



# SARDA PAPERS LIMITED

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CIN: L51010MH1991PCL061164

Date: October 03, 2017

To,  
The Listing Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001

Dear Sir,  
Ref: Our Scrip Code 516032 BSE

**Subject: Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Annual Report for the financial year 2016-17**

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements), 2015, we are submitting herewith the Annual Report for the financial year 2016 -17 as approved and adopted in the 26<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 29, 2017 at 2:00 p.m. at the Registered Office of the Company at A/70, M.I.D.C, Sinnar, Dist. Nasik – 422103.

Kindly take this on your record and acknowledge the receipt

Thanking You,

For **SARDA PAPERS LIMITED**

  


**Manish D Ladage**  
Director  
DIN: 00082178



**SARDA PAPERS LIMITED**

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**26th ANNUAL REPORT  
2016-2017**

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# SARDA PAPERS LIMITED

## BOARD OF DIRECTORS

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Mr. Manish D Ladage	Director
Mrs. Kamini Kamal Johari	Director
Mr. Mahesh Salamatrai Makhijani	Independent Director
Mr. Krishnamurthy Anantharayanan	Independent Director

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## SOLICITORS & ADVOCATES

Crawford Bayley & Co.  
Mumbai

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## AUDITORS

SMMP & Associates  
Mumbai

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## REGISTERED OFFICE & WORKS

A-70, M.I.D.C.,  
Sinnar, Dist. Nasik, Pin 422 103  
Maharashtra Tel : 02551-230135  
Email : info.spl1991@gmail.com  
Website : www.sardapapers.com

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## BANKERS

Axis Bank

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## REGISTRAR & TRANSFER AGENTS

**M/s. Universal Capital Securities Private Limited.**  
(Previously known as M/s. Mondkar Computers  
Private Limited)  
21, Shakil Niwas, Mahakali Caves Road,  
Andheri (East), Mumbai - 400093  
Tel: 022-28207201/03/05 Fax: 28207207

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## STOCK EXCHANGE WHERE COMPANY'S SHARES ARE LISTED

Bombay Stock Exchange Limited

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**NOTICE**

NOTICE is hereby given that the Twenty-Sixth Annual General Meeting of the Members of SARDA PAPERS LIMITED will be held on Friday, September 29, 2017 at 2:00 p.m. at the Registered Office of the Company at A/70, M.I.D.C, Sinnar, Dist. Nasik – 422103 to transact the following business:

**Ordinary Business**

1. To consider and adopt (a) the Audited Financial Statement of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon and to pass the following resolutions, with or without modifications, as Ordinary Resolutions:

(a) "RESOLVED THAT the Audited Financial Statement of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon, laid before this Meeting, be and are hereby considered and adopted."

2. To appoint a Director in place of Mrs. Kamini Johari [DIN: 01309286], who retires by rotation and, being eligible, offers herself for re-appointment.

3. **To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s. S K H D & Associates , Chartered Accountants, [Firm's Registration No. 105929W] S M M P & Associates, Chartered Accountants, Mumbai be appointed as Auditors of the Company, from the conclusion of 26<sup>th</sup> Annual General Meeting, until the conclusion of the 31<sup>st</sup> Annual General Meeting of the Company for the financial year 2021-22 on such remuneration as may be determined by the Board of Directors.

Mrs. Kamini Johari

Place: Mumbai  
Director  
(DIN 01309286)

Place : Mumbai  
Date : September 1, 2017

Registered Office:  
A/70 MIDC, Sinnar Nasik,

**NOTES :**

- [a] A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member. The instrument of proxy duly completed and signed should, however, be deposited at the registered office of the company not less than forty- eight hours before the commencement of the meeting.
- [b] A person shall act as a proxy for not exceeding 50 members and holding in aggregate not more than 10 percent of the total Share Capital of the Company carrying voting rights. A member holding more than 10 percent of the total Share Capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act a proxy for any other Member.

- [c] If a person is appointed as proxy for more than 50 members, he shall choose any 50 members and confirm the same to the Company 24 hours before the commencement of the Meeting. In case the proxy fails to do so, the Company shall consider only the first 50 proxies received in respect of such person as valid.
- [d] Members / Proxies should bring the Attendance Slip enclosed in the Annual Report, duly filled in, along with the Annual Report for attending the Meeting.
- [e] The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, September 23, 2017 to Friday 29, 2017 [both days inclusive].
- [f] Members are requested to notify any change in their address:
- [i] to their Depository Participants [DPs] in respect of shares held in Demat form; and
  - [ii] to the Registrar and Share Transfer Agents of the Company, Universal Capital Securities Pvt. Ltd, 21, Shakil Niwas, Mahakali Caves Road, Andheri [East], Mumbai 400 093, in respect of shares held in physical form, quoting their folio numbers.
- As per SEBI Circular No. MRD/DOP/Cir-05/2009 dated May 29, 2009, it is mandatory to quote Permanent Account Number [PAN] for transfer of shares in physical form. Therefore, the transferee[s] is/are required to submit a self-attested PAN card copy to the Registrar and Share Transfer Agents of the Company for registration of transfer of shares.
- [j] Members desiring any information on the accounts or operations of the Company are requested to forward their queries to the Company at least eight days prior to the date of the Meeting so that the required information is made available at the Meeting.
- [j] Electronic copy of the Annual Report for 2016-17 is being sent to all members whose e-mail IDs are registered with the Registrar and Share Transfer Agents / Depository Participant, unless any member has requested for a hard copy of the same. For members who have not registered their e-mail address, physical copies of the Annual Report is being sent in the permitted mode.
- [k] In order to provide protection against fraudulent encashment of the warrants / dividend drafts, members holding shares in physical form are requested to intimate the Registrar and Share Transfer Agents under the signature of the Sole / First Joint holder, the following information to be incorporated on the Dividend Warrants / Dividend Drafts: [i] Name of the Sole / First joint holder and the folio number, [ii] Particulars of the Bank Accounts viz., [1] Name of the Bank, [2] Name of the Branch, [3] Complete address of the Bank with Pin code number, [4] Account Type, whether Saving Account or Current Account and [5] Bank Account number.
- [l] The Ministry of Corporate Affairs has undertaken a "Green Initiative in the Corporate Governance" and allowed companies to share documents with its shareholders through the electronic mode. Members are requested to support this green initiative by registering / updating their e-mail addresses, in respect of shares held in dematerialised form with their respective Depository Participants and in respect of shares in physical form with the Company or its Registrar & Share Transfer Agents, M/s. Universal Capital Securities Pvt. Ltd., 21, Shakil Niwas, Mahakali Caves Road, Andheri [East] Mumbai- 400 093, E-mail: [info@unisec.in](mailto:info@unisec.in)
- [m] Attendance Slip and a proxy form for the Annual General Meeting has been enclosed in the Annual Report.
- [n] Voting through electronic means
- I. Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosures Requirements), Regulations, 2015, The Company is pleased to provide its 'remote e-voting' (e-voting from a place other than the venue of the Annual General Meeting) facility through Central Depository Services (India) Limited (CDSL) as an alternative, for all members of the Company to



enable them to cast their votes electronically, on the resolutions mentioned in the notice of the 26<sup>th</sup> Annual General Meeting (AGM) of the Company, dated September 29, 2017. The e-voting facility is available at the link [www.evotingindia.com](http://www.evotingindia.com).

- II. The facility for voting, either through electronic voting system or through ballot / polling paper shall also be made available at the venue of the 26<sup>th</sup> AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

Mr. Jigarkumar Gandhi (Proprietor - JNG & Company), Company Secretaries, has been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The instructions to members for voting electronically are as under:-

- (i) The remote e-voting period commences on September 25, 2017 (09:30 a.m.) and ends on September 28, 2017 (05:00 p.m.). During this period members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) September 22, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iv) Click on Shareholders / Members
- (v) Now Enter your User ID
- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field</li></ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login <ul style="list-style-type: none"><li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li></ul>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN of Sarda Papers Limited on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the changed login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store, iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system and forward one copy of the same documents to the scrutinizer at [info@jngandco.in](mailto:info@jngandco.in) for the scrutinizer to verify the same
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)



## DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015

Name of the Director	Mrs. Kamini Johari
Date of Birth	10 <sup>th</sup> Feb, 1962
Director Identification Number	01309286
Date of Appointment	30/09/2015
Relationship between Directors' Inter-se	Not related to any Director of the Company
Qualification and Expertise	MBA from University of Pittsburgh, USA
Directorship held in other public / private companies	SARDA PAPERS LIMITED NOBEL HYGIENE PRIVATE LIMITED FANCY INVESTRADE PRIVATE LIMITED POWERFUL IMPEX PRIVATE LIMITED
Membership / Chairmanship of Committee across other public companies, if any	Nil
Number of Equity Shares of Re. 10 each held	578075



**DIRECTORS' REPORT**

Dear Shareholders,

Your Directors have pleasure in presenting the Twenty-sixth Annual Report on the business and operations together with the Audited Financial Statements of the Company for the year ended on March 31, 2017.

**1] FINANCIAL RESULTS**

<b>Particulars</b>	<b>For the year ended March 31, 2017</b>	<b>For the year ended March 31, 2016</b>
<b>Total Income</b>	<b>1,99,902</b>	<b>84,48,543</b>
<b>Earnings before interest, depreciation and tax</b>	<b>(9,52,629)</b>	<b>(1,79,362)</b>
Interest and Finance Charges	-	-
Depreciation	-	16,636
<b>Profit/(loss) before exceptional item</b>	<b>(9,52,629)</b>	<b>(1,95,998)</b>
Profit on sale of fixed assets	-	7,97,94,519
<b>Profit/(loss) before Taxation</b>	<b>(9,52,629)</b>	<b>7,95,98,521</b>
Provision for Current Tax	-	56,00,000
Provision for Deferred Tax	-	2,68,66,303
<b>Profit after tax</b>	<b>(9,52,629)</b>	<b>4,71,32,218</b>
Earnings per Equity share-Basic & Diluted	(0.31)	15.11

**2] PERFORMANCE**

In the previous year, the company had restarted its business operations by dealing in the paper products by trading in the same. This activity needs working capital. The company has not been able to raise working capital and hence the operations during the year have been minimal. Due to fixed overheads the company has incurred losses during the year.

**3] DIVIDEND**

In view of losses the Board of Directors, do not propose any dividend for the financial year ended 31st March, 2017.

**4] TRANSFER TO RESERVE**

For the year under review, no amount has been transferred to General Reserve.



**5] SHARE CAPITAL**

The paid up Equity Share Capital as on March 31, 2017 was Rs 3,12,00,000/-. The Company has not issued and allotted any securities during the year ended March 31, 2017.

**6] FINANCE**

Cash and cash equivalent as at March 31, 2017 was Rs. 93,117/- against Rs. 4,12,641/- last year.

**7] DEPOSITS**

During the year under review the Company has not accepted any deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies [Acceptance of Deposits] Rules, 2014.

**8] PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

The particulars of loans, guarantees and investment have been disclosed in the financial statements.

**9] MANAGEMENT DISCUSSION & ANALYSIS**

Pursuant to regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR), the Management Discussion & Analysis is presented in separate section forming part of the Annual Report as **Annexure 1**.

**10] CORPORATE GOVERNANCE:**

Pursuant to Regulation 15 (2), of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) shall not be mandatory, for the time being, in respect of the listed entity having paid up equity share capital not exceeding Rs. 10 Crore and net worth not exceeding Rs. 25 Crore, as on the last day of the previous financial year. As our company's paid up equity share capital is not exceeding Rs. 10 Crore and Net Worth not exceeding Rs. 25 Crore, as on the last day of the previous financial year, compliance with Regulation Para C, D and E of schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR), a Report on Corporate Governance is not applicable.

**11] DIRECTORS**

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Mrs. Kamini Johari [DIN: 01309286], retires by rotation and, being eligible, has offered herself for reappointment.

**12] MEETINGS**

During the year under review, the Board meets 4 times on (1) 30.05.2016, (2) 14.08.2016, (3) 14.11.2016 and (4) 14.02.2017; the Members of Audit Committee meets 4 times on (1) 30.05.2016, (2) 14.08.2016, (3) 14.11.2016 and



(4) 14.02.2017; The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and the Listing Obligations and Disclosure Requirements, Regulations, 2015. The details of the Meetings of the board of Directors are set as follows:

Name	Designation	Number of Board Meeting attended	Last AGM attended
Manish Dharanendra Ladage (DIN: 00082178)	Director	4	Yes
Mahesh Salamatrai Makhijani (DIN: 00322226)	Director	4	No
Kamini Kamal Johari (DIN: 01309286)	Director	4	Yes
Krishnamurthy Anantharayanan (DIN: 06579510)	Director	4	No

**13] DECLARATION BY INDEPENDENT DIRECTORS**

All Independent Directors have submitted the declaration of Independence as required under Section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 as well as LODR.

**14] BOARD EVALUATION**

In compliance with the provisions of the Companies Act, 2013 read with the Rules framed there-under and Regulation 17 of the LODR, the Board had carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of the Committees. The Board of Directors expressed their satisfaction with the evaluation process.

**15] AUDIT COMMITTEE**

The Audit Committee is constituted in line with the regulatory requirements mandated by the Companies Act, 2013 and the Listing Obligations and Disclosure Requirements, Regulations, 2015. The details of the Committee are set as follows:

**Composition and Attendance at Meetings of Audit Committee**

Name	Category	Meeting attended
Mr. Manish D Ladage	Director - Chairman	4
Mr. Mahesh Makhijani	Independent Director	4
Mr. Krishnamurthy Ananthanarayanan	Independent Director	4

**16] NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee is constituted in line with the regulatory requirements mandated by the Companies Act, 2013 and the Listing Obligations and Disclosure Requirements, Regulations, 2015. The details of the Committee are set as follows:

**Composition and Attendance at Meetings of Nomination & Remuneration Committee:**

Name	Category
Mr. Manish D Ladage	Director – Chairman
Mr. Mahesh Makhijani	Independent Director – Member
Mr. Krishnamurthy Ananthanarayanan	Independent Director – Member

There was no meeting called during the financial year.

**17] CORPORATE SOCIAL RESPONSIBILITY (CSR) – INITIATIVES**

As company is not falling in the criteria specified under section 135(1) of the Companies Act, 2013, no comment is invited.

**18] MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report.

**19] INTERNAL FINANCIAL CONTROL**

The Company has in place adequate internal financial control with reference to financial statements. During the year, such controls were tested and no reportable material weakness in designs or operations were observed.

**20] DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS/ COURTS/ TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND THE COMPANY'S OPERATIONS IN FUTURE**

During the year under review, no material orders were passed by the Regulators / Courts / Tribunals, impacting the Company's going concern status and future operations.

**21] DETAILS OF SUBSIDIARY / JOINT VENTURES / ASSOCIATE COMPANIES**

The Company had no subsidiary as at the end of the financial year ended March 31, 2017.

**22] REMUNERATION OF THE DIRECTORS/KEY MANAGERIAL PERSONNEL (KMP) / EMPLOYEES:**

Your Company has framed a Remuneration Policy which lays down a framework in relation to the Directors, Key Managerial Personnel and Senior Management of the Company. During the Year Company has not paid any remuneration to directors and no employees are there on the pay roll of the Company.

**23] VIGIL MECHANISIM**

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy in terms of the Listing Agreement, includes an Ethics & Compliance Task Force. Protected disclosures can be made by a whistle blower through an e-mail, or dedicated telephone line or a letter to the Task Force or to the Chairman of the Audit Committee.

**24] RISK MANAGEMENT POLICY**

The Company has framed Risk Management Policy. The main objective of this policy is to ensure sustainable business growth with stability and to promote proactive approach to identifying, evaluating and resolving risks associated with its business. In order to achieve the key objective, the policy establishes structured and disciplined approach to risk management in order to guide decisions on risk related issues.

Under the current challenging and competitive environment, the strategy for mitigating inherent risk in accomplishing the growth plan of the Company is imperative. The common risks interalia are regulatory risk, competition, financial risk, technology obsolescence, human resources risk, political risks, investments, retention of talents, expansion of facilities and product price risk.

**25] CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

A statement giving details of conservation of energy, technology absorption and foreign exchange earnings and outgo as required to be disclosed under the Act, are provided in **Annexure 2** to this report.

**26] DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134 [5] of the Companies Act, 2013, the Directors confirm that:

- i) In the preparation of the annual accounts, the applicable Accounting Standards have been followed along with the proper explanations relating to material departures.
- ii) Appropriate Accounting Policies have been selected and applied consistently. 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 as at March 31, 2017 and of the Profit and Loss Account for the Financial Year 2016-17 have been made.
- iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and preventing and detecting fraud and other irregularities.



- iv) The Annual Accounts have been prepared on a going concern basis.
- v) The policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, prevention & detection of frauds / errors, accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, internal Financial Controls, are adequate and were operating effectively;
- vi) Proper systems are in place to ensure compliance of all laws applicable to the Company and that such systems are adequate and operating effectively.

**27] RELATED PARTY TRANSACTIONS**

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business and the provisions of the Companies Act, 2013, Rules made there under and the LODR are not attracted.

All Related Party Transactions are placed before the Audit Committee and also the Board for approval. Prior omnibus approval of the Audit Committee is obtained for transactions which are foreseen and repetitive in nature. The transactions entered into pursuant to omnibus approval so granted are audited and a statement giving details of all related party transactions is placed before the Audit Committee and the Board of Directors for their approval on a quarterly basis.

Particulars of contracts / arrangement with related parties entered into under section 188[1] are available in AOC 2 as **Annexure 3** to this report.

The details of transactions with Related Parties are given in the notes to the Financial Statements in accordance with the Accounting Standards.

The policy on Related Party Transactions as approved by the Board is uploaded on the website of the Company at <http://www.sardapapers.com>

None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

**28] AUDITORS**

**a) Statutory Auditors**

Under Section 139 of the Companies Act, 2013 and the rules made there under, it is mandatory to rotate the statutory auditor on completion of the maximum term permitted under the said section. The audit committee of the company has proposed and the board of directors of the Company has recommended the appointment of M/s. S K H D & Associates , Chartered Accountants (firm registration no. 105929W) in place of S M M P & Associates, Chartered Accountants, Mumbai as the Statutory Auditor of the Company, to hold office for a period of five consecutive years from the conclusion of the 26<sup>th</sup> Annual general meeting of the company, till the conclusion of the 31<sup>st</sup> Annual General Meeting to be held in year 2022, subject to the approval of the shareholders of the company. They have confirmed their eligibility to the effect that their appointment, if made, would be within the prescribed limits under the Act and that they are not disqualified for re-appointment.



**b) Secretarial Auditor**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies [Appointment and Remuneration of Managerial Personnel] Rules 2014, the Company had appointed M/s. JNG & CO., a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is part of this report as **Annexure 4**

**29] COMMENTS ON AUDITORS' & SECRETARIAL AUDIT REPORT**

With regard to the observations on appointment of whole time Company Secretary, the board has made enough efforts to appoint Company Secretary, however failed to appoint a whole-time Company Secretary mainly due to size and operations of the company in compliance with section 203 of the Companies Act, 2013.

**30] EXTRACT OF ANNUAL RETURN**

The details forming part of the extract of the Annual Return in form MGT 9, as required under section 92 of the Companies Act, 2013, are annexed as **Annexure 5** and forms an integral part of this Report.

**31] DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has zero tolerance for sexual harassment at workplace and has adopted a 'Respect for Gender' Policy on prevention, prohibition and redressal of sexual harassment in line with the provisions of the Sexual Harassment of Women at Workplace [Prevention, Prohibition and Redressal] Act, 2013 and the Rules framed there under.

The Company has not received any written complaint on sexual harassment during the financial year.

**32] REPORTING OF FRAUDS:**

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and /or Board under Section 143(12) of the Act and Rules framed there under.

**33] ACKNOWLEDGEMENTS**

Your Directors thank all the shareholders, customers, vendors, banks and the State and Central Governments for the support extended during the year and look forward to their continued support in the future. Your Directors also place on record their appreciation of the contribution made by the Company's employees at all levels.

**For and on behalf of the Board**

**Kamini Kamal Johari**  
**Chairman**  
**[DIN: 01309286]**

Place: Mumbai  
Dated: 30<sup>th</sup> May, 2017



**Annexure 1**

**MANAGEMENT DISCUSSION & ANALYSIS**

**BUSINESS OVERVIEW**

The Company was engaged in processing and manufacturing of Coated Paper. It has started last year trading of the coated paper.

As you are aware that your Company had suspended the manufacturing operation from June 2009 due to unfavourable market condition and continuous cash losses and Company was under BIFR purview for its rehabilitation. The Company does not envisage starting again its manufacturing unit.

**INDUSTRY STRUCTURE AND DEVELOPEMNT**

The Indian economy has witnessed that growth in year ended 31<sup>st</sup> March,2017 and in particular the paper industry has been passing through a difficult period for reasonable growth in the year ahead.

**OPPORTUNITIES AND THREATS**

The company is looking for the trading in paper. This will need some working capital. .

**OUTLOOK**

The Company had suspended its manufacturing activities w.e.f 14.06.2009. The Company had brought in an investor who had subscribed preference capital and net worth of the Company turned positive and the Company had come out from the purview of the BFIR. The Company does not envisage starting again its manufacturing unit and hence sold the factory, land and building to the Nobel Hygiene Private Limited. At present the company is looking for the trading in paper.

**RISK AND CONCERNS**

The company is exposed to risk of market fluctuation of its imported Coated Paper. The company is also exposed to national price fluctuation for its products.



**INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The Company has been, maintaining a well-established procedure for internal control system. There had been a review conducted on regular interval by the internal Auditors about the financing and operating control at various locations of the Company and any, significant findings are reviewed by the Audit Committee of the Board of Directors.

**CAUTIONARY STATEMENT**

Statement in the Management Discussion and analysis describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities, laws and regulation Actual results may differ materially from those expressed in the statement. Several factors could make significant difference to the company's operation. These include climatic conditions and economic conditions affection demand and supply, government regulation and taxation, natural calamities etc. over which the company does not have any control.

**CORPORATE SOCIAL SERVICE**

The Company is below the threshold limit for mandatory spend on Corporate Social Responsibility.



**Annexure – 2**

**Conservation of Energy, research and development, Technology absorption, foreign exchange earnings and outgo.**

***Particulars pursuant to the Companies (Accounts) Rules, 2014***

(A) Conservation of energy-

- (i) The steps taken or impact on conservation of energy – Not Applicable
- (ii) The steps taken by the company for utilising alternate sources of energy – Not Applicable
- (iii) The capital investment on energy conservation equipments - Nil

(B) Technology absorption-

- (i) The efforts made towards technology absorption – Not Applicable
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution – Not Applicable
- (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- Not Applicable
  - (a) The details of technology imported;
  - (b) The year of import;
  - (c) Whether the technology been fully absorbed;
  - (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- (iv) The expenditure incurred on Research and Development - Nil

(C) Foreign exchange earnings and outgo-

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows - Nil

**Annexure - 3****Particulars of Contracts / arrangement made with related parties****Form No. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

**Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto**

**1. Details of contracts or arrangements or transactions not at arm's length basis:**

There was no contract or arrangement or transactions entered into during the year ended March 31, 2016 which were not at arm's length basis.

**2. Details of material contracts or arrangement or transactions at arm's length basis:**

(a) Name(s) of the related party and nature of relationship:	Kamini Johari - Key Managerial Personnel
(b) Nature of Contracts/arrangements/transactions:	Unsecured Loan Received during the year
(c) Duration of the contracts / arrangements/transactions:	05th December, 2016
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Rs1,00,000/-
(e) Date(s) of approval by the Board, if any:	30th May, 2016
(f) Amount paid as advances, if any:	Nil

(a) Name(s) of the related party and nature of relationship:	Manish D. Ladage - Key Managerial Personnel
(b) Nature of Contracts/arrangements/transactions:	Unsecured Loan Received during the year
(c) Duration of the contracts / arrangements/transactions:	15/04/2016 & 10/01/2017
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Rs 1,25,000/-
(e) Date(s) of approval by the Board, if any:	30th May, 2016
(f) Amount paid as advances, if any:	Nil

On behalf of the Board of Directors

(Kamini Kamal Johari)  
DIN: 01309286  
Chairman

Place: Mumbai  
Date: May30, 2017



**Annexure - 4**

**Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 2017**

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

To,  
The Members,  
Sarda Papers Limited,  
A/70 MIDC, Sinnar, Nasik - 422103

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

Based on our verification of the Sarda Papers Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Sarda Papers Limited ("the Company") for the financial year ended on 31<sup>st</sup> March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company during the Audit Period)**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period)**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period)** and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period)**
- (vi) Other laws as applicable specifically to the company as informed by the management that the manufacturing activity of the Company is stopped since the company went to BIFR and company, hence no industry specific law applicable to company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India
- (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015;

I further report that, based on the information provided and the representation made by the Company and also on the review of the compliance reports of Company Secretary / Chief Executive Officer taken on record by the Board of Directors of the Company, in my opinion, adequate systems and processes exist in the Company to monitor and ensure compliance with provisions of applicable general laws like labour laws and environmental laws.

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

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, mentioned hereinabove and there is adequate compliance management system for the purpose of other applicable laws mentioned as sector specific laws hereinabove.

**I further report my observation as follows that:**

1. *The company was required to appoint Company Secretary, as KMP, under section 203 of the Companies Act, 2013 and same was not appointed during the audit period.*

We have relied on the representations made by the Company and its officers for systems and mechanisms formed by the Company for compliances under other sector specific laws and regulations applicable to the Company.



**I further report that**

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

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

Majority decision is carried unanimously and recorded as part of the minutes, wherever required.

**I further report that**

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with the applicable laws, rules, regulations and guidelines.

**I further report that**

During the audit period there were no specific events / actions having a major bearing on the affairs of the Company in pursuance of the above referred laws, rules, regulations, guidelines, standards.

**For JNG & Co.,**

**Jigarkumar Gandhi**

**FCS: 7569**

**C.P. No. 8108**

**Place: Mumbai**

**Date: 30.05.2017**

Note: This report is to be read with our letter of even date which is annexed as **Annexure II** and forms an integral part of this report.



**ANNEXURE - I**

List of documents verified

1. Memorandum & Articles of Association of the Company.
2. Minutes of the meetings of the Board of Directors and various committees comprising of Audit Committee, Nomination & Remuneration Committee etc. held during the period under report.
3. Minutes of General Body Meetings held during the period under report.
4. Statutory Registers/Records under the Companies Act and rules made there under
5. Agenda papers submitted to all the directors / members for the Board Meetings and Committee Meetings.
6. Declarations received from the Directors of the Company pursuant to the provisions of 184 of the Companies Act, 2013.
7. E-Forms filed by the Company, from time-to-time, under applicable provisions of the Companies Act, 1956 and Companies Act, 2013 and attachments thereof during the period under report.
8. Intimations received from directors under the prohibition of Insider Trading and SEBI Takeover Code
9. Various policies framed by the company from time to time as required under the statutes applicable to the company.
10. Processes and procedure followed for Compliance Management System for applicable laws to the Company
11. Filings made with Reserve Bank of India under the Foreign Direct Investment Guidelines and for Overseas Direct Investments made by the Company.
12. Communications / Letters issued to and acknowledgements received from the Independent directors for their appointment
13. Various policies framed by the company from time to time as required under the Companies Act as well as SEBI LODR Regulations.

**For JNG & Co.,**

**Jigarkumar Gandhi**

**FCS: 7569**

**C.P. No. 8108**

**Place: Mumbai**

**Date: 30.05.2017**



**Annexure II**

To,  
The Members,  
Sarva Papers Limited,  
A/70 MIDC, Sinnar, Nasik - 422103

Sir,

Sub : Secretarial Audit Report for the Financial Year ended on 31<sup>st</sup> March, 2017

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

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

**For JNG & Co.,**

**Jigarkumar Gandhi**

**FCS: 7569**

**C.P. No. 8108**

**Place: Mumbai**

**Date: 30.05.2017**



**Annexure - 5****Form No. MGT-9****EXTRACT OF ANNUAL RETURN****as on the financial year ended on 31.03.2017**

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

**I REGISTRATION AND OTHER DETAILS:**

CIN:-	L51010MH1991PLC061164
Registration Date	11/4/1991
Name of the Company	SARDAPAPERS LIMITED
Category / Sub-Category of the Company	Public Company / Limited by Shares
Address of the Registered office and contact details	A/70, MIDC, Sinnar, Nasik, Maharashtra 422103
Whether listed company Yes / No	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Universal Capital Securities Pvt. Ltd. 21, Shakil Nivas, Mahakali Caves Road, Andheri (Eas), Mumbai 400 093

**I PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Paper	210	23.14%

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

The Company do not have any Holding, Subsidiary and Associate Company

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year the year
	Demat	Physical	Total Shares	% of Total	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual /HUF	2312298	0	2312298	74.14%	2312298	0	2312298	74.14%	0.00%
b) Central Govt	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) State Govt (s)	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) Bodies Corp.	0	0	0	0.00%	0	0	0	0.00%	0.00%
e) Banks / FI	0	0	0	0.00%	0	0	0	0.00%	0.00%
f) Any Other....	0	0	0	0.00%	0	0	0	0.00%	0.00%
<b>Sub-total (A) (1):-</b>	<b>2312298</b>	<b>0</b>	<b>2312298</b>	<b>74.14%</b>	<b>2312298</b>	<b>0</b>	<b>2312298</b>	<b>74.14%</b>	<b>0.00%</b>
<b>(2) Foreign</b>									
a) NRIs –Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Other – Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) Bodies Corp.	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) Banks / FI	0	0	0	0.00%	0	0	0	0.00%	0.00%
e) Any Other....	0	0	0	0.00%	0	0	0	0.00%	0.00%
<b>Sub-total (A) (2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
<b>Total shareholding of Promoter</b>									
<b>(A) = (A)(1)+(A)(2)</b>	<b>2312298</b>	<b>0</b>	<b>2312298</b>	<b>74.14%</b>	<b>2312298</b>	<b>0</b>	<b>2312298</b>	<b>74.14%</b>	<b>0.00%</b>
<b>B. Public Shareholding</b>									
<b>1 Institutions</b>									
a) Mutual Funds	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Banks / FI	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) Central Govt	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) State Govt(s)	0	0	0	0.00%	0	0	0	0.00%	0.00%
e) Venture Capital Funds	0	0	0	0.00%	0	0	0	0.00%	0.00%
f) Insurance Companies	0	0	0	0.00%	0	0	0	0.00%	0.00%



## 26th ANNUAL REPORT

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year the year
	Demat	Physical	Total Shares	% of Total	Demat	Physical	Total	% of Total Shares	
g) FII's	0	0	0	0.00%	0	0	0	0.00%	0.00%
h) Foreign Venture Capital Funds	0	0	0	0.00%	0	0	0	0.00%	0.00%
i) Others (specify)	0	0	0	0.00%	0	0	0	0.00%	0.00%
<b>Sub-total (B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp.	16772	3900	20672	0.66%	14945	3900	18845	0.60%	-0.06%
i) Indian	0	0	0	0.00%	0	0	0	0.00%	0.00%
ii) Overseas	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	369181	233417	602598	19.32%	360387	230907	591294	18.96%	-0.36%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	181464	0	181464	5.82%	170810	0	170810	5.48%	-0.34%
c) Others (specify)	0	0	0	0.00%			0	0.00%	0.00%
i) Clearing Members	1175	0	1175	0.04%	2009	0	2009	0.06%	0.03%
ii) NRI / OCBs	493	100	593	0.02%	393	100	493	0.02%	0.00%
iii) HUF	0	0	0	0.00%	23051	0	23051	0.74%	0.74%
iv) Trust	100	0	100	0.00%	100	0	100	0.00%	0.00%
<b>Sub-total (B)(2):-</b>	<b>569185</b>	<b>237417</b>	<b>806602</b>	<b>25.86%</b>	<b>571695</b>	<b>234907</b>	<b>806602</b>	<b>25.86%</b>	<b>0.00%</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>569185</b>	<b>237417</b>	<b>806602</b>	<b>25.86%</b>	<b>571695</b>	<b>234907</b>	<b>806602</b>	<b>25.86%</b>	<b>0.00%</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
<b>Grand Total (A+B+C)</b>	<b>2881483</b>	<b>237417</b>	<b>3118900</b>	<b>100.00%</b>	<b>2883993</b>	<b>234907</b>	<b>3118900</b>	<b>100.00%</b>	<b>0.00%</b>

**(ii) Shareholding of Promoters**

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Kamini Kamal johari	578075	18.53%		578075	18.53%		0.00%
2	Kartik Kamal Johari	578075	18.53%		578075	18.53%		0.00%
3	Ladage Manish Dharanendra	578075	18.53%		578075	18.53%		0.00%
4	N R Parameswaran	578073	18.53%		578073	18.53%		0.00%
	<b>Total</b>	<b>2312298</b>	<b>74.14%</b>		<b>2312298</b>	<b>74.14%</b>		

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

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	<b>Kamini Kamal johari</b> At the beginning of the year Increase/ Derease during the year At the End of the year	578075 0 578075	18.53% 0.00% 18.53%	578075 578075 578075	18.53% 18.53% 18.53%
2	<b>Kartik Kamal Johari</b> At the beginning of the year Increase/ Derease during the year At the End of the year	578075 0 578075	18.53% 0.00% 18.53%	578075 578075 578075	18.53% 18.53% 18.53%
3	<b>Ladage Manish Dharanendra</b> At the beginning of the year Increase/ Derease during the year At the End of the year	578075 0 578075	18.53% 0.00% 18.53%	578075 578075 578075	18.53% 18.53% 18.53%
4	<b>N R Parameswaran</b> At the beginning of the year Increase/ Derease during the year At the End of the year	578073 0 578073	18.53% 0.00% 18.53%	578073 578073 578073	18.53% 18.53% 18.53%

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

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of totalShares of thecompany	No. of Shares	% of totalShares of thecompany
1	<b>BIJAL NIMESH BHATIA</b>				
	At the beginning of the year	60566	0.19%	60566	0.19%
	Transaction during the year	0	0.00%	60566	0.19%
	At the End of the year			60566	0.19%
2	<b>SEEMA YOGESH ASHER</b>				
	At the beginning of the year	22510	0.07%	22510	0.07%
	Transaction during the year	0	0.00%	22510	0.07%
	At the End of the year			22510	0.07%
3	<b>RAHULANANTRAI MEHTA</b>				
	At the beginning of the year	21205	0.07%	21205	0.07%
	Transaction during the year	800	0.00%	21205	0.07%
	At the End of the year			21205	0.07%
4	<b>PRITTY DEVI SARAWAGI</b>				
	At the beginning of the year	16039	0.05%	16039	0.05%
	Transaction during the year	0	0.00%	16039	0.05%
	At the End of the year			16039	0.05%
5	<b>GUNJAN BAGARIA</b>				
	At the beginning of the year	13000	0.04%	13000	0.04%
	Transaction during the year	5	0.00%	12995	0.04%
	At the End of the year			12995	0.04%



Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of totalShares of thecompany	No. of Shares	% of totalShares of thecompany
6	<b>SANJAY HARIKISHAN</b>				
	At the beginning of the year	12913	0.04%	12913	0.04%
	Transaction during the year	0	0.00%	12913	0.04%
	At the End of the year			12913	0.04%
7	<b>VIVEK VERMA</b>				
	At the beginning of the year	12001	0.04%	12001	0.04%
	Transaction during the year	1464	0.00%	13465	0.04%
	At the End of the year			13465	0.04%
8	<b>USHA KHAITAN</b>				
	At the beginning of the year	11935	0.04%	11935	0.04%
	Transaction during the year	0	0.00%	11935	0.04%
	At the End of the year			11935	0.04%
9	<b>MANJU DEVI CHAUDHARY</b>				
	At the beginning of the year	11295	0.04%	11295	0.04%
	Transaction during the year	0	0.00%	11295	0.04%
	At the End of the year			11295	0.04%
10	<b>SANJAY KANUBHAI PATEL</b>				
	At the beginning of the year	10000	0.03%	10000	0.03%
	Transaction during the year	0	0.00%	10000	0.03%
	At the End of the year			10000	0.03%



## (v) Shareholding of Directors and Key Managerial Personnel

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	<b>Kamini Kamal johari</b>				
	At the beginning of the year	578075	18.53%	578075	18.53%
	Increase/ Dcrease during the year	0	0.00%	578075	18.53%
	At the End of the year	578075	18.53%	578075	18.53%
2	<b>Ladage Manish Dharanendra</b>				
	At the beginning of the year	578075	18.53%	578075	18.53%
	Increase/ Dcrease during the year	0	0.00%	578075	18.53%
	At the End of the year	578075	18.53%	578075	18.53%

## V. INDEBTEDNESS

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

Particular	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount	-	300,000	-	300,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	<b>300,000</b>	-	<b>300,000</b>
<b>Change in Indebtedness during the financial year</b>	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtness</b>
* Addition	-	225,000	-	225,000
* Reduction	-	-	-	-
<b>Net Change</b>	-	<b>225,000</b>	-	<b>225,000</b>
<b>Indebtedness at the end of the financial year</b>	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtness</b>
i) Principal Amount	-	525,000	-	525,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	<b>525,000</b>	-	<b>525,000</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

No Remuneration to Managing Director, Whole-time Director and / or Manager is paid during the year

**B. Remuneration to other directors:**

Sl. No	Particulars of Remuneration	Name of Directors				Total Amount
		Mahesh Makhijani	Krishnamurthi Ananthanarayanan	Manish D Ladage	Mrs. Kamini Kamal Johari	
	3. Independent Directors • Fee for attending board / committee meetings • Commission • Others, please specify	4,000	4,000	4000	4000	16,000
	<b>Total (1)</b>	<b>4,000</b>	<b>4,000</b>	<b>4000</b>	<b>4000</b>	<b>16,000</b>
	4. Other Non-Executive Directors • Fee for attending board / committee meetings • Commission • Others, please specify					-
	<b>Total (2)</b>	-	-	-	-	-
	<b>Total (B)=(1+2)</b>	<b>4,000</b>	<b>4,000</b>	<b>4000</b>	<b>4000</b>	<b>16,000</b>
	Total Managerial Remuneration Overall Ceiling as per the Act					

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

No Managerial Key Personnel other than MD/Manager/WTD on the payroll of Company

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

Against the Company, Directors and other officers in default under Companies Act, 2013 : None



## Independent Auditors' Report

### To the Members

Sarda Papers Limited

#### I. Report on the Financial Statements

We have audited the attached financial statements of Sarda Paper Limited (hereinafter referred to as the Company), comprising of the Balance Sheet as at 31st March 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year ended along with the Significant Accounting Policies and other explanatory information forming an integral part thereof.

#### II. Management's Responsibility for the Financial Statements

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

#### III. Auditors' Responsibility

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order under Section 143(11) of the Act.

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the

financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

#### IV. **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2017, its Loss and its cash flows for the year ended on that date.

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

1. As required by the Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we enclose in the **Annexure-1**, a statement on the matters specified in paragraphs 3 and 4 of the said Order, to the extent applicable to the Company during the year under review.
2. Further to our comments in the Annexure referred to in 1. Above, as per the requirements of Section 143(3) of the Act, we report as follows:
  - (a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
  - (d) In our opinion, the Balance Sheet, Statement of Profit and Loss and the Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) On the basis of written representations received from the respective directors as on 31st March 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2017 from being appointed as a director in terms of sub-section (2) of Section 164 of the Act;
  - (f) We have no observations / comments on the financial transactions / matters which have adverse effect on the functioning of the Company, nor do we have any qualified / adverse remarks related to the maintenance of the accounts or other matters connected therewith, in respect of the Company;

- (g) With respect to the adequacy of the Internal Financial Controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **Annexure-2**;
- (h) Refer Note No. 28 regarding non-compliance by the Company with the requirements Section 203 of the Act in respect of appointment of a whole-time Company secretary. The Company is in the process of regularizing the same;
- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us, we report that;
- i) the Company does not have any pending litigations which would impact its financial position;
- ii) the Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- iii) there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company; and
- iv) the Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December 2016 and these are in accordance with the books of accounts maintained by the Company (Refer Note No. 25 forming part of the financial statements).

For **S M M P & Associates**  
Chartered Accountants  
Firm Registration No. 120438 W

**Chintan Shah**  
Partner  
Membership No. 166729

Place : Mumbai  
Date : 30<sup>th</sup> May 2017

**Annexure-1 to the Independent Auditors' Report**

(Referred to in paragraph V(1) of our report of even date)

In terms of the information and explanations given to us and the books and records examined by us and on the basis of such checks as we considered appropriate, we further report as under:

**1. Fixed Assets**

(a) The Company does not have any fixed assets at the end of financial year .

**2. Inventory**

Based on the explanations, we are of the opinion that the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business. No material discrepancies were noticed during the said verification, we have been explained

**3. Loans to parties of Directors' interest**

During the year, the Company has not granted any loans, secured or unsecured to the parties covered in the register maintained under Section 189 of the Act.

**4. Loans/Guarantees/Investments in / Provision of Security to certain parties**

As per the records of the Company, during the year, the Company has not given any loans /guarantees to or made any investments or provided any security within the purview of the Sections 185 and 186 of the Act.

**5. Acceptance of Deposits**

According to the information and explanations given to us, the Company has not accepted deposits as per the directives issued by Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under.

**6. Maintenance of Cost Records**

As explained to us, maintenance of cost records has not been prescribed by the Central Government for the Company under Section 148(1) of the Act.

**7. Undisputed & Disputed Statutory Dues**

(a) According to the information and explanations given to us and as per the records verified by us, the Company has been regular in depositing undisputed statutory dues involving Income Tax and Service Tax with the appropriate authorities and there were no arrears under the above heads which were due for more than six months from the date they become payable, as at the close of the year. Keeping in view the present operations of the Company, statutes relating to Provident Fund, Employees' State Insurance, Sales-tax, Customs Duty, Value Added Tax, Excise Duty and Cess are not applicable to the Company during the year under review.

- b) As per the Company's records and based on the information available, there were no disputed statutory dues with the Company pertaining to Sales Tax, Service Tax, Customs Duty, Excise Duty or Value Added Tax. In respect of Income-tax amounting to Rs 16.41 Lacs, the following are the disputed dues, which have been lying pending with the Company as at the close of the year under review

Sr. No.	Name of the statute	Nature of The Dues	Amount (Rs. inLacs)	Period	Forum where dispute is pending
1	Central Excise Act, 1944	Excise Duty and Penalties	3.07	01/09/1996 to 31/01/1997	Commissioner of Central Deputy Excise (Appeals), Nashik
2	Central Excise Act, 1944	Excise Duty and Penalties	5.70**	October 1998 to February 2000	Central Excise and Service tax Appellate Tribunal, Mumbai
3	Central Excise Act, 1944	Excise Duty and Penalties	7.64	FY 2002-03	Deputy Commissioner of Central Excise (Appeals), Nashik

Note: \*\* includes Rs. 1.00 Lacs deposited by the Company under protest but charged to revenue.

8. **Loans from Banks/Financial Institutions/ Government/Debentures**

As per the records verified by us, the Company has not availed any loan/facility from banks/financial institutions/ Government and hence the question of default in repayment of the same does not arise. Further, no amounts were borrowed by the Company through Debentures.

9. **Proceeds of Public issue (including debt instruments) /Term Loans**

The Company has not raised any money during the year through initial / further public offer (including debt instruments). Also, the Company has not availed any term loans during the current or earlier years.

10. **Frauds on or by the Company**

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

11. **Managerial Remuneration**

As per the Company's records, no managerial remuneration has been paid/provided for during the year under review.

12. **Nidhi Companies**

The Company is not a Nidhi company during the year under review and hence, the criteria as stipulated under Nidhi Rules 2014 is not applicable to the Company.



13. **Related Party Transactions**

As per the information and explanations given during the course of our verification, in our opinion, all transactions with the related parties made by the Company were in compliance with Sections 177 and 188 of the Act, to the extent applicable to the Company during the year. The relevant details in respect of the same have been appropriately disclosed as per the requirements of the Accounting Standard.

14. **Preferential Issue**

During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures and hence the requirements of Section 42 of the Act are not applicable.

15. **Non-cash Transactions with Directors, etc.**

As per the information and explanations provided to us, during the year, the Company has not entered into any non-cash transactions with directors or persons connected with the directors within the purview of Section 192 of the Act.

16. **Provisions of 45-IA of the Reserve Bank of India Act,1934**

In our opinion and according to the information and explanations given to us, the Company is not a Non-banking Finance Company (NBFC) and hence is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.

For **S M M P & Associates**  
Chartered Accountants  
Firm Registration No. 120438 W

**Chintan Shah**  
Partner  
Membership No. 166729

Place : Mumbai  
Date : 30<sup>th</sup> May 2017

**Balance Sheet as at 31st March, 2017**

Particulars	Notes	As at 31st March 2017 Amount (Rs)	As at 31st March 2016 Amount (Rs)
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholder's Funds</b>			
Share Capital	2	31,189,000	31,189,000
Reserves and Surplus	3	(28,264,627)	(27,311,998)
<b>Current Liabilities</b>			
Short-term Borrowings	4	1,533,051	1,308,051
Trade Payables	5	332,424	165,688
Other Current Liabilities	6	12,100	9,000
Short-term Provisions	7	4,675,397	5,600,000
<b>TOTAL</b>		<b><u>9,477,345</u></b>	<b><u>10,959,741</u></b>
<b>ASSETS</b>			
<b>Non-current Assets</b>			
Deferred Tax Assets	8	-	-
Long term Loans and Advances	9	223,866	223,866
<b>Current Assets</b>			
Inventories	10	489,957	928,126
Trade Receivables	11	8,655,887	8,443,990
Cash and cash Equivalents	12	93,117	412,641
Short-term Loans and Advances	13	14,520	951,118
<b>Total</b>		<b><u>9,477,345</u></b>	<b><u>10,959,741</u></b>

Notes form an integral part of the Financial Statements

As per our report of even date attached.

For **S M M P & Associates**

Chartered Accountants

**Chintan Shah**

Partner

Place : Mumbai

Date : 30th May 2017

For **Sarda Papers Limited**

**Kamini Kamal Johari**

Director

DIN: 01309286

**Manish D. Ladage**

Director

DIN: 00082178

**Statement of Profit and Loss for the year ended 31st March, 2017**

Particulars	Notes	Year ended 31st March 2017	Year ended 31st March 2016
<b>(I) Revenue From Operations</b>			
Revenue from operations	14	199,902	8,041,894
<b>(II) Other Income</b>			
Income From Other Sources	15	-	406,648
<b>(III) Total Revenue (I + II)</b>		<b>199,902</b>	<b>8,448,542</b>
<b>(IV) Expenses:</b>			
Purchases of Stock-in-trade		-	8,572,195
(Increase) / Decrease in inventory	16	242,186	-
(Increase) / Decrease in Stock-in-Trade	17	195,983	(685,940)
Depreciation		-	16,636
Other expenses	18	714,361	741,649
<b>Total Expenses</b>		<b>1,152,530</b>	<b>8,644,540</b>
<b>(V) Profit before exceptional and extraordinary items and tax (III - IV)</b>		<b>(952,629)</b>	<b>(195,998)</b>
<b>(VI) Exceptional Items</b>			
Profit on Sale of Fixed Assets		-	79,794,519
<b>(VII) Profit before extraordinary items and tax (V +VI)</b>		<b>(952,629)</b>	<b>79,598,521</b>
<b>(VIII) Extraordinary Items</b>		-	-
<b>(IX) Profit before tax (VII - VIII)</b>		<b>(952,629)</b>	<b>79,598,521</b>
<b>(X) Tax expense:</b>			
Current tax		-	5,600,000
Deferred tax (Reversal)		-	26,866,303
<b>(XI) Profit/(Loss) for the year</b>		<b>(952,629)</b>	<b>47,132,218</b>
<b>(XII) Earnings per Equity share-Basic &amp; Diluted</b>		<b>(0.31)</b>	<b>15.11</b>

Notes form an integral part of the Financial Statements

As per our report of even date attached.

For **S M M P & Associates**

Chartered Accountants

**Chintan Shah**

Partner

Place : Mumbai

Date : 30th May 2017

For **Sarda Papers Limited**

**Kamini Kamal Johari**

Director

DIN: 01309286

**Manish D. Ladage**

Director

DIN: 00082178



**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017**

PARTICULARS	For the Year Ended 31.03.17		For the Year Ended 31.03.16	
	AMOUNT (Rs.)	AMOUNT (Rs.)	AMOUNT (Rs.)	AMOUNT (Rs.)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit/(Loss) After Tax		(952,629)		47,132,218
Adjusted for:				
a) Depreciation	-		16,636	
b) Profit/Loss on sale of Fixed Assets	-	-	(79,794,519)	
c) Deferred Tax		26,866,303		(52,911,580)
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>		(952,629)		(5,779,362)
a) Trade Receivables	(211,897)		(8,026,574)	
b) Inventories	438,169		(685,938)	
c) Trade Payable	166,733		15,365	
d) Other Current Liabilities	3,100	396,105	(31,984,079)	(40,681,226)
<b>CASH GENERATED FROM OPERATIONS</b>		(556,524)		(46,460,588)
Less:				
Taxes Paid	-	-	4,804,740	4,804,740
<b>Net Cash Generated From Operating Activities (A)</b>		(556,524)		(41,655,848)
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>				
a) Loans & Advances & Deposits	11,995		130,030	
b) Sale of Fixed Assets	-	11,995	83,500,000	83,630,030
<b>Net Cash Used In Investing Activities (B)</b>		11,995		83,630,030
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>				
a) Redemption of preference shares	-		(42,500,000)	
b) Proceeds from Short Term Borrowings(Unsecured)	225,000		562,244	
c) Proceeds from Long Term Borrowings(Unsecured)	-	225,000	-	(41,937,756)
<b>Net Cash Used In Financing Activities (C)</b>		225,000		(41,937,756)
<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalents</b>	(A)+(B)+(C)	(319,524)	(A)+(B)+(C)	36,431
Opening Balance of Cash & Cash Equivalents		412,641		376,210
<b>Closing Balance of Cash &amp; Cash Equivalents</b>	93,117	(319,524)	412,641	36,431

Notes form an integral part of the Financial Statements

As per our report of even date attached.

For **S M M P & Associates**

Chartered Accountants

**Chintan Shah**

Partner

Place : Mumbai

Date : 30th May 2017

For **Sarda Papers Limited**

**Kamini Kamal Johari**

Director

DIN: 01309286

**Manish D. Ladage**

Director

DIN: 00082178

**Note 1: Significant Accounting Policies and Notes to Accounts****I. Significant Accounting Policies****1.1 Basis of Accounting**

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013. The financial statements are prepared on accrual basis under the historical cost convention.

**1.2 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 reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in the current and future periods.

**1.3 Inventories**

Inventories have been valued at lower of Cost or Net Realisable Value

**1.4 Retirement Benefits:**

Gratuity and Leave encashment are provided in the accounts on accrual basis.

**1.5 Accounting for Taxes on Income**

Provision for Current Taxation is computed in accordance with the relevant Income Tax Law applicable. Deferred Taxation is calculated as stipulated in Accounting Standard-22.

**1.6 Revenue Recognition**

Sales are recognized on dispatch of goods to customers and are recorded net of trade discount, rebates and Sales Tax but including Excise Duty.

**1.7 Impairment of Assets**

The carrying amounts of the Company's assets are reviewed at each Balance Sheet date. If any indication of impairment exists, an impairment loss is recognized to the extent of the excess of the carrying amount over the estimated accountable amount.

**1.8 Contingent Liabilities and Provisions**

Disputed Liabilities and claims against the Company including claims raised by the various revenue authorities (e.g. Income Tax, Excise etc.), pending in appeal /court for which no reliable estimate can be made of the amount of the obligation or which are remotely poised for crystallization are not provided for in accounts but disclosed in the notes to accounts.

However, present obligation as a result of past event with possibility of outflow of resources, when reliably estimable, is recognized in accounts.

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT 31ST MARCH, 2017**

PARTICULARS	AS AT	AS AT
	31.03.2017	31.03.2016
	AMOUNT (Rs.)	AMOUNT (Rs.)
<b>Note 2: Share Capital</b>		
<b><u>AUTHORIZED CAPITAL</u></b>		
35,00,000 of Equity Shares of Rs.10/- each.	35,000,000	35,000,000
	<u>35,000,000</u>	<u>35,000,000</u>
<b><u>ISSUED , SUBSCRIBED &amp; PAID UP CAPITAL</u></b>		
31,20,000 of Equity Shares of Rs.10/- each, Fully Paid up	31,200,000	31,200,000
Less: 1,100 Shares of Rs. 10/- each Forfeited	11,000	11,000
Balance : 31,18,900 shares of Rs. 10 each	<b>31,189,000</b>	<b>31,189,000</b>
<b>Total</b>	<u><b>31,189,000</b></u>	<u><b>31,189,000</b></u>

"The company has one class of equity shares having a par value of Rs 10 per share. Each holder of equity share is entitled to one vote per share"

**Reconciliation of No. Of Equity Shares**

Number of Equity Shares at the beginning	3,118,900	3,118,900
Add:- Number of Shares Issued during the Year	-	-
Number of Equity Shares at the end	<u>3,118,900</u>	<u>3,118,900</u>

**Details of shareholders holding more than 5% of Equity Shares**

Name	As At 31.03.2017		As At 31.03.2016	
	% of Holding	No. of Share Holding	% of Holding	No. of Share Holding
Kamini Kamal Johari	18.53%	578,075	18.53%	578,075
Kartik Kamal Johari	18.53%	578,075	18.53%	578,075
Manish Dharanendra Ladage	18.53%	578,075	18.53%	578,075
N.R. Parmeswaran	18.53%	578,073	18.53%	578,073

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT 31ST MARCH, 2017**

<b>PARTICULARS</b>	<b>AS AT 31.03.2017 AMOUNT (Rs.)</b>	<b>AS AT 31.03.2016 AMOUNT (Rs.)</b>
<b>Note 3: Reserve &amp; Surplus</b>		
Deficit balance as per Statement of Profit & Loss		
Balance Brought Forward	(27,311,998)	(73,676,461)
Add: Surplus for the year	(952,629)	47,132,218
Less : Income Tax earlier years	-	767,755
<b>Total</b>	<b><u>(28,264,627)</u></b>	<b><u>(27,311,998)</u></b>
<b>Note 4: Short Term Borrowings</b>		
<b>Unsecured Loan</b>		
From Directors	525,000	300,000
<b>From Related Parties</b>		
Nobel Hygiene Pvt Ltd	1,008,051	1,008,051
<b>Total</b>	<b><u>1,533,051</u></b>	<b><u>1,308,051</u></b>
<b>Note 5: Trade Payables</b>		
For Expenses	332,424	165,688
<b>Total</b>	<b><u>332,424</u></b>	<b><u>165,688</u></b>
<b>Note 6: Other Current Liabilities</b>		
<b>Other Payables</b>		
Statutory Dues	12,100	9,000
<b>Total</b>	<b><u>12,100</u></b>	<b><u>9,000</u></b>
<b>Note 7: Short-term Provisions</b>		
Provision For Income Tax (Asst. Year 2016-17) (Net of Avance Tax & TDS)	4,675,397	5,600,000
	<b><u>4,675,397</u></b>	<b><u>5,600,000</u></b>

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT 31ST MARCH, 2017**

<b>PARTICULARS</b>	<b>AS AT 31.03.2017 AMOUNT (Rs.)</b>	<b>AS AT 31.03.2016 AMOUNT (Rs.)</b>
<b>Note 8 : Deffered Tax Assets (Net)</b>		
Following is the Deffered Tax position of the Company:		
<b>Opening Deffered Tax Liabilities</b>	-	(26,866,303)
- Due to Timing Difference in Depreciation	-	(5,955,147)
<b>Less – Opening Deffered Tax Assets under Income Tax Act, 1961</b>		
- On Accumulated Losses	-	32,804,319
- On Payments u/s 43B	-	17,131
<b>Net Deffered Tax Assets as at the close of the Year</b>	<u>-</u>	<u>-</u>
<b>Note 9 : Long Term Loans and Advances</b>		
(Unsecured, Considered Good)		
Others	223,866	223,866
<b>Total</b>	<u>223,866</u>	<u>223,866</u>
<b>Note 10 : Inventories</b>		
Raw Material	-	242,186
	<u>-</u>	<u>242,186</u>
Finished Goods (at cost)	489,957	685,940
<b>Total</b>	<u>489,957</u>	<u>928,126</u>
<b>Note 11 : Trade Receivables</b>		
<b><u>Outstanding for more than six months</u></b>		
Unsecured, Considered Good :	8,443,990	-
Doubtful	1,302,466	-
<b><u>Others</u></b>		
Unsecured, Considered Good :	211,897	8,443,990
	<b>8,655,887</b>	<b>9,746,456</b>
Less:Provision for Doubtful Debts	-	(1,302,466)
<b>Total</b>	<u>8,655,887</u>	<u>8,443,990</u>

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT 31ST MARCH, 2017**

<b>PARTICULARS</b>	<b>AS AT 31.03.2017 AMOUNT (Rs.)</b>	<b>AS AT 31.03.2016 AMOUNT (Rs.)</b>
<b>Note 12 : Cash &amp; Cash Equivalent</b>		
<u>Cash-in-Hand</u>	61,527	355,555
<u>Balance With Banks</u>		
In Current Account	31,590	46,075
In Margin Money Account	-	11,011
<b>Total</b>	<b><u>93,117</u></b>	<b><u>412,641</u></b>
 <b>Note 13 : Short Terms Loans and Advances</b>		
(Unsecured, Considered Good)		
MVAT Credit Available	14,520	26,515
Advance Tax	-	924,603
<b>Total</b>	<b><u>14,520</u></b>	<b><u>951,118</u></b>

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017**

<b>PARTICULARS</b>	<b>YEAR ENDED 31.03.2017</b>	<b>YEAR ENDED 31.03.2016</b>
<b>Note 14: Revenue From Operation</b>		
Local Sales	199,902	8,041,894
	<u>199,902</u>	<u>8,041,894</u>
<b>Note 15: Other Income</b>		
Rental Income	-	150,000
Interest Income (Net)	-	46,027
Sundry Balances Written Back	-	195,711
Interest on Income Tax Refund	-	14,910
<b>Total</b>	<u>-</u>	<u>406,648</u>
<b>Note 16: Increase / (Decrease) in Inventory</b>		
Opening Stock of Raw Material	242,186	242,186
Add : Purchases of Finished Goods	-	-
Less : Closing Stock	0	242,186
<b>Total</b>	<u>242,186</u>	<u>-</u>
<b>Note 17: Increase / (Decrease) in Stock-in-Trade</b>		
Opening Stock of Stock-in-Trade	685,940	-
Less : Closing Stock of Stock-in-Trade	489,957	685,940
	<u>195,983</u>	<u>(685,940)</u>

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017**

<b>PARTICULARS</b>	<b>YEAR ENDED 31.03.2017</b>	<b>YEAR ENDED 31.03.2016</b>
<b>Note 18: Other Expenses</b>		
Listing fees	229,000	224,720
Legal & other	78,974	110,111
Professional charges	67,500	57,250
Advertisement	73,621	83,528
Auditors Remuneration	56,000	45,700
Printing & Stationery	98,074	61,509
Directors Sitting Fees	16,000	20,000
Filling Fees	75,400	96,600
Postage & Telephone Expenses	-	585
Other Interest	120	437
Service Tax	3,216	2,755
Miscellaneous Expenses	-	10,217
Balance write off	11,011	-
Bank Charges	445	2,172
Profession Tax	2,500	2,500
Meeting Exp	-	11,400
Web Site Charges	2,500	12,165
<b>Total</b>	<b><u>714,361</u></b>	<b><u>741,649</u></b>



**Note: 19 Computation of Earnings/(Loss) Per Share (Basic and Diluted):**

Description	Current Year	Previous Year
Amounts used as numerator (Rs.)	(9,52,629)	4,71,32,218
No. of Equity Shares used as denominator (Nos.)	3,118,900	3,118,900
Nominal value per Equity Share (Rs.)	10	10
Earnings/(Loss) per Share (Basic and Diluted) (Rs.)	(0.31)	15.11

**Note: 20 Contingent Liabilities:**

Demands of Statutory Authorities not acknowledged as debts and appealed against by the Company in respect of Excise Duty: Rs.15.41 Lacs (Previous Year: Rs. 15.41 Lacs)

Contingent liabilities as may arise on account of non/delayed compliance of certain fiscal statutes – Amount uncertainable (Previous year: Amount uncertainable).

**Note: 21** In the opinion of the management, the Current Assets, Loans and Advances are expected to realize at the value stated in the Balance Sheet and adequate provisions have been made for all known liabilities. The management has written off the doubtful debts of Rs.13,02,466/- for which a provision for doubtful debts had been made in earlier year since no monetary benefit is expected to be realized from the doubtful debtors.

**Note: 22 Confirmation of Balances**

Certain Balances appearing in various accounts under the heads Loans and Advances and Current Liabilities as appearing in the accounts are subject to the confirmation from the respective parties and consequential reconciliation, if any. However the Company anticipates no significant variations from its book values as on the Balance Sheet date.

**Note: 23 Inventory**

- (a) The inventory as at the close of the year was as taken, valued and certified by a director.
- (b) During the year old obsolete inventory has been written off, since no monetary benefit is expected to realize from the same.

**Note: 22 Segment information:**

Since there are no reportable segments, the recommendations of Accounting Standard 17 – “Segment Reporting” are not applicable to the Company during the current or previous years



**Note: 24 Employee Benefits**

Keeping in view the fact that there are no eligible employees with the Company during the year, no provision towards retirement benefits has been considered necessary in the accounts, within the meaning of Accounting Standard- 15, Employee Benefits.

**Note: 25 Micro, Small and Medium Enterprises Development Act, 2006**

There were no dues outstanding payable to the Micro, Small and Medium Enterprises included under Current Liabilities, as per the information available with the Company and relied upon by the auditors (Previous Year – Nil).

**Note: 26 Taxation**

- (a) In view of losses in the current year provision for taxation is not made.
- (b) Deferred tax asset is not recognized on losses of the current year in view of the absence of reasonable certainty that sufficient future taxable income will be available against which deferred tax asset can be realized.

**Note: 27 Related Party Disclosures**

**(A) Details of Key Managerial Personnel**

**Names of the related parties and nature of relationship which exists Nature of Relationship**

Mr. Manish D. Ladage Director

Mrs. Kamini Kamal Johari Director

**(B) Names of Related Parties with whom transactions were carried out during the current and last year, where control exists (Associates)**

**Name**

**Nature of Relationship**

M/s. Nobel Hygiene Pvt Ltd Enterprise over which Key Managerial

Personnel exercise Significant Influence

**(C) Disclosure of Related Party Transactions**

During the year	As at 31 March, 2017 (Rs.)		As at 31 March, 2016 (Rs.)	
	With Key Manageral Personnel	With Associates	With Key Manageral Personnel	With Associates
Rent Income	-	-	-	1,50,000
Interest Income	-	-	-	46,027
Sale of Fixed Assets	-	-	-	9,00,00,000
Unsecured Loan Taken	2,25,000	-	3,00,000	2,62,244
Inter-Corporate Deposit – Given-	-	-	-	2,00,00,000
Inter-Corporate Deposit – Received	-	-	-	2,00,00,000
Security Deposit Repaid	-	-	-	71,57,845
Trade Receivable realised	-	-	-	3,13,906
Redemption of Preference Shares	-	-	-	4,25,00,000
<b>Outstanding Balances</b>	<b>As at 31 March, 2017 (Rs.)</b>		<b>As at 31 March, 2016 (Rs.)</b>	
	With Key Manageral Personnel	With Associates	With Key Manageral Personnel	With Associates
Loan Repayable on demand	5,25,000	10,08,051	3,00,000	10,08,051
Interest Receivable		41,424	-	41,424

Note : Related party relationships are identified by the Company and relied upon by the auditors.

**Note : 28 Company Secretary**

During the year, the Company has made enough efforts to appoint company secretary, however failed to appoint a whole time company secretary mainly due to size and operation of the company in compliance with Section 203 of the Companies Act, 2013.

**Note : 29 Note on Specified Bank Notes (SBN)**

During the year, the Company had Specified Bank Notes (SBNs) or other denomination notes as defined in the MCA Notification, G.S.R. 308(E), dated March 30, 2017. The details of SBNs held and transacted during the period from November 8, 2016 to December 30, 2016, are as follows:



<b>Particulars</b>	<b>SBNs (1)</b>	<b>Other Denomination Notes</b>	<b>Total</b>
Closing cash in hand as on 08.11.2016	Rs.3,00,000/-	Rs.55,527/-	Rs.3,55,527/-
(+) Permitted receipts / Withdrawals	NIL	Rs.6,000/-	Rs.6,000/-
(-) Permitted payments	NIL	NIL	NIL
(-) Amount deposited in Banks during the aforesaid period	Rs.3,00,000/-	NIL	NIL
Closing cash in hand as on 30.12.2016	NIL	Rs.61,527/-	Rs.61,527/-

(1) For the purpose of this clause , the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, In the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated November 8,2016.

**Note : 30 Auditor's Remuneration (excluding service tax)**

<b>Description</b>	<b>Current Year</b>	<b>Previous Year</b>
Towards Statutory audit	Rs.17,500/-	Rs.17,500/-
Towards Certification charges	Rs.22,500/-	Rs.22,500/-
Total	Rs.40,000/-	Rs.40,000/-

**Note : 31 Previous year's figures**

Previous year's figures have been reworked, regrouped, rearranged and reclassified wherever considered necessary.

For and on behalf of Board of Directors

Director  
(Kamini Kamal Johari)  
DIN: 01309286

Director  
(Manish D Ladage)  
DIN: 00082178

Place: Mumbai

Date: 30<sup>th</sup> May 2017



## SARDA PAPERS LIMITED

CIN NO. L51010MH1991PLC061164

Regd. Office & works Plot No. A/70, M.I.D.C., Sinnar, Dist. Nasik – 422 103, Maharashtra

Website: [www.sardapapers.com](http://www.sardapapers.com) \* Email: [info.spl1991@gmail.com](mailto:info.spl1991@gmail.com)

### ATTENDANCE SLIP

Folio No.....	DP ID.....	Client ID.....
No. of Shares.....		
Name & Address of the Shareholder:		

I hereby record my presence at the TWENTY SIXTH ANNUAL GENERAL MEETING of the Company being held on Friday the 29th September, 2017 at 2.00 P.M at A-70, M.I.D.C., Sinnar, Dist. Nasik, Pin 422 103 Maharashtra.

Name(s) of the Shareholder(s) / Proxy (IN BLOCK CAPITALS)

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Signature(s) of the Shareholder(s) or Proxy

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NOTE: No duplicate Attendance Slip will be issued at the Meeting Hall. You are requested to bring your copy of the Annual Report to the Meeting.

### ELECTRONIC VOTING PARTICULARS

Shareholder may please note the user id and password given below for the purpose of e-Voting in terms of section 108 of the Companies Act, 2013, read with rule 20 of the Companies (Management and Administration) Rules, 2014.

Detail instructions for e-Voting are given in Note (N) of the AGM Notice.

EVENT (e-Voting Event Number)	User ID	Password



# SARDA PAPERS LIMITED

CIN NO. L51010MH1991PLC061164

Regd. Office & works Plot No. A/70, M.I.D.C., Sinnar, Dist. Nasik – 422 103, Maharashtra

Website: [www.sardapapers.com](http://www.sardapapers.com) \* Email: [info.spl1991@gmail.com](mailto:info.spl1991@gmail.com)

## PROXY FORM

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

Folio No.	DP ID:	Client ID:
No. of Shares		

I/We- \_\_\_\_\_  
 \_\_\_\_\_ of \_\_\_\_\_  
 \_\_\_\_\_ being a member/members of SARDA PAPERS LIMITED  
 hereby appoint \_\_\_\_\_ of \_\_\_\_\_ or  
 Failing him \_\_\_\_\_ of \_\_\_\_\_ as my/our Proxy to vote  
 for me/us and on my/our behalf at the Twenty Sixth Annual General Meeting of the Company to be held on Friday the  
 29th September, 2017 at 2.00 p.m. and any adjournment thereof.

Resolution No.	Resolution	For	Against
1	Adoption of the Audited Financial Statements for the Year ended 31st March, 2017 together with the reports of the Board of Directors and Auditors.		
2	Re- appointment of Mrs. Kamini Johari (DIN: 01309286 ) as a director liable to retire by rotation		
3	Appointment of Statutory Auditors M/s. S K H D & Associates, Chartered Accountants, Mumbai [Firm's Registration No. 105929W], in place of M/s. SMMP & Associates, Chartered Accountants, Mumbai		

\_\_\_\_\_  
Signature of the Shareholder (s)

\_\_\_\_\_  
Signature of the Proxy holder(s)

Please Affix Re. 1 Revenue Stamps
--

NOTE: The Proxy Form must be returned so as to reach the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid Meeting.