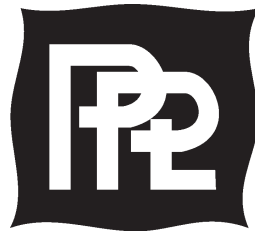


**PLANTER'S  
POLYSACKS  
LIMITED**



**29<sup>th</sup> ANNUAL REPORT  
2013 – 2014**

**BOARD OF DIRECTORS**

Shri Kanhaiyalal Basotia  
Shri Rahul Bhutiya  
Shri Kailash Chandra Jain  
Shri Hemant Ameta  
Shri Kartik Soni  
Shri Sanjay Parsai

**REGISTERED OFFICE**

Office No. 1401, Real Tech Park,  
Plot No. 39/2, Sector No. 30A,  
Vashi, Navi Mumbai – 400 703.  
CIN : L19129MH1985PLC243116  
Email : planters1111@gmail.com  
Website : www.planterpolysacks.com

**AUDITORS**

M/s. Bansilal Shah & Co.  
Chartered Accountant

**BANKERS**

Corporation Bank  
Kotak Mahindra Bank Ltd.

**REGISTRAR AND  
SHARE TRANSFER  
AGENT**

Sharex Dynamic (India) Pvt. Ltd.  
Unit No.1, Luthra Ind. Premises,  
Andheri Kurla Road, Safed Pool,  
Andheri – East, Mumbai – 400 072

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT 29TH ANNUAL GENERAL MEETING OF THE MEMBERS OF PLANTER'S POLYSACKS LTD (THE "COMPANY") WILL BE HELD ON 30th SEPTEMBER, 2014 AT 4:00 PM AT THE REGISTERED OFFICE OF THE COMPANY AT OFFICE NO. 1401, REAL TECH PARK, PLOT NO. 39/2, SECTOR No. 30A, VASHI, NAVI MUMBAI – 400703, TO TRANSACT THE FOLLOWING BUSINESS:**

**ORDINARY BUSINESS**

1. To consider and adopt the Audited Financial Statements for the year ended 31<sup>st</sup> March 2014 and reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Rahul Bhutiya (DIN: 02944369), who retires by rotation and being eligible offers himself for re – appointment.
3. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** M/s. Bansilal Shah & Co., Chartered Accountants, (Firm Reg. No. 000384W), the retiring auditors, be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of Sixth Consecutive Annual General Meeting (subject to rectification of their appointment at every AGM) and on such remuneration as shall be fixed by the Board of Directors.”

**SPECIAL BUSINESS**

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

**“RESOLVED THAT** subject to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act 2013, and the rules made there under (including any statutory modification(s) or re-enactment thereof and any rules made thereunder, for the time being in force) and Clause 49 of the Listing Agreement and pursuant to provisions of Articles of Associations of the Company and subject to such other approvals as may be required, consent of Members of the Company be and is hereby accorded for appointment of Mr. Kartik Kumar Soni, (DIN No.: 06491200) Director of the Company, and in respect of whom the Company has received a notice from a Member in writing, proposing his candidature for the office of Director, as an Independent Director of the Company to hold office for a term of five consecutive years i.e. from 1<sup>st</sup> April, 2014 up to 31<sup>st</sup> March, 2019.”
5. To consider and if thought fit to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** subject to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act 2013, and the rules made there under (including any statutory modification(s) or re-enactment thereof and any rules made thereunder, for the time being in force) and Clause 49 of the Listing Agreement and pursuant to provisions of Articles of Associations of the Company and subject to such other approvals as may be required, consent of Members of the Company be and is hereby accorded for appointment of Mr. Hemant Prasad Ameta, (DIN No.: 06491207) Director of the Company, and in respect of whom the Company has received a notice from a Member in writing, proposing his candidature for the office of Director, as an Independent Director of the Company to hold office for a term of five consecutive years i.e. from 1<sup>st</sup> April, 2014 up to 31<sup>st</sup> March, 2019.”
6. To consider and if thought fit to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** subject to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act 2013, and the rules made there under

(including any statutory modification(s) or re-enactment thereof and any rules made thereunder, for the time being in force) and Clause 49 of the Listing Agreement and pursuant to provisions of Articles of Associations of the Company and subject to such other approvals as may be required, consent of Members of the Company be and is hereby accorded for appointment of Mr. Sanjay Parsai, (DIN No.: 06537029) Director of the Company, and in respect of whom the Company has received a notice from a Member in writing, proposing his candidature for the office of Director, as an Independent Director of the Company to hold office for a term of five consecutive years i.e. from 1<sup>st</sup> April, 2014 up to 31<sup>st</sup> March, 2019.”

**7. REDUCTION OF SHARE CAPITAL OF THE COMPANY:**

To consider and if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of sections 100 to 104 of Companies Act, 1956 and other applicable provisions of Companies Act, 2013 (including statutory modification(s) or re-enactment thereof, for the time being in force) (“the Act”) and Article 4 of the Articles of Association of the Company and subject to sanction of scheme of reduction of capital between the Company and its shareholders by the Hon’ble High Court of Judicature at Mumbai or any other appropriate authority as required under the Act, the paid-up capital of the Company be reduced from Rs.1,40,00,000 (Rupees One Crore Forty Lakhs only) divided into 14,00,000 (Fourteen Lakhs) equity shares of Rs.10/- each fully paid to Rs.14,00,000/- (Rupees Fourteen Lakhs only) divided into 1,40,000 (One Lakh Forty Thousand) equity shares of Rs. 10/- each fully paid up which has been lost and is unrepresented by the available assets and to effect such reduction by setting off against its Accumulated Losses in the profit and loss account of the Company.

**RESOLVED FURTHER THAT** Board of Directors of the Company be and are hereby authorized to do all such other acts, matters, deeds and things necessary or desirable in connection with or incidental to giving effect to the above resolution including but not limited to :

- (i) Settling, finalizing, executing and filing of all necessary documents including the applications, petition, affidavits, pleadings and such other documents as may be required to be filed with the Hon’ble High Court of Judicature at Mumbai, and/or any other authority and such further deeds, documents and writings as may be necessary in this regard;
- (ii) Making applications to the relevant authorities or other persons for their approval to the said reduction, as may be required;
- (iii) Making such disclosures to the government or regulatory authorities as may be required; and
- (iv) Affixing the Common Seal of the Company in accordance with the provisions of Articles of Association of the Company on any document in connection with the above resolution, as may be required; and
- (v) Settling all questions, difficulties or doubts that may arise in connection with the reduction of capital as they may, in their absolute discretion, deem fit.”

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things, as may be necessary, proper or expedient, for or in connection with or for giving effect to this resolution and to resolve all difficulties and to delegate the authority conferred by this resolution to such person or persons as the board deems fit.“

By Order of the Board of Directors  
For **Planter’s Polysacks Limited**

Sd/-

**Kanhaiyalal Basotia**

Director

(DIN: 01965955)

Place: Navi Mumbai  
Date: 26<sup>th</sup> August, 2014

**NOTES:**

1. The details under Clause 49 of the Listing Agreement with Stock Exchanges in respect of Director proposed to be reappointed at the Annual General Meeting, is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. The proxies to be effective should be deposited at the registered office of the company not less than forty eight (48) hours before the commencement of the meeting and in default, the instrument of proxy shall be treated as invalid. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution / authority, as applicable. A person can act as a proxy on behalf of members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 22<sup>nd</sup> September, 2014 to Tuesday, 30<sup>th</sup> September, 2014 (both days inclusive).
4. All documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company on all working days, except Saturdays between 11:00 a.m. and 1:00 p.m. upto the date of the Annual General Meeting.
5. All members are requested to intimate changes, if any, in their registered address, immediately to the Registrar & Transfer Agents, Sharex Dyamic (India) Pvt. Ltd. or to their depository participants in case shares are held in depository form.
6. Corporate members are requested to send a duly certified copy of the resolution authorizing their representatives to attend and vote at the meeting.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members are therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ RTA.
8. In terms of the provisions of clause 35A of Listing Agreement and Section 108 of Companies, Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is providing the facility to its members holding shares in dematerialized or physical form as on cut-off date, being Friday, 22<sup>nd</sup> August, 2014 to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying Notice. Details of the process and manner of e-voting along with the User ID and Password are being sent to all the Members alongwith the notice.

**The instructions for e-voting are as under:**

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

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on "Shareholders" tab.
- (iii) Now 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.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) 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.

(vi) 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*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field.</li> <li>In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter <b>the number of shares held by you as on 22<sup>nd</sup> August, 2014</b> in the <b>Dividend Bank details field</b> .

(vii) After entering these details appropriately, click on “SUBMIT” tab.

(viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the relevant <PLANTER'S POLYSACKS LIMITED> on which you choose to vote.

(xi) 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.

(xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xiii) 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.

(xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
  - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
  - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

**b) In case of members receiving the physical copy:**

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

- c) The voting period begins on Tuesday, 23<sup>rd</sup> September, 2014 (9.00 a.m.) and ends on Wednesday 24<sup>th</sup> September, 2014 (5.30 p.m.). During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on date 22<sup>nd</sup> August, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholders, the shareholders shall not be allowed to change it subsequently.
- d) 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).
  - a. The Company has appointed Mr. Shreyans Jain, Practicing Company Secretary, (Membership No. 18839), to act as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner.
  - b. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses who are not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favor or against, if any, forthwith to the chairman of the Company.
  - c. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer’s Report shall be available for inspection and also placed on the website of the Company within prescribed period.

- 9. As an austerity measure, copies of Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.

**ANNEXURE TO THE NOTICE****EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013;**

The following explanatory statement sets out in detail all material facts relating to the item of Special Business as mentioned in the accompanying Notice convening the Annual General Meeting of the Company.

**Item No. 4, 5 and 6**

Mr. Kartik Kumar Soni, Mr. Hemant Prasad Ameta and Mr. Sanjay Parsai are Independent Directors of the Company and have held the position as such with the Company.

The Companies Act, 2013 (hereinafter referred as the "Act") and the Securities and Exchange Board of India (SEBI) has amended Clause 49 of the Listing Agreement *inter alia* stipulating the conditions for the appointment of Independent Directors by a Listed Company.

It is proposed to appoint Mr. Kartik Kumar Soni, Mr. Hemant Prasad Ameta and Mr. Sanjay Parsai as Independent Directors under Section 149 of the Act and Clause 49 of the Listing Agreement for a period of five consecutive year i.e. from 1<sup>st</sup> April, 2014 to 31<sup>st</sup> March 2019, and they shall not be liable to retire by rotation.

In the opinion of the Board Mr. Kartik Kumar Soni, Mr. Hemant Prasad Ameta and Mr. Sanjay Parsai fulfils the conditions specified in the Act and rules made thereunder as also under the Listing Agreement for their appointment as Independent Directors of the Company and are Independent of the Management of the Company. Further these Directors are not disqualified from being appointed as Director in terms of Section 164 of the Act and have given their consent to act as Director.

The Company has received notices in writing from member's alongwith the deposits of requisite amount under Section 160 of the Act proposing the candidature of each of Mr. Kartik Kumar Soni, Mr. Hemant Prasad Ameta and Mr. Sanjay Parsai for the office of Independent Directors of the Company.

The Company has also received declarations from the Directors that they meet with the criteria of Independence as prescribed both under sub section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement with Stock Exchange.

Mr. Kartik Kumar Soni, Mr. Hemant Prasad Ameta and Mr. Sanjay Parsai are interested in the respective resolution as appointee as set out in item no. 4,5 and 6 of the Notice with regard to their respective appointment.

Copy of the draft letters for respective appointments of Mr. Kartik Kumar Soni, Mr. Hemant Prasad Ameta and Mr. Sanjay Parsai as Independent Directors setting out the terms and conditions are available for inspection by members free of cost at the Registered office of the Company at the time specified as above.

The Directors, therefore, recommend the Resolutions as set out in item nos. 4, 5 and 6 for the approval of the Members of the Company.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in these Resolutions.

**Item No. 7**

The Company has been incurring losses for past couple of years due to business Loss and inadequate working capital facilities etc. The accumulated losses of the Company as on 31.03.2013 which amounted to Rs.1,47,70,158/- has almost wiped off the entire net worth of the Company. The company is therefore unable to raise any finance either from the capital markets or financial institutions whether in the form of equity or debt, to undertake business activities on a larger scale. The proposed Scheme of reduction would enable the company to show the actual financial position in its balance sheet to depict the representing Assets value which in turn will enable it to approach for financial assistances in order to develop its business and thereby increase its net worth to enhance the stakeholders' value.



The accumulated losses of Rs.1,26,00,000 out of total loss of Rs.1,47,70,158/- as on 31.03.2013 of the Company is sought to be set off against the paid up capital of the Company. Therefore the issued, subscribed and paid up share capital of the Company shall be reduced by cancelling a sum of Rs.1,26,00,000/- from paid up share of Rs.10/- and thereafter issuing 1 equity share of the face value of Rs.10/- fully paid-up for every 10 equity share of the face value of Rs.10/- each fully paid-up held by them in the Company.

Hence, the Subscribed and Paid-up Share Capital of the Company shall stand reduced from Rs.1,40,00,000/- divided into 14,00,000 fully paid up Equity Shares of Rs. 10/- (Rupees Ten Only) each, to Rs.14,00,000 divided into 1,40,000 Equity Shares of Rs.10/-(Rupee Ten Only).

In this connection, in order to give effect to the proposed reduction of capital as part of the scheme, approval of shareholders is required in terms of Sections 100 to 104 of Companies Act, 1956 and other applicable provisions of the Companies Act, 2013, before the Company files a petition to obtain the sanction of the High Court of Judicature at Mumbai or any other appropriate authority as required under the Act for Scheme.

The proposed restructuring of capital will not cause any prejudice either to the shareholders or to the creditors of the Company. The proposed restructuring would not in any way adversely affect the ordinary operations of the Company or the ability of the Company to honour its commitments or to pay its debts in ordinary course of business.

**Pre and post reduction shareholding of the Company**

Particulars	Pre Reduction Shareholding		Post Reduction Shareholding	
	No. of shares held (Face Value - Rs. 10/- each)	% of total shareholding	No. of shares held (Face Value - Rs. 10/- each)	% of total shareholding
Promoter	0	0	0	0
Public	14,00,000	100	1,40,000	100
<b>Total :</b>	<b>14,00,000</b>	<b>100</b>	<b>1,40,000</b>	<b>100</b>

**Note:**

1. The Company has obtained the approval under clause 24(f) of the Listing Agreement from BSE Limited, vide their letter no. DCS/AMAL/FR/24(f)/141/2014-15 dated August 22, 2014. The copy of the in-principle approval is annexed at **Annexure A**.
2. The resolution is subject to the confirmation of the Scheme of reduction of capital of the Company by the Hon'ble High Court of Judicature at Mumbai and / or appropriate authority / (ies) as may be applicable.
3. The members are requested to read the entire text of the scheme to get acquainted to the provisions thereof.
4. Your directors recommend the approval of the special resolution.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in these Resolutions except to the extent of their shareholdings in the Company.

By Order of the Board of Directors  
For **Planter's Polysacks Limited**

Sd/-  
**Kanhaiyalal Basotia**  
Director  
(DIN: 01965955)

Place: Navi Mumbai  
Date: 26<sup>th</sup> August, 2014

**ANNEXURE TO NOTICE**

**Details of Director seeking appointment/reappointment at the forthcoming Annual General Meeting (Pursuant to Clause 49 of the Listing Agreements entered into with the Stock Exchanges)**

<b>Particulars</b>	<b>Mr. Rahul Bhutiya</b>	<b>Mr. Kartik Kumar Soni</b>	<b>Mr. Hemant Prasad Ameta</b>	<b>Mr. Sanjay Parsai</b>
Date of Birth and Nationality	01/11/1981 Indian	29/10/1991 Indian	04/03/1966 Indian	29/01/1960 Indian
Relationship with other Directors <i>Interse</i>	Nil	Nil	Nil	Nil
Date of Appointment	01/04/2003	11/02/2013	11/02/2013	19/04/2013
Qualification	B.Com.	M.Com	C.A.	B.Com
Expertise in specific functional area	Trading in Textile Sector	Finance and Accounts	Accounts, Finance & Taxation	Trading in Commodities and Accounts
No. of Equity Shares held in the Company	Nil	Nil	Nil	Nil
Directorship in other Indian Public Limited Companies as on 31.3.2014	Nil	Nil	Nil	Nil
Chairmanship / Membership of Committees in other Indian Public Limited Companies as on 31.3.2014	Nil	Nil	Nil	Nil

CIN NO:U67120MH2005PLC155188

BSE Limited Registered Office : Floor 25, P J Towers, Dalal Street, Mumbai 400 001 India  
T: +91 22 2272 1234 / 33 F: +91 22 2272 1003 www.bseindia.com



DCS/AMAL/FR/24(f)/141/2014-15

August 22, 2014

The Company Secretary  
**Planter's Polysack Limited**  
Office No. 1401, Realtech Park,  
Plot No. 39 / 2, Sector No. 30A,  
Vashi, Navi Mumbai,  
Maharashtra 400 703

Dear Sir / Madam,

**Sub: Observation letter regarding the Scheme of Arrangement between Planter's Polysack Limited (PPL) & their Shareholders.**

We are in receipt of Draft Arrangement of Planter's Polysack Limited (PPL) & their Shareholders.

The Exchange has noted the confirmation given by the Company stating that the scheme does not in any way violate or override or circumscribe the provisions of the SEBI Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, the Companies Act, 1956, the rules, regulations and guidelines made under these Acts, and the provisions of the Listing Agreement or the requirements of BSE Limited (BSE).

As required under SEBI Circular No. CIR/CFD/DIL/5/2013 dated February 4, 2013 & SEBI Circular No. CIR/CFD/DIL/8/2013 dated May 21, 2013; SEBI has vide its letter dated August 21, 2014 given the following comment(s) on the draft scheme of arrangement:

- ***The company shall duly comply with various provisions of the Circulars.***
- ***The company shall ensure that the additional information submitted by the company vide letter dated June 27, 2014 with respect to (i) revised draft scheme of arrangement and (ii) pre scheme of arrangement and post scheme of arrangement shareholding pattern is displayed from the date of receipt of this letter on the websites of the listed company along with various documents submitted pursuant to the Circulars.***

Accordingly, we hereby convey Exchange's 'No-objection' with limited reference to those matters having bearing on listing/ delisting/ continuous listing requirements within the provisions of the Listing Agreement, so as to enable you to file the scheme with the Hon'ble High Court.

Further, you are also advised to bring the contents of this letter to the notice of your shareholders, all relevant authorities as deemed fit, and also mention the same in your application for approval of the scheme of arrangement submitted to the Hon'ble High Court.

The Exchange reserves its right to withdraw its No-objection/approval at any stage if the information submitted to the Exchange is found to be incomplete / incorrect / misleading / false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines/Regulations issued by statutory authorities.

CIN NO:U67120MH2005PLC155188  
BSE Limited Registered Office : Floor 25, P J Towers, Dalal Street, Mumbai 400 001 India  
T: +91 22 2272 1234 / 33 F: +91 22 2272 1003 www.bseindia.com



Further pursuant to the above SEBI circulars upon sanction of the Scheme by the Hon'ble High Court, the listed company shall submit to the stock exchange the following:

- a. Copy of the High Court approved Scheme;
- b. Result of voting by shareholders for approving the Scheme;
- c. Statement explaining changes, if any, and reasons for such changes carried out in the Approved Scheme vis-à-vis the Draft Scheme;
- d. Status of compliance with the Observation Letter/s of the stock exchanges;
- e. The application seeking exemption from Rule 19(2)(b) of SCRR, 1957, wherever applicable; and
- f. Complaints Report as per Annexure II of this Circular.

Yours faithfully,

  
Nikin Pujari  
Manager

  
Lalit Phatak  
Asst. Manager

**DIRECTOR'S REPORT****Dear Members,**

Your Directors have pleasure in presenting the 29<sup>th</sup> Annual Report and Audited Financial Statements of your Company for the year ended 31<sup>st</sup> March 2014.

**FINANCIAL RESULTS:**

During the year your Company has achieved the turnover of Rs. 280.57 Lacs as compared to Rs. Nil in corresponding previous year and has incurred profit of Rs.1.68 Lacs as against the loss of Rs.6.84 lacs during the corresponding previous year.

**DIVIDEND:**

Your Director regret their inability to recommend any dividend since the Company has suffered loss during the current financial year.

**SCHEME OF ARRANGEMENT FOR REDUCTION OF CAPITAL:**

Your Directors has proposed a scheme of arrangement for reduction of capital of Company envisaging reduction of paid up capital from Rs.1,40,00,000 divided into 14,00,000 Equity Shares of Rs.10 each to Rs.14,00,000 divided into 1,40,000 Equity Shares of Rs.10 each, without any payment of the cancelled value of said shares to the shareholders of the Company subject to the approval from Hon'ble High Court of Bombay. The capital so reduced shall be set off against accumulated losses.

**BOARD OF DIRECTORS:****(A) COMPOSITION OF BOARD:**

Board of Directors comprised of 6 (six) Directors out of which 3 (three) are Independent Non Executive Directors.

**(B) RETIREMENT BY ROTATION:**

Mr. Rahul Bhutiya, director retires by rotation and being eligible offers himself for reappointment.

**(C) INDEPENDENT DIRECTORS:**

In terms of the provisions of Section 149, 152 read with Schedule IV and other applicable provisions, if any of the Companies Act, 2013 read with Companies (Appointment and Qualification of Director) Rules, 2014, the Independent Directors can hold office for a term upto five (5) consecutive years as Directors of your company and will not be liable to retire by rotation. Accordingly, it is proposed to appoint Mr. Kartik Kumar Soni, Mr. Hemant Prasad Ameta and Mr. Sanjay Parsai as Independent Directors of the Company to hold the office for a term of 5 (five) consecutive years upto 31<sup>st</sup> March, 2019.

The brief resume of the aforesaid Directors and other information have been given in the notice of the Annual General Meeting.

**FIXED DEPOSITS:**

Your Company has not accepted any fixed deposits from the public and is therefore not required to furnish information in respect of outstanding deposits under Non-Banking Financial Companies (Reserve Bank) Directions, 1966 and Companies (Acceptance of Deposits) Rules, 1975.

**LISTING:**

Your Company has made payment of Listing Fees within time to the BSE Limited for financial year 2014 – 15.

**AUDITORS:**

M/s. Bansilal Shah & Co., Chartered Accountants, (Firm Reg. No. 000384W), the Auditors of the Company, retire at the ensuing Annual General Meeting and being eligible, offer themselves for reappointment.

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and rules made thereunder, and pursuant to the recommendation of the audit committee of the Board of Directors of the Company M/s. Bansilal Shah & Co., Chartered Accountants, (Firm Reg. No. 000384W), are being appointed as statutory auditors as per the resolution forming part of notice of the Annual General Meeting.

Certificate from the Auditors has been received to the effect that their re-appointment, if made, would be within the limits prescribed under Section 141(3)(g) of the Companies Act, 2013.

**SECRETARIAL COMPLIANCE CERTIFICATE:**

Pursuant to the provisions of Section 383A of the Companies Act, 1956 the necessary Secretarial Compliance certificate is attached herewith as annexure -A.

**DIRECTOR'S RESPONSIBILITY STATEMENT:**

Your Directors in terms of Section 217(2AA) of the Company's Act, 1956 confirm that:

1. All applicable accounting standards have been followed in the preparations of the annual accounts.
2. Your Directors have selected such accounting policies and applied them consistently, made judgments at estimates that are reasonable and prudent so as to give a true and fair view of the statement of affairs of the Company as of 31.03.2014 and of the profit of the Company for the year ended on 31.03.2014.
3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. The Annual Accounts have been prepared on a going concern basis as stated in the notes on accounts.

**PARTICULAR OF EMPLOYEES:**

In terms of the provisions of Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended from time to time, the names and other particulars of the employees whose remuneration is above specified limit is required to be disclosed, However there are no such employees whose details are required to be disclosed.

**DISCLOSURES AS PER SECTION 217 (1)(E) OF THE COMPANIES ACT, 1956 FOR CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO:**

Currently, your Company did not have any activity and therefore not required to disclose the details related to conservation of energy, technology absorption.

Further there was neither Foreign Exchange Earning nor Foreign Exchange outgoing during the year under review.

**ADDITIONAL INFORMATION:**

Your Company provides additional information related to the Company's business, matter of interest to the investors like financial information etc. on its website [www.planterpolysacks.com](http://www.planterpolysacks.com).

**ACKNOWLEDGEMENT:**

Your Directors place on record their appreciation for assistance and co-operation received from various Government agencies, Banks, Financial Institutions, Stock Exchanges, customers, suppliers and other business associates during the financial year.

Place: Navi Mumbai  
Date: 30<sup>th</sup> May, 2014

By Order of the Board of Directors  
For **Planter's Polysacks Limited**  
Sd/-  
**Kanhaiyalal Basotia**  
Director  
(DIN : 01965955)

**Shreyans Jain & Co.**

Company Secretaries

**Off :** I-49, 504, Poonam Sagar Complex, Mira Road (East), Thane – 401 107, Maharashtra  
Tel: 022 – 2811 2079; Fax: 022 – 6637 3116 (M): +91 98704 92079; email: shreyanscs@gmail.com

**FORM**

[SEE RULE 3]

**COMPLIANCE CERTIFICATE**

Company Identification Number : L19129MH1985PLC243116  
Authorised Capital : Rs.12,00,00,000  
Paid-up Capital : Rs.1,40,00,000

To,

**THE MEMBERS****PLANTER'S POLYSACKS LIMITED,**

Office No. 1401, Real Tech Park,  
Plot No. 39/2, Sector No. 30A,  
Vashi, Navi Mumbai – 400 703, Maharashtra

I have examined the registers, records, books and papers of PLANTER'S POLYSACKS LIMITED, (the "Company") as required to be maintained under the Companies Act, 1956, (the "Act") and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended 31.03.2014. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that in respect of the aforesaid financial year.

1. The Company has kept and maintained registers as stated in **Annexure 'A'** to this certificate as per the provisions of the Act and the rules made there under and all entries thereon have been duly recorded.
2. The Company has filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies.
3. The Company is a public limited company and has the minimum prescribed paid –up capital as required under the Act.
4. The Board of Directors duly meet every quarter as required under the Act in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company closed its Register of Members from 24<sup>th</sup> June, 2013 to 2<sup>nd</sup> July, 2013 and necessary compliance of Section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended 31.03.2013 was held on 02.07.2013 after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in minutes book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year under review.



**Shreyans Jain & Co.**

Company Secretaries

**Off :** I-49, 504, Poonam Sagar Complex, Mira Road (East), Thane – 401 107, Maharashtra  
Tel: 022 – 2811 2079; Fax: 022 – 6637 3116 (M): +91 98704 92079; email: shreyanscs@gmail.com

8. The Company has not advanced loans to persons / Companies referred in the Section 295 of the Act.
9. The Company has not entered into any contracts falling within the purview of Section 297 of the Act during the year under report.
10. The Company has made necessary entries in the register maintained under Section 301 of the Act, wherever required.
11. As there were no instances during the financial year, falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, members or Central Government.
12. The Company has not issued any duplicate share certificates during the financial year.
13. The company :
  - (i) has delivered all the certificates on transfer of equity shares. The Company has not allotted any shares / transmitted any securities during the financial year.
  - (ii) was not required to deposit any amount in a separate bank account as no dividend was declared during the financial year.
  - (iii) was not required to post warrants to any member of the Company as no dividend was declared during the financial year.
  - (iv) has no amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and interest accrued thereon which have remained unclaimed or unpaid for a period of seven years, hence the question of transfer of the same to Investor Education and Protection Fund does not arise.
  - (v) has complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted and during the year no appointment of directors, additional directors, alternate directors and directors to fill casual vacancies have been duly made.
15. The Company has not appointed any Managing Director / Manager / Whole Time Director during the financial year.
16. The Company has not appointed any sole selling agents during the financial year under review.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and / or such authorities prescribed under the various provisions of the Act.
18. The Directors have disclosed their interest in other firms / Companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any shares / debentures / other securities during the financial year.
20. The Company has not bought back any shares during the financial year ending 31.03.2014.

**Shreyans Jain & Co.**

Company Secretaries

**Off :** I-49, 504, Poonam Sagar Complex, Mira Road (East), Thane – 401 107, Maharashtra  
Tel: 022 – 2811 2079; Fax: 022 – 6637 3116 (M): +91 98704 92079; email: shreyanscs@gmail.com

21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited / accepted any deposits including any unsecured loans falling within the purview of Section 58A of the Act during the financial year.
24. The amount borrowed by the Company from directors, members, public, financial institutions, banks and others during the financial year ending 31<sup>st</sup> March 2014 is within the borrowing limits of the Company.
25. The Company has not made loans, investments and / or given guarantees or provided securities to other bodies corporate.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny and complied with the provisions of the Act.
30. The Company has not altered its Articles of Association during the financial year.
31. According to the information provided to me there was / were no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act.
32. The Company has not received any amount as security from its employees during the financial year.
33. The Company has not constituted a separate provident fund trust for its employees or class of its employees as contemplated under section 418 of the Act.

For **Shreyans Jain & Co.**  
Company Secretaries

Sd/-

**Shreyans Jain**  
(Proprietor)  
ACS No. 18839  
C.P. No. 9801

Place: Navi Mumbai  
Date: 30<sup>th</sup> May, 2014

**ANNEXURE-A**

**Registers as maintained by the Company**

Sr. No.	U/S of the Companies Act, 1956	Name of the Register
1	143	Register of Charges
2	150(1)	Register of Members
3	193	Minutes Books Board / General Meetings
4	301	Register of contracts, companies & firms in which directors are interested
5	303(1)	Register of Directors
6	307	Register of Directors' Shareholding

**ANNEXURE-B**

**Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ended 31<sup>st</sup> March, 2014.**

Sr. No.	E Form No./ Return	Filed under Section	Description of the Form	Date of filing	Whether filed within prescribed time Yes/No	If delay in filing whether requisite additional fee paid Yes/No
1.	Form 18	146	Intimation of shifting of Registered office	Dated: 25.04.2013 SRN: B73614737	Yes	NA
2.	Form 32	303 (2)	Appointment of Directors	Dated: 04.05.2013 SRN: B74227059	Yes	NA
3.	Form 66	383A	Compliance Certificate 31.03.2013	Dated: 12.07.2013 SRN: Q09483066	Yes	NA
3.	Form 32	303 (2)	Change in Designation	Dated: 25.07.2013 SRN: B80190895	Yes	NA
4.	Form 23B	224	Intimation of Appointment of Auditor	Dated: 27.07.2013 SRN: S21657846	Yes	NA
5.	Form 23AC & 23ACAXBRL	220	Filing of Annual Report for F.Y. 2012-2013	Dated: 07.09.2013 SRN: Q10924611	No	Yes
6.	Form 20B	159	Annual Return made for the F.Y. 2012 – 2013	Dated: 11.10.2013 SRN: Q13251665	No	Yes

**BANSILAL SHAH & Co.**

Chartered Accountants

2<sup>nd</sup> Floor, Meera Complex, 1, Sardarpura, Udaipur, Rajasthan – 313001**AUDITOR'S REPORT****TO THE MEMBERS OF PLANTER'S POLYSACKS LIMITED**

We have audited the attached Balance sheet of **PLANTER'S POLYSACKS LIMITED** as on 31.03.2014 and Statement of Profit and Loss and Cash Flow Statement for the year ended as on that date. These Financial Statements are the responsibility of the Company's Management. Our responsibility is to express opinions on these financial statements based on our audit.

**MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS**

The Company's Management is responsible for 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 notified under the Companies Act, 1956 (the Act) read with the General Circular 15/2013 dated 13<sup>th</sup> September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**AUDITOR'S RESPONSIBILITY**

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

**OPINION**

In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the Significant Accounting Policies and other notes thereon give the information required by the Companies Act, 1956, in the manner so required, and present a true and fair view, in conformity with the accounting principles generally accepted in India.

- i) in so far as it relates to Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March 2014;
- ii) in so far as it relates to the Profit and Loss Account, of the 'Profit' of the Company for the year ended on that date, and
- iii) in so far as it relates to the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

**REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

1. As required by the Companies (Auditor's Report) Order 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956. We enclose in the annexure hereto a statement on the matters specified in paragraphs 4 and 5 of the said Order.

**BANSILAL SHAH & Co.**

Chartered Accountants

2<sup>nd</sup> Floor, Meera Complex, 1, Sardarpura, Udaipur, Rajasthan – 313001

2. Further to our comments in the Annexure referred to in paragraph 2 above, we report that:
- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account, as are required by law, have been kept by the Company, so far as appears from our examination of those books.
  - c) The Balance sheet, Profit and Loss account and Cash Flow Statement are dealt with by this report are in agreement with the books of account.
  - d) In our opinion the Balance Sheet, Profit and Loss account and Cash Flow Statement dealt with by this report comply with the mandatory Accounting Standards referred in sub-section (3C) of section 211 of the Companies Act, 1956 as per the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013.
  - e) In our opinion, and based on information and explanations given to us, none of the Directors are disqualified as on 31<sup>st</sup> March, 2014 from being appointed as Director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act 1956.

For **Bansilal Shah & Co.**  
Chartered Accountants

Sd/-

**Mukesh Kumar Jain**

Partner

M. No. 075906 / FRN 000384W

Place: Navi Mumbai

Date: 30-05-2014

**BANSILAL SHAH & Co.**

Chartered Accountants

2<sup>nd</sup> Floor, Meera Complex, 1, Sardarpura, Udaipur, Rajasthan – 313001**ANNEXURE TO AUDITOR'S REPORT****Referred to in Paragraph 2 of our report of even date**

1. In respect of its fixed assets:
  - a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
  - b. As explained to us, the fixed assets have been physically verified by the management during the year in a phased periodical manner, which in our opinion are reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
  - c. In our opinion, the Company has disposed of its fixed assets during the year, The Company's going concern concept was not affected after such disposal.
2. In respect of its inventories:
  - a. As explained to us, there are no inventories during the year.
3. In respect of loans, secured or unsecured, granted or taken by the Company to / from Companies, or other parties covered in the register maintained under Section 301 of the Companies Act, 1956;
  - a. The Company has not granted any loans to other companies during the year.
  - b. Since the Company has not granted loans to other Companies, the question of Prima facie prejudicial rate of interest, repayment of Principal and interest, and overdue of loan does not arise.
  - c. The Company had taken loans from parties covered under Section 301 of the Act during the year.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of inventory, fixed assets and also for the sale of goods. During the course of our audit, we have not observed any major weaknesses in internal controls.
5. In respect of transactions covered under section 301 of the Companies Act, 1956.
  - a. In our opinion and according to the information and explanations given to us, there are no transactions made in pursuance of contracts or arrangements that needed to be entered into the register maintained under Section 301 of the Companies Act, 1956.
  - b. In our opinion and according to the information and explanations given to us, there are no transactions in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 aggregating during the year to Rs.5,00,000 (Rupees Five lakhs Only) or more.
6. No deposits within the meaning of Section 58A and Section 58AA of the Act and rules framed there under have been accepted by the Company.

7. The Company does not have a separate internal audit system. However, in our opinion, the existing internal Control procedures are adequate having regard to the size and nature of the business of the Company.
8. The Central Government has not prescribed maintenance of cost records under section 209 (1) (d) of the Companies Act, 1956.
9. In respect of statutory dues, undisputed statutory dues with regard to Employees' State Insurance, the Company has deposited regularly with the appropriate authorities as may be required.
10. The Company has accumulated losses and has not incurred any cash loss during the financial year covered by our audit and has incurred cash loss in the immediately preceding financial year.
11. Since the Company has not availed any loans from Banks, Financial Institution during the year, the question of repayment does not arise.
12. In our opinion and according to the information and explanation given to us, no loans and advances have been granted by the Company on the basis of security by way of pledge of Shares and Securities.
13. In our opinion, the Company is not a chit fund or a nidhi /mutual benefit fund / society. Therefore, clause 4 (xiii) of the Companies (Auditor's Report) Order 2003 is not applicable to the Company.
14. In our opinion and according to the information and explanation given to us, the Company is not dealing or trading in shares, securities, debentures and other investments.
15. In our opinion and according to the information and explanation given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions.
16. The Company has not raised any term loans during the year under review.
17. The Company has not used the short term loans for long term investments and vice versa.
18. During the year, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956.
19. The Company has not issued debentures; therefore the question of creation of securities does not arise.
20. The Company has not raised any money by way of public issue during the year.
21. In our opinion and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year, that causes the financial statements to be materially misstated.

For **Bansilal Shah & Co.**  
Chartered Accountants

Sd/-  
**Mukesh Kumar Jain**  
Partner

M. No. 075906 / FRN 000384W

Place: Navi Mumbai  
Date: 30-05-2014

BALANCE SHEET AS AT 31ST MARCH 2014

[Amount in Rupees]

DESCRIPTION	NOTE No.	As at 31.03.2014	As at 31.03.2013
<b>I. EQUITY AND LIABILITIES</b>			
<b>1. Shareholders' Funds</b>			
a. Share Capital	2.01	14,000,000	14,000,000
b. Reserves and Surplus	2.02	(14,602,657)	(14,770,158)
c. Money Received against share warrants		-	-
<b>2. Share Application Money Pending Allotment</b>	-	-	-
<b>3. Non-Current Liabilities</b>			
a. Long Term Borrowings	2.03	952,308	1,152,308
b. Deferred Tax Liabilities [Net]	-	-	-
c. Other Long Term Liabilities	-	-	-
d. Long Term Provisions	-	-	-
<b>4. Current Liabilities</b>			
a. Short Term Borrowings	-	-	-
b. Trade Payables	2.04	-	-
c. Other Current Liabilities	2.05	40,643	16,854
d. Short Term Provisions	2.06	74,778	-
<b>Total</b>		<b>465,072</b>	<b>399,004</b>
<b>II. ASSETS</b>			
<b>1. Non-Current Assets</b>			
<b>a. Fixed Assets</b>			
1. Tangible Assets	2.07	-	-
2. Intangible Assets	-	-	-
3. Capital Work in Progress	-	-	-
b. Non Current Investments	-	-	-
c. Deferred Tax Assets [Net]	-	-	-
d. Long Term Loans and Advances	2.08	-	-
e. Other Non Current Assets	2.09	-	-
<b>2. Current Assets</b>			
a. Current Investments	-	-	-
b. Inventories	2.10	-	-
c. Trade Receivables	2.11	-	-
d. Cash and Cash equivalents	2.12	390,196	399,004
e. Short Term Loans and Advances	-	-	-
f. Other Current Assets	2.13	74,876	-
<b>Total</b>		<b>465,072</b>	<b>399,004</b>
<b>Significant Accounting Policies and Notes on the accounts</b>	<b>1 &amp; 2</b>		

Schedules referred to above and integral part of the Balance Sheet

As per our attached Report of even date

For **Bansilal Shah & Co.**  
Chartered Accountants

For **Planter's Polysacks Limited**

Sd/-  
Mukesh Kumar Jain  
Partner  
M.No. 075906 / FRN 000384W

Sd/-  
Kanhaiyalal Basotia  
Director  
DIN 01965955

Sd/-  
Rahul Bhutiya  
Director  
DIN 02944369

Place: Navi Mumbai  
Date : 30th May, 2014



**PROFIT & LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH 2014**

[Amount in Rupees]

DESCRIPTION	NOTE NO.	Current Year 31.03.2014	Previous year 31.03.2013
<b>1 Revenue from Operations</b>			
Sale of Goods	2.14	26,896,719	-
<b>2 Other Income</b>	2.15	1,161,166	-
<b>3 Total Revenue [1 +2]</b>		<b>28,057,885</b>	<b>-</b>
<b>4 EXPENSES</b>			
Purchases of Goods	2.16	26,909,226	-
Change in Inventories of FG, WIP and Stock in Trade	2.17	-	-
Employee Benefits Expenses	2.18	117,675	42,000
Depreciation and Amortization Expenses	2.19	-	771
Other Expenses	2.20	788,705	641,253
<b>Total Expenses [4]</b>		<b>27,815,606</b>	<b>684,024</b>
<b>5 Profit Before exceptional and extraordinary items and tax [ 3 - 4 ]</b>		<b>242,279</b>	<b>(684,024)</b>
<b>6 Exceptional Items - profit on sale of assets</b>		<b>-</b>	<b>-</b>
<b>7 Profit before extraordinary items and tax [5 - 6]</b>		<b>242,279</b>	<b>(684,024)</b>
<b>8 Extraordinary Items</b>			
- Prior Period items		-	-
- Income tax relating to Previous year		-	-
<b>9 Profit Before Tax [ 7 - 8 ]</b>		<b>242,279</b>	<b>(684,024)</b>
<b>10 Tax Expenses</b>			
Current Tax		74,778	-
Deferred Tax		-	-
<b>11 Profit for the period from continuing operations [9-10]</b>		<b>167,501</b>	<b>(684,024)</b>
<b>12 Profit from discontinuing Operations</b>		<b>-</b>	<b>-</b>
<b>13 Tax Expenses of discontinuing Operations</b>		<b>-</b>	<b>-</b>
<b>14 Profit from Discontinuing Operations [after Tax] [12-13]</b>		<b>-</b>	<b>-</b>
<b>15 Profit for the Year [ 11 +14 ]</b>		<b>167,501</b>	<b>(684,024)</b>
<b>16 Earnings per Equity Share:</b>	2.21		
i. Basic		0.12	(0.49)
ii. Diluted		0.12	(0.49)
<b>Nominal Value of Share [Rs.]</b>		<b>10.00</b>	<b>10.00</b>
<b>Significant Accounting Policies and Notes on the accounts</b>	<b>1 &amp; 2</b>		

Schedules referred to above and integral part of the Balance Sheet

As per our attached Report of even date

For **Bansilal Shah & Co.**

Chartered Accountants

Sd/-

Mukesh Kumar Jain

Partner

M.No. 075906 / FRN 000384W

For **Planter's Polysacks Limited**

Sd/-

Kanhaiyalal Basotia

Director

DIN 01965955

Sd/-

Rahul Bhutiya

Director

DIN 02944369

Place: Navi Mumbai

Date : 30th May, 2014

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014**

PARTICULARS	As at 31.03.2014	As at 31.03.2013
<b>A Cash Flow from Operating Activities</b>		
Net profit (+)/ Loss (-) before tax and Extra - Ordinary Items	242,279	(684,024)
Adjustment for Depreciation	-	771
Interest Paid	-	-
Interest Received	-	-
Brokerage & Commission	-	-
Operating Profit before working capital charges	242,279	(683,253)
Adjustment for:		
Trade & Other Receivables	74,876	(926,010)
Trade Payables	23,789	(191,522)
Cash Generated from Operations:	191,192	51,235
<b>Extraordinary Items:</b>		
Profit on sale of Fixed Assets	-	-
Brokerage & Commission	-	-
Net cash flow from Operating (A)	191,192	51,235
<b>B Cash Flow from Investing Activities</b>		
Interest Received	-	-
Net cash used in Investing Activities (B)	-	-
<b>C Cash Flow from Financial Activities</b>		
Proceeds from Unsecured Loan	(200,000)	300,000
Net cash used in Financial Activities (C)	(200,000)	300,000
Net Increase (+)/ Decrease (-) in cash and cash Equivalent (A+B+C)	(8,808)	351,235
Cash & Cash Equivalent (Opening Balance)	399,004	47,769
Cash & Cash Equivalent (Closing Balance)	390,196	399,004

For **Planter's Polysacks Limited**

Place: Navi Mumbai  
Date : 30th May, 2014

Sd/-  
Kanhaiyalal Basotia  
Director  
DIN 01965955

Sd/-  
Rahul Bhutiya  
Director  
DIN 02944369

**AUDITOR'S CERTIFICATE**

We have verified the above Cash Flow Statement of Planter's Polysacks Limited compiled from the Audited Annual Financial statements for the year ended 31st March, 2014 and found the same in accordance therewith and also with the requirements of Clause 32 of the Listing Agreement with the Stock Exchanges.

For **Bansilal Shah & Co.**  
Chartered Accountants

Sd/-  
Mukesh Kumar Jain  
Partner  
M.No. 075906 / FRN 000384W

Place: Navi Mumbai  
Date : 30th May, 2014

**NOTE 1:****SIGNIFICANT ACCOUNTING POLICIES****1. DISCLOSURE AND BASIS OF ACCOUNTING:**

- a. Financial Statements have been prepared under the Historical convention which is in accordance with the Generally Accepted Accounting Principles and provisions of the Companies Act, 1956. The Company has complied with the Accounting Standards prescribed by the Institute of Chartered Accountants of India (ICAI) and as referred U/s 211(3C) of the Companies Act, 1956.
- b. The accounts are prepared on the basis of going concern concept.
- c. All expenses and income to the extent ascertainable with reasonable certainty are accounted for on accrual basis.
- d. All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the revised Schedule VI to the Companies Act, 1956.

**2. VALUATION OF INVENTORIES:**

The Finished goods are valued at Cost or market price whichever is lower, however there are no inventories.

**3. NET PROFIT / LOSS FOR THE PERIOD AND PRIOR ITEMS:**

- a. All items of income and expenses pertaining to the year are included in arriving at the net profit for the year unless specially mentioned elsewhere in the financial statements or as required by accounting standards.
- b. Prior period items are disclosed separately in the profit and loss accounts below the line.

**A. DEPRECIATION:**

Depreciation on fixed assets has been provided on W.D.V. method at the rates specified in Schedule XIV of the Companies Act, 1956. Depreciation has been provided on the addition of assets on pro-rata basis.

**B. REVENUE / INCOME RECOGNITION:**

The Company recognise its revenue and expenditure on accrual basis.

**C. FIXED ASSETS:**

Fixed Assets are shown at cost less accumulated depreciation. However, there are no assets in the Company.

**D. EMPLOYEES' BENEFITS:**

No Provision for gratuity is provided by the company since there is no employee who has been in continuous service of more than 5 years.

**E. RELATED PARTY DISCLOSURE:**

The Related parties as defined by Accounting standard 18 "Related Party disclosure" issued by the Institute of Chartered Accountants of India, in respect of which the Disclosures have been made and identified on the basis of Disclosures made by the Company;

a) Key Managerial Personnel : Mr. Kanhaiyalal Basotia

Mr. Rahul Bhutia

Mr. Kailash Chandra Jain

b) Related Parties with whom Company has entered into transactions during the year; - Nil

**F. EARNING PER SHARE :**

PARTICULARS	As at 31.03.2014	As at 31.03.2013
(A) Profit attributable to Equity Shareholders (Rs.)	1,67,501	(684,024)
(B) No. of Equity Share outstanding during the year.	1,400,000	1,400,000
(C) Face Value of each Equity Share (Rs.)	10	10
(D) Basic & Diluted earning per Share (Rs.)	0.12	(0.49)

**G. TAXES ON INCOME:**

Tax expense comprises of current tax. Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates.

Deferred tax as on 31.03.2014 has not been recognized since there is no certainty of sufficient taxable income being available against which such deferred tax assets can be realised.

**H. IMPAIRMENT OF ASSETS:**

An asset is impaired when the carrying amount of the assets exceeds its recoverable amount. An impairment loss is charged to Profit and loss account in the year in which an asset is identified as impaired.

**I. DETAILS OF REMUNERATION OF MANAGERIAL PERSONAL : NIL**

J. The financial statements have been presented in accordance with the Revised Schedule VI, and accordingly, the previous years figures have been regrouped and reclassified wherever found necessary to confirm this year's classification.

K. Additional information pursuant to Revised Schedule VI to the Companies Act, 1956:

Details of trading activities under taken during the year;

	<b>31.03.2014 (Rs.)</b>	<b>31.03.2014 Qty (Mtrs)</b>	<b>31.03.2013 (Rs.)</b>	<b>31.03.2013 Qty. (Mtrs)</b>
Purchase of Material	2,69,09,226	2,43,856	0.00	0.00
Sale of Material	2,68,96,719	2,43,856	0.00	0.00

	<b>31.03.2014</b>	<b>31.03.2013</b>
<b>L.</b> Value of Imports on CIF basis	Nil	Nil
<b>M.</b> Expenditure in Foreign Exchange	Nil	Nil
<b>N.</b> Amount remitted in foreign Exchange	Nil	Nil
<b>O.</b> Earnings in Foreign exchange	Nil	Nil
<b>P.</b> Advance received in Foreign Exchange	Nil	Nil

For **Bansilal Shah & Co.**  
Chartered Accountants

Sd/-  
Mukesh Kumar Jain  
Partner  
M.No. 075906 / FRN 000384W

Place: Navi Mumbai  
Date : 30th May, 2014

For **Planter's Polysacks Limited**

Sd/-  
Kanhaiyalal Basotia  
Director  
DIN 01965955

Sd/-  
Rahul Bhutiya  
Director  
DIN 02944369

**NOTE : 2.00**

**NOTES TO ACCOUNTS FORMING PART OF BALANCE SHEET  
FOR THE YEAR ENDED ON 31.03.2014**

(Amount in Rupees)

PARTICULARS	As at 31.03.2014	As at 31.03.2013
<b>2.01 SHARE CAPITAL</b>		
<b>A. AUTHORISED:</b>		
1,20,00,000 Equity Shares of Rs.10/- each (Prev. Year 1,20,00,000 Equity Shares of Rs.10/- each)	120,000,000	120,000,000
	120,000,000	120,000,000
<b>B. ISSUED , SUBSCRIBED AND PAID UP CAPITAL:</b>		
14,00,000 Equity Shares of Rs.10/- each fully paid up	14,000,000	14,000,000
	14,000,000	14,000,000
<b>C. RECONCILIATION</b>		
Number of Shares at the Beginning of the year	1,400,000	1,400,000
Share issued during the year	-	-
Less: Share brought back during the year	-	-
Number of Shares at the End of the year	1,400,000	1,400,000
	1,400,000	1,400,000
<b>D. DETAIL OF SHAREHOLDER HOLDING MORE THAT 5%</b>		
KUNTAL P SHAH [ No. of Shares]	145,000	145,000
[ % of Holdings]	10.36%	10.36%
NIMBUS PROJECTS LTD. [ No. of Shares]	79,100	79,100
[ % of Holdings]	5.65%	5.65%
PADMA PRADEEP BABEL [ No. of Shares]	110,500	110,500
[ % of Holdings]	7.89%	7.89%
CHANDADEV I R BHUTIA [ No. of Shares]	70,000	70,000
[ % of Holdings]	5.00%	5.00%
MAMTA ANISH SARAF [ No. of Shares]	70,000	70,000
[ % of Holdings]	5.00%	5.00%
NISANT SHARMA [No. of Shares]	70,000	70,000
[% of Holdings]	5.00%	5.00%
RAMCHANDRA G CHIPPA [ No. of Shares]	70,000	70,000
[% of Holdings]	5.00%	5.00%
<b>E. SHARE ALLOTMENT DETAILS FOR LAST 5 YEARS</b>		
<b>Equity Shares:</b>		
Fully Paid up Pursuant to contract[s] without payment being received in Cash	-	-
Fully Paid up by way of bouns shares	-	-
Shares brought Back	-	-
	-	-
<b>2.02 RESERVES &amp; SURPLUS</b>		
<b>A. SECURITIES PREMIUM</b>		
Opening Balance	-	-
Add: Receipts during the year on allotment	-	-
<b>[a]</b>	-	-

PARTICULARS	As at 31.03.2014	As at 31.03.2013
<b>B. SURPLUS</b>		
Opening Balance	(14,770,158)	(14,086,134)
Add: Net Profit after tax for the Current Year	167,501	(684,024)
Add: Transfer from Reserves	-	-
Less: Proposed Dividends	-	-
Less: Interim Dividend	-	-
Less: Transfer to Reserves	-	-
<b>[b]</b>	<b>(14,602,657)</b>	<b>(14,770,158)</b>
<b>C. Capital Reserves</b>		
<b>D. Capital Redemption Reserve</b>	-	-
<b>E. Debeture Redemption Reserve</b>	-	-
<b>F. Revaluation Reserve</b>	-	-
<b>G. Share Option Outstanding Account</b>	-	-
<b>H. Other Reserve - Share Forfeiture A/c</b>	-	-
-	-	-
<b>[c]</b>	-	-
<b>TOTAL [a+b+c]</b>	<b>(14,602,657)</b>	<b>(14,770,158)</b>

PARTICULARS	As at 31.03.2014	As at 31.03.2013
<b>2.03 Long Term Borrowings</b>		
<b>A. SECURED LOANS</b>		
<b>1. TERM LOANS</b>		
<b>a. Bank / Finance Institution</b>	-	-
<b>b. From Others</b>	-	-
<b>Total -1 [a]</b>	-	-
<b>2. UNSECURED LOANS:</b>		
1. From Directors, share holders and relatives	-	-
2. From Others Body Corporates	952,308	1,152,308
<b>3. DEPOSITS</b>	-	-
<b>4. Bonds / Debetures</b>	-	-
<b>Total -2 [b]</b>	952,308	1,152,308
<b>Total [a+b]</b>	<b>952,308</b>	<b>1,152,308</b>
<b>2.04 TRADE PAYABLES</b>		
Dues to Micro & Small Enterprises	-	-
Dues for Goods, Services and Expenses	-	-
	-	-
<b>2.05 OTHER CURRENT LIABILITIES</b>		
Liability for Expenses	40,643	16,854
Other Liabilities	-	-
<b>TOTAL</b>	<b>40,643</b>	<b>16,854</b>
<b>2.06 SHORT TERM PROVISIONS</b>		
Provision for Taxation	74,778	-
<b>TOTAL</b>	<b>74,778</b>	-

**NOTE 2.07**  
**TANGIBLE ASSETS:** (Amount in Rupees)

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK			
	Balance As On 01.04.13	Addition during the year	Deduction during the year	As At 31.3.14	1.4.2013	For the year	Deduction during the year	31.03.2014	As At 31.03.14	As At 31.03.13
<b>TANGIBLE ASSETS:</b>										
Computer	-	-	-	-	-	-	-	-	-	-
TOTAL	-	-	-	-	-	-	-	-	-	-
Previous Year	26,007	-	-	26,007	25,236	771		26,007	-	-



(Amount in Rupees)

PARTICULARS	As at 31.03.2014	As at 31.03.2013
<b>2.08 LONG TERM LOANS AND ADVANCES</b>		
<b>Security Deposit</b>		
Security, Considered Good:	-	-
<b>Total</b>	-	-
<b>2.09 UNAMORTIZED EXPENSES</b>		
<b>Others- Development of New Product Expenditure</b>	-	-
<b>Total</b>	-	-
<b>2.10 INVENTORIES</b>		
a] Raw Materials [ valued at lower of cost or net realisable value]	-	-
b] Work in progress [ valued at lower of cost or net realisable value]	-	-
c] Finished Goods [ valued at lower of cost or net realisable value]	-	-
d] Stock-in-Trade [ In respect of goods acquired for trading ]{Valued at}	-	-
<b>Total</b>	-	-
<b>2.11 TRADE RECEIVABLES</b>		
Secured, considered good	-	-
Unsecured, considered good (Less than six month)	-	-
Unsecured, considered Doubtful	-	-
Less: Provision for doubtful Debts	-	-
<b>Total</b>	-	-
<b>2.12 CASH AND CASH EQUIVALENTS</b>		
a. Balance with Banks	282,655	120,060
b. Cash on Hand	107,541	278,944
<b>TOTAL</b>	<b>390,196</b>	<b>399,004</b>
The details of balances as on Balance sheet date are as follow:		
In Current Accounts	282,655	120,060
	<b>282,655</b>	<b>120,060</b>
<b>2.13 OTHER CURRENT ASSETS</b>		
<b>Other Current Assets</b>	74,876	-
	<b>74,876</b>	-

**NOTES FORMING PART OF THE PROFIT & LOSS ACCOUNTS AS AT 31ST MARCH 2014**

(Amount in Rupees)

PARTICULARS	As at 31.03.2014	As at 31.03.2013
<b>2.14 SALE OF GOODS</b>		
Textile - Fabrics	26,896,719	-
<b>Total</b>	26,896,719	-
<b>2.15 OTHER INCOME</b>		
Others Income	1,161,166	-
<b>Total</b>	1,161,166	-
<b>2.16 PURCHASES OF GOODS</b>		
Textile - Fabrics	26,909,226	-
<b>Total</b>	<b>26,909,226</b>	-

**NOTES FORMING PART OF THE PROFIT & LOSS ACCOUNTS AS AT 31ST MARCH 2014**

**(Amount in Rupees)**

PARTICULARS	As at 31.03.2014	As at 31.03.2013
<b>2.17 CHANGE IN INVENTORIES OF FINISHED GOODS</b>		
Opening Stock of Finished Goods	-	-
Less: Closing Stock of Finished Goods	-	-
<b>Total</b>	-	-
<b>2.18 EMPLOYEE BENEFITS EXPENSES</b>		
a. Salaries and Benefits	117,675	42,000
b. Staff Welfare Expenses	-	-
c. Director Remuneration	-	-
<b>Total</b>	<b>117,675</b>	<b>42,000</b>
<b>2.19 DEPRECIATION &amp; AMORTISATION EXPENSES</b>		
Depreciation	-	771
Amortisation Expenses:		
Development of New Products - Written off	-	-
Preliminary & Pre-operative Expenses Written off	-	-
	-	771
<b>2.20 OTHER EXPENSES</b>		
1. Advertisement Expenses:	30,149	12,327
2. Payments to the auditor as:		
i) For Audit fees	14,045	14,045
ii) For taxation matters	2,809	2,809
3. Miscellaneous Expenses:		
Bank Charges	3,930	310
Rent Expenses	45,000	-
Conveyance Expenses	46,824	10,122
Legal & Professional Fess	116,430	-
General Expenses	174,829	-
Telephones & Website Expenses	20,000	8,814
Printing & Stationery	43,580	3,500
Travelling Expenses	78,245	6,884
ROC Filing fees	6,000	525,060
Listing Fees and other payment to Stock Exchange	206,864	57,382
<b>Total</b>	<b>788,705</b>	<b>641,253</b>
<b>2.21 EARNING PER SHARE</b>		
(A) Profit attributable to Equity Shareholders (Rs.)	167,501	(684,024)
(B) No. of Equity Share outstanding during the year.	1,400,000	1,400,000
(C) Face Value of each Equity Share ( Rs.)	10	10
(D) Basic & Diluted earning per Share ( Rs.)	0.12	(0.49)

For **Bansilal Shah & Co.**

Chartered Accountants

Sd/-

Mukesh Kumar Jain

Partner

M.No. 075906 / FRN 000384W

Place: Navi Mumbai

Date : 30th May, 2014

For **Planter's Polysacks Limited**

Sd/-

Kanhaiyalal Basotia

Director

DIN 01965955

Sd/-

Rahul Bhutiya

Director

DIN 02944369

## PLANTER'S POLYSACKS LIMITED

Office No. 1401, Real Tech Park, Plot No. 39/2, Sector No. 30A, Vashi,  
Navi Mumbai – 400 703

### ATTENDANCE SLIP

**ANNUAL GENERAL MEETING - TUESDAY, 30<sup>TH</sup> SEPTEMBER, 2014**

Name of the attending Member (In Block Letters): \_\_\_\_\_

Folio No. : \_\_\_\_\_

Name of the Proxy: \_\_\_\_\_

(To be filled in if the Proxy attends instead of the Member)

No. of Shares held: \_\_\_\_\_ (in words) \_\_\_\_\_ (in figures)

I hereby record my presence at the Annual General Meeting of the Company on Tuesday, 30th September, 2014 at Office No. 1401, Real Tech Park, Plot No. 39/2, Sector No. 30A, Vashi, Navi Mumbai – 400 703, Maharashtra, India at 4.00 pm and at any adjournment thereof.

\_\_\_\_\_  
Member's / Proxy's Signature

(To be signed at the time of handing over this slip)

[NOTE: Shareholder / Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and hand over the same at the entrance after the same has been duly signed]

**Form No. MGT-11**

**PROXY FORM**

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

**PLANTER'S POLYSACKS LIMITED**

Registered Office: Office No. 1401, Real Tech Park, Plot No. 39/2, Sector No. 30A,  
Vashi, Navi Mumbai – 400703; Tel: 022 – 66368078  
Email: planters1111@gmail.com; Website: www.planterspolysacks.com

CIN: L19129MH1985PLC243116

Name of the member(s):	
Registered Address:	
Email Id:	
Folio No. / Client Id:	
DP ID:	

I / We, being the holder(s) of \_\_\_\_\_ shares of Planter's Polysacks Limited, hereby appoint

1. Name: \_\_\_\_\_ Email Id: \_\_\_\_\_

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

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

or failing him / her

1. Name: \_\_\_\_\_ Email Id: \_\_\_\_\_

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

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

or failing him / her

1. Name: \_\_\_\_\_ Email Id: \_\_\_\_\_

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

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

as my / our Proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Annual General Meeting of the Company, to be held on Tuesday, 30th September 2014 at 4:00 p.m. at Office No. 1401, Real Tech Park, Plot No. 39/2, Sector No. 30A, Vashi, Navi Mumbai – 400703, Maharashtra and at adjournment thereof in respect of such resolution as are indicated below:

Resolution No.	Resolution
<b>ORDINARY BUSINESS</b>	
1	Adoption of Financial Statements and reports thereon for the year ended March 31, 2014
2	Reappointment of Mr. Rahul Bhutiya as Director retire by rotation of the Company
3	Appointment of M/s. Bansilal Shah & Co. as Auditors of the Company
<b>SPECIAL BUSINESS</b>	
4	Appointment of Mr. Kartik Kumar Soni as an Independent Director
5	Appointment of Mr. Hemant Prasad Ameta as an Independent Director
6	Appointment of Mr. Sanjay Parsai as an Independent Director
7	Reduction of Share Capital of the Company

Signed this day of 2014

.....  
Signature of shareholder

.....  
Signature of proxy holder(s)

Note : This form of Proxy in order to be effective should be duly completed and deposited at Registered Office of the Company.

**BOOK – POST**

*If undelivered please return to:*

**PLANTER'S POLYSACKS LIMITED**

Office No. 1401, Real Tech Park,  
Plot No. 39/2, Sector No. 30A, Vashi,  
Navi Mumbai – 400 703.