

As per our report of even date attached
FOR MANOJ MOHAN & ASSOCIATES
Chartered Accountants

For and on behalf of the Board

Sd/-
(MANOJ KR. AGRAWAL)
Partner (Membership No. 76980)

Sd/-
ASHISH PANDIT
Director

Sd/-
VINOD UPPAL
Whole Time Director

Place : New Delhi
Dated : 2nd December 2010

Sd/-
AJAY KUMAR
A.G.M. (Finance & Accounts)

Sd/-
AJAI KUMAR GUPTA
Company Secretary



PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30TH SEPTEMBER, 2010

(Rs. '000)

	SCHEDULE	Current Year	Previous Year
INCOME			
Gross Turnover		504839	524743
Less : Excise Duty Recovered on Sales		37647	38052
Net Turnover		467192	486691
Machine Hire Charges		2016	1933
Other Income	8	38770	4512
Increase/(Decrease) in Stocks	9	9632	(5758)
		517610	487378
EXPENDITURE			
Raw Material Consumed		333779	298614
Costs of goods traded in		40457	51460
Other Expenses	10	193046	148029
Interest	11	1914	5885
Depreciation	24316		
Less : Transferred from Revaluation Reserve	564	23752	24943
		592948	528930
Loss for the year		(75338)	(41552)
Fringe Benefit Tax		0	360
Net Profit / (Lose) for the year		(75338)	(41912)
Balance Brought Forward		(771937)	(718056)
Amount Tfr. to Capital Reserve		0	11969
Balance Carried to Balance Sheet		(847275)	(771937)
Basic & diluted EPS of Rs.10/- each (in Rs.) (Refer Note No. B-11 of Schedule 12)		(7.74)	(4.40)
Accounting policies, practices & Notes to Accounts	12		
The Schedules referred to above form an integral part of the Profit & Loss Account.			

For and on behalf of the Board

As per our report of even date attached
FOR MANOJ MOHAN & ASSOCIATES
 Chartered Accountants

Sd/-
(MANOJ KR. AGRAWAL)
 Partner (Membership No. 76980)

Sd/-
ASHISH PANDIT
 Director

Sd/-
VINOD UPPAL
 Whole Time Director

Place : New Delhi
 Dated : 2nd December 2010

Sd/-
AJAY KUMAR
 A.G.M. (Finance & Accounts)

Sd/-
AJAI KUMAR GUPTA
 Company Secretary

**ROLLATAINERS LIMITED****CASH FLOW STATEMENT FOR THE PERIOD ENDED 30TH SEPTEMBER, 2010**

(Rs. in '000)

	Current Year	Previous Year
A. CASH FLOW FROM OPERATING ACTIVITIES :		
NET PROFIT/(LOSS) BEFORE TAX & EXTRA ORDINARY ITEMS	(75338)	(41553)
ADJUSTMENTS FOR DEPRECIATION	23752	24943
INTEREST	1914	5885
INTEREST & DIVIDEND EARNED	(1566)	(4054)
LOSS / (PROFIT) ON SALE OF FIXED ASSETS	(13)	(41)
INCREASE / WAIVER UNDER OTS/CDR	0	(18)
OPERATING PROFIT/(LOSS) BEFORE WORKING CAPITAL CHANGE	(51251)	(14837)
ADJUSTMENT FOR TRADE & OTHER RECEIVABLES	(281415)	(53647)
INVENTORIES	(10548)	8600
TRADE PAYABLE	24263	(67336)
CASH FLOW FROM OPERATIONS	(318950)	(127221)
DIRECT TAX PAID (NET)	0	(1370)
PAYMENT OF FBT	0	(360)
NET CASH FROM OPERATING ACTIVITIES	(318950)	(128951)
B. CASH FLOW FROM INVESTMENTS ACTIVITIES		
PURCHASES OF FIXED ASSETS	(10952)	(7693)
SALE OF FIXED ASSETS	76	94
ADVANCES (GIVEN) / RECOVERED FROM WHOLLY OWNED SUBSIDIARY	295377	(62913)
INVESTMENT IN OTHER COMPANIES	269993	0
INTEREST RECEIVED	1566	4054
NET CASH GENERATED/(USED) IN INVESTING ACTIVITIES	556060	(66458)
C. CASH FLOW FROM FINANCIAL ACTIVITIES		
REPAYMENT OF LONG TERM BORROWING	(68907)	(25572)
REPAYMENT OF UNSECURED LOANS	(227500)	227920
INTEREST PAID	(1914)	(5885)
NET CASH FROM FINANCIAL ACTIVITIES	(298321)	196463
NET INCREASE IN CASH AND CASH EQUIVALENTS	(61212)	1053
CASH & CASH EQUIVALENTS (OPENING)	77310	76256
CASH & CASH EQUIVALENTS (CLOSING)	16098	77310

Notes:

1. Direct tax paid is shown net of income tax refund.
2. Purchase of fixed assets is shown net of subsidy, advance against land, and after considering increase/decrease in capital work in progress.
3. Impact of unrealised foreign exchange gain / (loss) has been considered in the respect heads only.

For and on behalf of the Board

As per our report of even date attached
FOR MANOJ MOHAN & ASSOCIATES
Chartered Accountants

Sd/-
(MANOJ KR. AGRAWAL)
Partner (Membership No. 76980)

Sd/-
ASHISH PANDIT
Director

Sd/-
VINOD UPPAL
Whole Time Director

Place : New Delhi
Dated : 2nd December 2010

Sd/-
AJAY KUMAR
A.G.M. (Finance & Accounts)

Sd/-
AJAI KUMAR GUPTA
Company Secretary



SCHEDULES 1 TO 12 ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30TH SEPTEMBER, 2010.

Schedule 1 : SHARE CAPITAL

(Rs. in '000)

	As at 30.09.2010	As at 30.09.2009
AUTHORISED:		
1,20,00,000 Equity shares of Rs.10 each (Previous year 1,20,00,000 Equity shares of Rs.10 each)	120000	120000
8,00,000 Redeemable, Cumulative Preference Shares of Rs.100 each (Previous year 8,00,000 Redeemable Cumulative Preference Shares of Rs.100 each)	80000	80000
	<u>200000</u>	<u>200000</u>
ISSUED, SUBSCRIBED AND PAID UP:		
1,00,05,200 Equity Shares of Rs.10 each (Previous year 1,00,52,002 Equity shares of Rs.10 each)	100052	100052
50,000, 15.50% Redeemable Cumulative Preference Shares Fourth Series of Rs.100 each Privately placed with Oriental Insurance Company Ltd. (Due for redemption since 15.07.2000)	5000	5000
40,000 14.00% Redeemable Cumulative Preference Shares Fifth Series of Rs.100 each privately placed with Canara Bank (Due for redemption since 27.11.2000)	4000	4000
50,000 14.50% Redeemable Cumulative Preference Shares Seventh Series of Rs.100 each privately placed with National Insurance Company Ltd. (Due for redemption since 26.05.2001)	5000	5000
	<u>114052</u>	<u>114052</u>

Schedule - 2(a) : RESERVE AND SURPLUS

(Rs.'000)

DESCRIPTION	Balance as on 01.10.2009	Transferred/Adj. during the year	Adjusted Balance as on 30.09.2010
Capital Redemption Reserve	21001		21001
Debenture Redemption Reserve	3709	(3709)	
Revaluation Reserve	30427	(564) *	29863
Capital Reserve	11969		11969
Share Premium	68739		68739
TOTAL	<u>135845</u>	<u>(-4273)</u>	<u>131572</u>

* Rs. 564 being Depreciation on revalued portion of fixed assets transferred to profit & loss account.

Schedule - 2(b) : PROFIT AND LOSS ACCOUNT

(Rs.'000)

	As at 30.09.2010	As at 30.09.2009
Amount (Loss) transferred from Profit and Loss Account for the period	847275	771938
Less :- Amount set off for reduction in share capital	90468	
Less :- Uncommitted Reserve		
General Reserve	152222	
Trf. From Debenture Redemption Reserve	53681	
	<u>296371</u>	<u>292662</u>
Net Balance	<u>550904</u>	<u>479276</u>



ROLLATAINERS LIMITED

Schedule - 3 : LOAN FUNDS

(Rs.'000)

	As at 30.09.2010	As at 30.09.2009
SECURED LOANS :		
DEBENTURES:		
United India Insurance Company Limited :- (Refer Note (i) given below)	0	1854
Notes :-		
Bank of Rajasthan (Overdraft facility secured against Fixed Deposit)	0	67053
Sales Tax Deferment (Secured by Bank Guarantee)	1605	1605
	1605	70512
UNSECURED LOAN:		
From Companies	1475831	1698449
Fixed Deposits	9881	14763
Sales Tax Deferment	595	595
	1486306	1713807

Schedule - 5 : INVESTMENTS

(Rs.'000)

	As at 30.09.2010	As at 30.09.2009
LONG TERM, UNQUOTED		
A. NON TRADE, AT COST		
5 year National Saving Certificates (lodged with Sales Tax Deptt)	10	10
200000, 11% Redeemable Cumulative Preference Shares @ Rs.100 each in RT Packaging Ltd.	20000	20000
6999300 Equity Shares of Rs. 10 each in RT Paper Board Ltd., (Previous Year 6999300 Equity Shares of Rs. 10 each)	0	69993
2499900 Equity Shares of Rs. 10 each in RT Packing Limited (Previous Year 2499900 Equity Shares of Rs. 10/- each received at Nil Value)	0	0
100000 Equity Shares of Rs. 500 each in Oceanic Agencies India Ltd. (Previous Year 100000 Equity Shares of Rs. 500/- each)	0	50000
100000 Equity Shares of Rs. 500 each in Mahalaxmi Innovative Services Ltd. (Previous Year 100000 Equity Shares of Rs. 500/- each)	0	50000
500000 Equity Shares of Rs. 100 each in Champs Management Services Pvt. Ltd. (Previous Year 500000 Equity Shares of Rs. 100/- each)	0	50000
500000 Equity Shares of Rs. 100 each in Lancer Electricals Pvt. Ltd. (Previous Year 500000 Equity Shares of Rs. 100/- each)	0	50000
	20010	290003
- 2499900 Equity Shares having face value of Rs. 10/- each (Previous Year 2499900 equity Share) of RT Packaging Ltd. received at NIL value in pursuance to the Reworked Restructuring package dated 21-07-2005 approved by CDR Cell.		

**Schedule 4
FIXED ASSETS**

(Rs. '000)

	GROSS BLOCK				DEPRECIATION			NET BLOCK		
	As at 01.4.2010	Additions	Sales/ Adj.	As at 30.09.2010	As at 01.10.2009	For the Year	Sales / Adj.	As at 30.09.2010	As at 30.09.2010	As at 30.09.2009
Lease Hold Land	28091			28091	2926	260	-	3186	24905	25165
Free Hold Land	20883			20883	\$ -	-	-	-	20883	20883
Building & Roads	35656	502	-	36157	\$ 18234	867	-	19101	17056	17421
Patent	530	-	-	530	530	-	-	530	-	-
Plant & Machinery	576701	3791		580492	346511	21783	-	368294	212198	230190
Office Equipments	40983	774	-	41757	33682	1260	-	34942	6815	7301
Furniture & Fixtures	5773	21	-	5794	5213	106	-	5319	475	560
Vehicles	4287	-	1249	3038	3790	40	1186	2644	394	497
Sub Total	712903	5088	1249	716742	410886	24316	1186	434016	282726	302017
Capital Work in Progress	2440	5864	-	8304	-	-	-	-	8304	2440
TOTAL	715343	10952	1249	725046	410886	24316	1186	434016	291030	304457
Previous Year	707650	105650	97957	715343	386389	25508	1011	410886	304457	321261

Notes :

\$ Gross Block includes the amount of revaluation of Rs. 38850 (Previous Year Rs. 38850).





ROLLAINERS LIMITED

Schedule 6 : CURRENT ASSETS, LOANS & ADVANCES

(Rs.'000)

	As at 30.09.2010	As at 30.09.2009
CURRENT ASSETS		
A. STOCKS		
(As per inventory taken, valued and certified by the management)		
Raw Material (including in transit Rs. 1156, Previous Period Rs. 593)	55867	34282
Stores & Spares	6425	26883
Packing Material	2300	3762
Plates & Dies	2349	1099
Work-in-Process	29729	26110
Finished Goods	13190	7117
Production Scrap	119	179
Trading Stock	944	944
	110923	100376
B. SUNDRY DEBTORS		
(Unsecured, considered good unless stated otherwise)		
- Debts due for a period exceeding 6 months	57484	108154
Other debts	121462	78922
	178946	187076
C. CASH AND BANK BALANCE		
Cash in hand	1578	2211
Balance with Scheduled Banks		
- Current Accounts	9961	9158
- FDR with Banks	0	62000
- Margin Money Account (Against Letter of Credit & Bank Guarantee)	4559	3941
	16098	77310
D. OTHER CURRENT ASSETS	5855	9594
	5855	9594
E. LOANS, ADVANCES & DEPOSITS		
(Unsecured considered good unless stated otherwise)		
Advances (recoverable in cash or in kind or for value to be received)	321411	9204
Loans /Receivable from the Associate Companies	354297	649673
Loans to employees & Others	558	240
Deposit with Govt. Deptt. & Others	12213	14064
Balance with Excise Authorities	7583	17817
Tax deducted at source	1224	8380
	697286	699378
	1009108	1073734



Schedule - 7 : CURRENT LIABILITIES & PROVISIONS

(Rs.'000)

	As at 30.09.2010	As at 30.09.2009
CURRENT LIABILITIES :		
Sundry Creditors :		
Amount Due to Small & Medium Enterprises	1335	1938
Amount Due to Others	141964	103042
Advance from Customers	6997	30986
Security deposit from Customers/Contractors	10042	14264
Other Liabilities	33341	15135
Interest Accrued but not due on loans	0	694
	193679	166059
PROVISIONS :		
Wealth Tax	13	13
Superannuation	5303	5303
Gratuity	7924	11284
Leave Encashment	2498	2495
	15738	19095

Schedule 8 : OTHER INCOME

(Rs.'000)

	Current Year	Previous Year
Interest (Gross)	1566	4054
Profit on sale of :-		
- Fixed Assets	13	41
Miscellaneous Balance written Back	36507	121
Miscellaneous Receipts	531	296
Waiver of Principal Loan Liability & Interest There On	153	0
	38770	4512

Schedule - 9 : INCREASE/(DECREASE) IN STOCKS

(Rs.'000)

	Current Year	Previous Year
STOCK AT COMMENCEMENT :		
Work-in-Process/Semi Finished Goods	26110	24465
Finished Goods	7117	14564
Production Scrap	179	135
	33406	39164
STOCK AT CLOSE:		
Work-in-Process/Semi Finished Goods	29729	26110
Finished Goods	13190	7117
Production Scrap	119	179
	43038	33406
NET INCREASE/ -DECREASE	9632	(5758)

**ROLLAINERS LIMITED****Schedule - 10 : OTHER EXPENSES**

(Rs.'000)

	Current Year	Previous Year
Stores & Spares Consumed	29961	15098
Packing Material Consumed	14188	7852
Processing Charges	2609	3000
Employees Cost:		
Salaries, Wages & Allowances	69203	58804
Contribution to PF & Other funds	7589	2781
ESI Premium	546	475
Employees Welfare Expenses	5616	5395
Power & Fuel	16311	12943
Rent	7727	8572
Rates & Taxes	492	488
Repairs & Maintenance:		
Plant & Machinery	2079	1869
Building	216	648
Others	540	1026
Insurance	769	429
Travelling & Conveyance	5661	5419
Miscellaneous Expenses	24581	19610
Charity & Donation	10	10
Cash Discount	140	71
Directors' Sitting Fee	4	4
Bank Charges	414	424
Foreign Exchange Fluctuation	282	46
Freight Outward	1682	600
Security Charges	2426	2465
	193046	148029

Schedule - 11 : INTEREST

(Rs.'000)

	Current Year	Previous Year
Debentures	(317)	330
Others	2231	5555
	1914	5885



Schedule 12: ACCOUNTING POLICIES & PRACTICES AND NOTES TO ACCOUNTS

A. SIGNIFICANT ACCOUNTING POLICIES & PRACTICES:

1. a) ACCOUNTING CONCEPTS:

The financial statements have been prepared to comply in all material respects in respects with the Notified accounting standards by Companies Accounting Standards Rules, 2006 and the relevant provisions of the Companies Act, 1956. The Company follows the Mercantile System of Accounting and recognises Income and Expenditure on accrual basis except given below. The accounts are prepared on historical cost basis, as a going concern, and are consistent with generally accepted accounting principles. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

Dividend, Interest on National Saving Certificates and other claims including insurance claims, are accounted for on cash basis.

b) USE OF ESTIMATES:

The preparation of financial statements in conformity with the generally accepted accounting principles requires management to make estimates and assumptions that affect the reportable amount of assets and liabilities and disclosure of contingent liabilities at the date of financial statements and the reportable amount of revenue and expenses during the reporting period end. Differences between the actual results and estimates are recognised in the year in which the results are known / materialised.

2. FIXED ASSETS AND DEPRECIATION

i) Fixed assets are stated at their original cost of acquisition including taxes, duties, freight and other incidental expenses related to acquisition and installation of the relevant assets. Technical know-how fees, interest on borrowed funds attributable to acquisition/construction of fixed assets and related pre-operative expenses up to the date of commencement of commercial production, net of sales of trial production, are also capitalised wherever considered appropriate. Cenvat and VAT availed has been deducted from the cost of respective assets.

ii) Projects under Commissioning and other Capital Works-in-Progress are carried at cost, comprising direct cost, related incidental expenses and Interest on borrowings to the extent attributed to them.

iii) Depreciation on Fixed Assets except patents is provided on straight-line method at the rates specified in Schedule XIV (as amended) to the Companies Act, 1956. Depreciation on the assets costing up to Rs.5000/- is provided in full in the year of acquisition. Depreciation on adjustment to fixed assets due to fluctuation in foreign currency is amortised over the residual life of the assets.

Patents are amortized at the rate of 25% per annum on written down value.

iv) Depreciation on revaluation part is transferred from Revaluation Reserve to Profit & Loss account for the period.

v) Leased Assets:

a) Assets given on operating lease are capitalised in the manner stated in 2 (i) above.

b) Initial direct cost are charged off to the profit & loss account

c) The lease rentals in respect of assets given or taken on Lease are accounted for on accrual basis, which has been arrived at on the basis of contracts entered with the lessee or lessor as the case may be.

3. IMPAIRMENT OF ASSETS

The carrying amounts of fixed assets are reviewed at each balance sheet date, if there is any indication of impairment based on internal / external factors.

An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount and the same is recognized as an expense in the statement of Profit & Loss and Carrying amount of the asset is reduced to recoverable amount.

Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the assets no longer exists or have decreased.

4. RESEARCH AND DEVELOPMENT

Revenue Expenditure is charged to Profit & Loss Account of the period in which they are incurred. Capital Expenditure is capitalised.

5. REVENUE RECOGNITION

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



Sales of goods

Gross Turnover as reported is inclusive of Excise Duty recovered from Customers but net of rejection and rebates.

Interest

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

6. INVENTORIES

Valuation of stocks is done as mentioned below:

Raw Material, Stores & Spares and Packing Material	at lower of cost or net realisable value
Plates & Dies, Production Scrap	at estimated realisable value
Work-in-Process	at lower of estimated cost or net realisable value
Finished Goods	at lower of cost or net realisable value

- a) Cost is arrived at using monthly weighted average method.
- b) Cost of Finished Goods is inclusive of Excise Duty.

7. INVESTMENTS

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.

8. FOREIGN EXCHANGE TRANSACTION

In accordance with the revised Accounting Standard 11 'Effects of the Changes in Foreign Exchange Rates' read together with subsequent clarification issued by the Institute of Chartered Accountants of India:

- i) All the monetary assets and liabilities remaining unsettled at the year-end are translated at the closing exchange rate. Any income or expenses on account of exchange difference either on settlement or on translation is recognised and is reflected separately in the Profit & Loss account except those relating to acquisition of Fixed Assets.
- ii) In case of Fixed Assets, it is adjusted to the carrying cost of such assets and the relevant loan account.
- iii) Non-monetary items are carried at cost.

9. RETIREMENT BENEFITS AND LEAVE ENCASHMENT

- i) The company has a LIC Policy taken through its Gratuity Trust to cover the gratuity liability of its employees. Similarly, in respect of manager and above grade, liability towards Superannuation is also considered based on the LIC policy taken for that purpose. The Liability is accounted for on the basis of actuarial valuation made at the end of financial period and charged to profit and loss account.
- ii) The un-availed leaves, to the credit of employees are accounted for on the basis of actuarial valuation made at the end of the each financial period and are charged to Profit & Loss Account.

10. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the notes. Contingent assets are neither recognised nor disclosed in the financial statements.

11. BORROWING COST:

- i) Borrowing cost on working capital requirement is charged off to revenue in the period in which they are incurred.
- ii) Borrowing Cost, which is directly attributable to the acquisition, construction of Fixed Assets is capitalised as part of the assets.

12. EXPORT BENEFITS

Export benefits against the Duty paid imported materials are recognised to the extent of exports made during the period.



13. INCOME TAXES

Tax expense comprises of current, and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Deferred income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which deferred tax assets can be realised. If the Company has unabsorbed depreciation or carry forward tax losses, deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that such deferred tax assets can be realised against future taxable profits.

At each balance sheet date the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets are reviewed at each balance sheet date. The company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

MAT credit is recognised 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. In the year in which the Minimum Alternative Tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the profit and loss account and shown as MAT credit amount of MAT credit Entitlement. The company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

14. SEGMENT REPORTING POLICIES

Identification of segments

The analysis of business segments is based on the nature of products and services provided. The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

The Company operates in two business segment viz carton manufacturing and machine manufacturing.

15. CASH AND CASH EQUIVALENTS

Cash and cash equivalents in the cash flow statement comprises cash at bank and in hand and short term investments with an original maturity of three months or less.

16. PROVISIONS

A provision is recognised when an enterprise has a present obligation as a result of past event. 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 not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet and adjusted to reflect the current best estimates.

17. EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year.

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

B. NOTES TO ACCOUNTS:

1. Contingent Liabilities:

- i) (a) Bank Guarantee issued Rs 34.41 Lacs (Previous Year 34.41 Lacs).
- (b) Sales Tax Matters: Rs. 97.79 lacs (Previous Period Rs. 172.64 lacs).
- (d) Excise matters: Rs. 1.74 lacs (previous year Rs 1.74 lacs).
- (e) Provident fund damages and interest : Rs. 180.81Lacs (Previous Rs 180.81 Lacs)
- (d) Penal charges/Interest on account of utilisation of unpaid dividend money, interest payable to SSI units, TDS, Provident Fund, ESI and other statutory dues - Amount, if any, un-ascertained.



ROLLATAINERS LIMITED

2. In respect of outstanding fixed deposits and interest thereon, the company has been sanctioned another re-schedulement by the Honourable company Law Board through its order passed on 24th Nov. 2004 which inter-alia prescribes repayment of principle in 8 half yearly instalments and payment of interest @ 3.5% p.a. from the date of maturity of respective Fixed Deposits till the date of actual repayment. The above scheme was effective from 1st Jan 2005 and company is following up repayment schedule
3. Confirmation of some of accounts at year-end included under the head "sundry debtors/creditors" and loan & advances is yet to be received as at the date of Audit Report.
4. In respect of cumulative preference shares, as stated in Schedule - 1 of share capital, which have also become due for redemption, the unprovided liability towards the arrear of dividend amounts to Rs. 45.24 lacs (excluding Corporate Dividend Tax, if any) and Rs.202.02 lacs towards dividend for the period after the due date of redemption till the end of the current year i.e 30th September 2010.
5. In the opinion of the Board of Directors, the current assets and loans & advances, if realized in the ordinary course of business, would be realized at least equal to the amounts at which these have been stated in the balance sheet. Further, provision for all known liabilities have been made in the books of accounts
6. Maximum amount outstanding at any time during the year due from / due to directors is Rs.Nil. (Previous Year Rs. Nil).
7. (a) Sundry Creditors include a Sum of Rs 13.35 Lacs (Previous Year Rs 19.38 Lacs) due to Small & Medium Enterprises.
(b) The List of SMEs to whom company owes a sum exceeding Rs.1,00,000 and which is outstanding for more than 30 days is as under:-
Bhatia Machine tools, S.A. Engg works, K.B.Engg works, New Age Chemicals, etc.
(c) The Payments to SMEs have been made as per stipulated terms.
(d) The above information has been compiled in respect of parties to the extent to which they could be identified as SMEs on the basis of information available with the company.
8. Rs. nil Lacs being net loss (Previous period Rs. 0.46 lacs being net loss) on account of exchange difference have been debited and shown separately in the Profit and Loss account.
9. **Assets given on lease:**
 - a) Detail of assets given on operating lease:

(Rs.'000)

Class of assets	Gross carrying amount	Depreciation charged during the year	Accumulated depreciation as on 30.09.09
Packing & filling Machines	91212	4225	49274

b) A general description of the lessor's significant leasing arrangements:

Company is leasing out self manufactured fully automatic lined carton packing machines under the operating lease agreements. The main lessees are Hindustan Lever Limited, and Dabur India Limited.

10. Break-up of deferred tax assets and liabilities determined on account of Timing differences in accordance with AS-22 "Accounting of Taxes On Income" issued by The Institute of Chartered Accountants of India, is as given below:

(Rs in Lacs)

Particulars	Opening As at 01.10.2009	Charge/(Credit) during the Period	Closing As at 30.09.2010
Fixed Assets	600	100	700
Deferred Tax Liabilities: (A)	600	100	700
Unabsorbed Depreciation	916	# (230)	686
Unabsorbed Business Losses	403	# 330	733
Deferred Tax Assets: (B)	1319	100	1419
NET DEFERRED TAX ASSETS (B-A)	719	0	719

Note:

- # Unabsorbed Depreciation and Unabsorbed Business Loss recognised for the purpose of Deferred Tax Assets in the earlier years on the basis of certain parameters considered by an expert in the opinion, have been suitably adjusted as per the assessment done by the management.



11. Earning per share:

"Earning per share" is calculated in accordance with Accounting Standard-20, issued by the Institute of Chartered Accountants of India:

a) Basic and Diluted:

(Rs. In '000)

Particular	Current Year	Previous Year
Profit/(-) Loss for the year (Rs.)	(75338)	(41913)
Less : Dividend on cummulative Preference Shares (Rs.)	2060	2060
Profit/(-) Loss attributable to equity share for the year	(77398)	(43973)
Weighted average number of shares outstanding during the period	10005200	10005200
Basic EPS (Rs.)	(7.74)	(4.40)
Nominal value per equity share	10	10

The effect of conversion of potential Equity Shares into Equity Shares being anti-diluted (reduces loss per shares), the same has not been considered in computing the diluted earnings per shares. As a result the diluted earning per share is the same as the basic earning per share.

12.

(Rs. In '000)

	Current Year	Previous Year
PAYMENT TO AUDITORS (INCLUDED IN MISC. EXPENSES):		
Audit Fees	150	150
Tax Audit Fee	100	100

13. RETIREMENT BENEFITS

The Company has various Schemes of retirement benefits schemes such as Provident Fund, Gratuity and Earned Leaves.

Post Employment Benefit Plans:

Effective from financial year 2007-08, the company has implemented Accounting Standard (AS)-15 (Revised - 2005) dealing with Employees Benefits, issued by the Institute of Chartered Accountants of India. AS-15 (Revised-2005) deals with recognition, measurement and disclosure of short term, post employment, termination and other long term employee benefits provided by the company.

Payments to defined contribution retirement benefit schemes is charged as an expense as they fall due.

The cost of providing defined benefits is determined using Projected Unit Credit Method and accordingly, actuarial valuation has been carried out at the Balance Sheet date. Actuarial gain & losses are recognized in full in the profit & loss account for the period in which they occur. Past service cost is recognised to the extent the benefits are already vested, and otherwise is amortised on a Straight line Method over the average period until the benefits become vested.

The retirement benefit obligations recognised in the Balance Sheet represent the present value of the defined benefit obligations as adjusted for unrecognised past service cost, and as reduced by the fair value of available refunds and reductions in future contributions to the scheme.

**ROLLATAINERS LIMITED****a) Defined Benefit plan:****Gratuity Plan & Leave Encashment Plan**

The company, in accordance with AS-15 (Revised) has made the provision for Gratuity and Leave Encashment on projected unit credit method.

Disclosure in respect of "Employees Benefit plans"**i. Change in Present Value of obligations:****(Rs. In Lacs)**

<i>Particulars</i>	<i>Gratuity Plan Unfunded</i>	<i>Leave Encashment Plan Unfunded</i>
A Present Value of Obligation as on 01.10.2009	126.01	32.77
B Present Service Cost	8.74	4.09
C Past Service cost	-	-
D Interest Cost	10.34	2.69
E Actuarial (Gain)/Loss	20.68	(0.91)
F Benefits Paid	(86.53)	(13.67)
G Present Value of Obligations as on 30 th Sep, 2010 (A+B+C+D+E)	79.24	24.97

ii. Change in Fair Value of Plan Assets:**(Rs. In Lacs)**

<i>Particulars</i>	<i>Gratuity Plan Unfunded</i>	<i>Leave Encashment Plan Unfunded</i>
A Fair Value of plan assets as on 01.07.2008	-	-
B Expected Return on plan assets	-	-
C Employer's Contributions	-	-
D Benefits Paid	-	-
E Actuarial Gain	-	-
F Fair Value of Plan assets as on 30 th Sep, 2010 (A+B+C+D+E)	-	-

iii. Actuarial Gain/ (Loss) Recognised**(Rs. In Lacs)**

<i>Particulars</i>	<i>Gratuity Plan Unfunded</i>	<i>Leave Encashment Plan Unfunded</i>
A Actuarial Gain / (Loss) for the year – Obligation	(20.68)	(0.91)
B Actuarial (Gain) / Loss for the year – Plan Assets	-	-
C Total (Gain) / Loss for the year	20.68	0.91
D Actuarial (Gain) / Loss recognised in the year	20.68	0.91
E Unrecognised Actuarial (Gains)/ Losses at the end of the year	-	-



iv. Expenses Recognised in the Statement of Profit & Loss

(Rs. In Lacs)

<i>Particulars</i>	<i>Gratuity Plan Unfunded</i>	<i>Leave Encashment Plan Unfunded</i>
A Current Service Cost	8.74	4.09
B Past Service cost	—	—
C Interest Cost	10.33	2.69
D Expected Return on plan assets	—	—
E Net Actuarial (Gain)/ Loss recognized in the year	20.68	(0.91)
F Expenses recognised in the Statement of Profit & Loss as on 30 th Sep, 2010 (A+B+C+D)	39.75	5.87

v. Amount Recognised in Balance Sheet

(Rs. In Lacs)

<i>Particulars</i>	<i>Gratuity Plan Unfunded</i>	<i>Leave Encashment Plan Unfunded</i>
A Present Value of Obligation as at the end of the year	79.24	24.97
B Fair Value of Plan Assets as at the end of the year	—	—
C Funded Status	(79.24)	(24.97)
D Unrecognised Actuarial (Gain) / Losses	—	—
E Net Assets/ (Liability) Recognised in the Balance Sheet	(79.24)	(24.97)

vi. Principle Actual Assumptions

<i>Particulars</i>	<i>Gratuity Plan Rate</i>	<i>Leave Encashment Plan Rate</i>
A Discount Rate	8.20%	8.20%
B Salary Escalation Rate	8.00%	8.00%
C Expected Rate of return on plan assets	0.00%	0.00%
D Expected Average Remaining Working Lives of Employees	16.47	16.47



ROLLAINERS LIMITED

15. SEGMENT REPORTING

The Company has disclosed business segment as the primary segment. The segment have been identified taking into account the nature of the products, the differing risks and returns, the organisation structure and internal reporting system.

The company's operation predominantly relate to manufacturing of carton packaging product. Other business segment reported is Manufacturing of Packaging machines.

The Company has treated the geographical segment as secondary segment between the domestic and export sale. Segment revenue, segment results, segment assets and segment liabilities includes the respective amounts identifiable to each of the segment as also amounts allocated on a reasonable basis.

The expenses, which are not directly attributable to the business segment, are shown as unallocated corporate cost.

Assets and liabilities that can not be allocated between the segments are shown as a part of the unallocated corporate assets and liabilities respectively.

a) Primary Segment Reporting (By Business Segment)

Segment Revenue, Results & Other Information

(Rs. '000)

Particulars	Current Year				Previous Period		
	External Sales	Inter Segment Sales	Other Income (Excluding Interest Income)	Total Current Period	External Sales	Other Income (Excluding Interest Income)	Total Previous Period
REVENUE :							
Carton Mfg. Division	449802	0	37192	486994	492518	4054	496572
Machine Mfg. Division	57053	0	0	57053	34159	0	34159
Unallocated	0	0	0	0	0	0	0
Total	506855	0	37192	544047	526677	4054	530731
RESULTS :							
Segment Profit / (Loss)							
Carton Mfg. Division				(65972)			(19923)
Machine Mfg. Division				1102			(2203)
Unallocated				0			0
Total				(64870)			(22126)
Unallocated Head-Office Expenses				10133			17655
Interest Expenses etc.- Not allocable to Segments				1914			5885
Profit on sale of Land				13			41
Increase/Waiver of Principal loan liability and interest thereon				0			18
Interest Income				1566			4054
Profit / -Loss before Tax				(75338)			(41553)
Wealth tax				0			0
Deferred Tax				0			0
Fringe Benefit Tax				0			360
Profit / -Loss after Tax				(75338)			(41913)
OTHER INFORMATION :							
Segment Assets							
Carton Mfg. Division				819585			839585
Machine Mfg. Division				57359			60504
Unallocated				515104			840005
				1392048			1740094
Segment Liabilities							
Carton Mfg. Division				1003433			987333
Machine Mfg. Division				61235			59877
Unallocated				632660			922263
				1697328			1969473
Capital Expenditure							
Carton Mfg. Division				10859			104649
Machine Mfg. Division				93			125
Unallocated				0			0
				10952			105650
Depreciation							
Carton Mfg. Division				22322			22610
Machine Mfg. Division				991			1141
Unallocated				1003			1192
				24316			24943
b) Secondary Segment Reporting (By Geographical Segment)							
The following is the distribution of the Company's consolidation sales by geographical market, regardless of where the goods were produced:							
Revenue - Domestic Market				527883			556911
Revenue - Overseas Market				16164			2316
Total				544047			530731

The Company has common fixed assets for producing goods for Domestic Market and Overseas Markets. Hence, separate figures for assets/additions to fixed assets cannot be furnished.



16. Related Party Disclosures for the year ended 30th September, 2010 in accordance with AS-18 issued by the ICAI.

a) List of related parties & relationships, where control exists:

S. No.	Nature of Relationship	Name of Party
1	Holding Company	WLD Investment Pvt. Ltd.
2	Key Management Personnel & their Relatives	Mr. Vinod Uppal Mr. Chandra Prakash Nagpal Mr. Ashish Pandit Mr. Prakash Chandra Lohumi

b) Transactions with Related Parties: (Rs. '000)

S. No.	Transactions	Holding Company	Key Management Personnel & their Relatives
1	Director's Meeting Fee	--	4.00 (4.00)
2	Loan taken / (received back)	215,000.00 (42,300.00)	-- (-)
3	Loan given / - paid back)	250,000.00 (490,500.00)	-- (-)
4	Outstanding as on 30.09.2010		
	Amount Payable	894.00 (484330.00)	-- (-)

Note : Figures in bracket represents previous period amounts.

17. a) Additional information pursuant to paragraph 3, 4C & 4D of Part II of Schedule VI of the Companies Act 1956.

(Rs. in '000)

Unit	Actual Production**		Finished Goods as on					
	Current Year	Previous Year	30.09.2010		30.09.2009		30.09.2008	
			Qty.	Value	Qty.	Value	Qty.	Value
a) Cartons [Million pcs.]	278.37	245.22	3.97	7889	3.80	5662	5.5	7535
b) Packing m/cs [Nos.]	17	21	2	774	4	1455	7	7029
c) Accessories (Nos.)	9	5	0	0	0	0	0	0

** Installed capacities have not given as they are no more relevant.

- Since the industry has been delicensed, therefore the information regarding licenced capacity have not been given.


ROLLATAINERS LIMITED

[b] Raw material consumed:					
[Rs.'000]					
Current Year					
Previous period					
		Quantity	Value	Quantity	Value
		[MT]		[MT]	
i]	Duplex Board	4469	164792	4470	134366
ii]	Inks, Coating, Adhesive & Printing Material	182	19486	178	16947
iii]	Liner material	1042	114985	926	102326
iv]	Chemicals, Machine Components & others*		34516		44975
			333779		298614

*Quantity excludes Chemical & Machine components consumed, for which value is included.

[c] Turnover :					
[Rs.'000]					
Current Year					
Previous period					
		Quantity	Value	Quantity	Value
i]	Carton [Million Pcs]	278.20	439756	246.91	387989
ii]	Packing & weighing M/c [Nos.]	28	29127	25	29546
iii]	Trading Goods:				
	– Spares		5902		4613
	– Machines		22024		94756
iv]	Others		8030		7839
			504839		524743

[d] Goods Traded in :					
Machine Division					
[Rs.'000]					
Current Year					
Previous period					
		Quantity*	Value	Quantity*	Value
		[Rs.]		[Rs.]	
	Opening Stock		944		892
	Purchase		40302		51512
	Closing Stock		944		944
* Quantity not mentioned due to the nature of spares and parts traded in					
[e]	Expenditure in foreign currency:				
	Travelling		346		128
[f]	Earnings in foreign Exchange				
	FOB value of exports		9262		7514
[g]	Value of Imports calculated on CIF basis (direct imports):				
	Plant & Machinery		–		–
	Spare Parts		1385		541
	Machines for Trading		228823		13148



[h] Value of Raw Materials, Spare Parts & Components Consumed:

	Current Year		Previous period	
	Value	%	Value	%
Raw Material:				
Imported	0	0.00%	0	0.00%
Indigeneous	333779	100.00%	298614	100.00%
	<u>333779</u>	<u>100.00%</u>	<u>298614</u>	<u>100.00%</u>
Stores, Spares Parts & Components				
Imported	1385	4.62%	541	3.58%
Indigeneous	28576	95.38%	14557	96.42%
	<u>29961</u>	<u>100.00%</u>	<u>15098</u>	<u>100.00%</u>

18. i) Previous period figures have regrouped and/or rearranged, wherever considered necessary.
 ii) All figures or amount, including those in the notes to accounts' have been rounded upto the nearest thousand.

Signature to Schedule 1 to 12 inclusive
 As per our report of the even date attached.

For and on behalf of the Board

FOR MANOJ MOHAN & ASSOCIATES
 Chartered Accountants

Sd/-
(MANOJ KR. AGRAWAL)
 Partner (Membership No. 76980)

Sd/-
ASHISH PANDIT
 Director

Sd/-
VINOD UPPAL
 Whole Time Director

Place : New Delhi
 Dated : 2nd December 2010

Sd/-
AJAY KUMAR
 A.G.M. (Finance & Accounts)

Sd/-
AJAI KUMAR GUPTA
 Company Secretary



ROLLATAINERS LIMITED

19. ADDITIONAL INFORMATION PURSUANT TO PART IV OF SCHEDULE VI TO COMPANIES ACT, 1956 Balance Sheet Abstract and Company's general business profile.

State Code	<input type="text" value="05"/>	
I. Registration Details		
Registration No.	<input type="text" value="4844"/>	
Balance Sheet Date	<input type="text" value="30 09 2010"/>	
	Date Month Year	
II. Capital raised during the year (Amount in Rs.'000)		
Public Issue	<input type="text" value="NIL"/>	Right Issue <input type="text" value="NIL"/>
Bonus Issue	<input type="text" value="NIL"/>	Private Placement <input type="text" value="NIL"/>
III. Position of Mobilisation and Deployment of funds (Amount in Rs.'000)		
Total Liabilities	<input type="text" value="1733535"/>	Total Assets <input type="text" value="1733535"/>
Source of Funds		
Paid up Capital	<input type="text" value="114052"/>	+/- Reserve & Surplus <input type="text" value="131572"/>
Secured Loans	<input type="text" value="1605"/>	Unsecured Loans <input type="text" value="1486306"/>
Application of Funds		
Net Fixed Assets	<input type="text" value="291030"/>	Investments <input type="text" value="20010"/>
Net Current Assets (incl. Deferred Tax Assets)	<input type="text" value="871591"/>	Misc. Expenditure <input type="text" value="NIL"/>
Accumulated Losses	<input type="text" value="550904"/>	
IV. Performance of the Company (Amount in Rs.'000)		
Net Turnover*	<input type="text" value="467192"/>	Total Expenditure <input type="text" value="517610"/>
+/- Profit/Loss Before Tax	<input type="text" value="(-) 75338"/>	Profit/Loss After Tax <input type="text" value="(-) 75338"/>
+/- Earning Per Share	<input type="text" value="(-) 7.74"/>	Dividend Rate <input type="text" value="NIL"/>
* Including Service Fee, Other Income and Machine Capitalised.		
V. Generic names of three Principal Products/Services of the Company (As per monetary terms)		
Item Code (ITC Code)	<input type="text" value="4819.19"/>	
Product Description	<input type="text" value="PRINTED CARTON"/>	
Item Code (ITC Code)	<input type="text" value="8422.80"/>	
Product Description	<input type="text" value="MACHINES"/>	



ROLLAINERS LIMITED

Regd. Office : Plot No. 73-74, Phase-III, Industrial Area, Dharuhera, Distt. - Rewari, Haryana - 123106

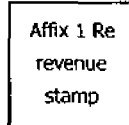
PROXY FORM

Client ID No. : _____

Folio No. : _____

I/We _____
of _____ in the district of _____ being a member/members of the
above-named Company hereby appoint _____ of _____ in the district
of _____ or failing him/her _____ of _____
in the district of _____ as my/our Proxy to vote for me/us
on my/our behalf at the 39th Annual General Meeting of the Company to be held on Thursday the 30th day of
December, 2010 and at any adjournment thereof.

Signed this _____ day of _____ 2010.



Signature(s)

Note : The Proxy form should be deposited at the Registered Office of the
Company at Faridabad, forty-eight hours before the meeting.

Place : _____

Date : _____

To
Rollainers Limited
Plot No. 73-74,
Phase-III, Industrial Area,
Dharuhera, Distt. - Rewari,
Haryana - 123106

Client ID No. : _____

Folio No. : _____

(To be filled in by the Shareholder(s))

CHANGE OF ADDRESS

Dear Sirs,

Kindly take on record my new address for your future communications

Name and new Address _____

Signature(s) _____

ROLLAINERS LIMITED

Regd. Office : Plot No. 73-74, Phase-III, Industrial Area, Dharuhera, Distt. - Rewari, Haryana - 123106

ATTENDANCE SLIP

Shareholders attending the meeting in persons or by Proxy are requested to complete the attendance slip and hand
it over at the entrance of the meeting hall.

I hereby record my presence at the 39th ANNUAL GENERAL MEETING at the Registered Office of the Company on
Thursday the 30th day of December, 2010.

Full Name of the Shareholders _____

(In Block Letters)

Folio NO. / Client ID No. _____

Full name of Proxy _____

(in Block letters)

Signature of Members/Proxy
holder (to be signed at the time
of handing over this slip

BOOK POST/U.P.C.
(Printed Matter)

If undelivered, please return to :

ROLLATAINERS LIMITED

Plot No. 73-74, Phase-III, Industrial Area,
Dharuhera, Distt. - Rewari,
Haryana - 123106

ablegraphics@gmail.com