



PLANTER'S POLYSACKS LIMITED

FORM A

1.	Name of the Company	Planter's Polysacks Limited
2.	Annual financial statements for the year ended	For the Financial Year ended 31 st March 2015
3.	Type of Audit observation	Un - qualified
4.	Frequency of observation	Not Application

For Planter's Polysacks Limited

For Bansilal Shah & Co.
Chartered Accountants
FRN 000384W

K. Basotia



Kanhaiyalal Basotia
Director
DIN: 01965955

Hemant

Hemant Prasad Ameta
Chairman of Audit
Committee
DIN: 06491207

Mukesh



Mukesh Kumar Jain
Partner
Mem. No. 075906

PLANTER'S POLYSACKS LIMITED

30th ANNUAL REPORT

2014 - 2015

Board of Directors

Mr. Kanhaiyalal Basotia - Whole Time Director
Mr. Kamal Jain
Mr. Hemant Ameta
Mr. Sanjay Parsai
Ms. Ruchi Mandora
Mr. Sushil Basotia Chief Financial Officer &
Compliance Officer

REGISTERED OFFICE

Office No. 1401, Real Tech Park,
Plot No. 39/2, Sector No. 30A,
Vashi, Navi Mumbai – 400 703.
CIN : L19129MH1985PLC243116

STATUTORY AUDITORS

M/s. Bansilal Shah & Co.,
Chartered Accountant

SECRETARIAL AUDITORS

Shreyans Jain & Co.,
Company Secretaries

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 – 400072.

NOTICE

NOTICE IS HEREBY GIVEN THAT 30TH ANNUAL GENERAL MEETING OF THE MEMBERS OF PLANTER'S POLYSACKS LTD (THE "COMPANY") WILL BE HELD ON WEDNESDAY, 30TH SEPTEMBER, 2015 AT 9.30 AM 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 31st March, 2015 and reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Kanhaiyalal Basotia (DIN 01965955), who retires by rotation and being eligible offers himself for re – appointment.
3. To ratify the appointment of 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 pursuant to Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules thereunder, as amended from time to time, the Company hereby ratifies the appointment of Bansilal Shah & Co., Chartered Accountants, (Firm Reg. No. 000384W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of thirty first Annual General Meeting to be held in 2016 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 Ms. Ruchi S. Mandora (DIN 03555547) who was appointed by the Board of Directors as an Additional Director of the Company w.e.f. 26th March, 2015 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 ("Act") readwith the Companies (Appointment and Qualification of Directors) Rules 2014, and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as the Director of the Company."

RESOLVED FURTHER 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 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 Ms. Ruchi S. Mandora (DIN 03555547) who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Companies Act, and who is eligible for appointment

as an Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five years with effect from 26th March, 2015.”

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

“**RESOLVED THAT** Mr. Kamal Jain (DIN 00418536) who was appointed by the Board of Directors as an Additional Director of the Company w.e.f. 4th August, 2015 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“ACT”) readwith the Companies (Appointment and Qualification of Directors) Rules 2014, and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as the Director of the Company, liable to retire by rotation.”

RESOLVED FURTHER THAT any of the Directors of the Company and the Company Secretary be and are hereby severally authorized to carry out all the acts, deeds and things necessary to give effect to the resolution.”

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

“**RESOLVED THAT** in accordance with the provisions of Section 196, 197 and 203 read with schedule V and all other applicable provisions of the Companies Act, 2013, readwith Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Articles of Association of the Company and subject to approval of Central Government, if required, consent of the members be and are hereby accorded to appointment of Mr. Kanhaiyalal Basotia (DIN: 01965955) as Whole Time Director of the Company for a period of 3 (Three) years with effect from 4th August, 2015 i.e. upto 3rd August, 2018 with power to manage the affairs of the Company and maximum remuneration payable upto Rs.5,00,000 per annum (Rupees Five Lacs Only) with power to Board to vary within the limit as specified and on such terms and conditions as may be agreed with the liberty to the Board to alter and vary the said terms and conditions as it may deem fit and as may be acceptable to Mr. Kanhaiyalal Basotia.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval / consent from the shareholders and Central Government, as may be required in this regard.”

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

Sd/-

Kanhaiyalal Basotia
Whole Time Director
(DIN: 01965955)

Place: Navi Mumbai
Date: 10.08.2015

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / 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.
2. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 22nd September, 2015 to Wednesday, 30th September, 2015 (both days inclusive).
3. 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.
4. All members are requested to intimate changes, if any, in their registered address, immediately to the Registrar & Transfer Agents, Sharex Dynamic (India) Pvt. Ltd. or to their depository participants in case shares are held in depository form.
5. Corporate members are requested to send a duly certified copy of the resolution authorizing their representatives to attend and vote at the meeting.
6. 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.
7. In terms of the provisions of clause 35B 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 as on cut-off date, being Wednesday, 23rd September, 2015 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 shareholders voting electronically are as under:

- (i) The voting period begins on **Saturday, 26th September, 2015 at 9.00 a.m.** and ends on **Tuesday, 29th September, 2015 at 5.00 p.m.** During this period shareholder's of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Wednesday, 23rd September, 2015**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders).</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. e.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv)

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (xi) Click on the EVSN for the relevant <Planter's Polysacks Limited> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) 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 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.
- 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 should be mailed to 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 favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- (xix) 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, under help section or write an email to helpdesk.evoting@cdslindia.com.

a) In case of members receiving the physical copy:

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

- b) The remote e-voting period begins on Saturday, 26th September, 2015 (9.00 a.m.) and ends on Tuesday 29th September, 2015 (5.00 p.m.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on date 23rd September, 2015, may cast their vote electronically. The remote 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.

- c) 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 under help section or write an email to helpdesk.evoting@cdslindia.com.
- a. The Company has appointed CS Shreyans Jain, Practicing Company Secretary, (Membership No. 18839), to act as the Scrutinizer to scrutinize the electronic voting and voting through poll / ballot process at the meeting in fair and transparent manner and he has communicated his willingness to be appointed and will be available for the same purpose.
- b. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the remote 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 Consolidated 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 within the 48 hours of the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be available for inspection and also intimated to Stock Exchanges and will be placed on the website of the Company and within prescribed period.
8. 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

The Board had appointed Ms. Ruchi Mandora as an Additional Director with effect from 26th March, 2015 and period of Additional Director is only upto the date of the forthcoming Annual General Meeting of the Company, and is eligible for appointment as a Director. The Company has received a notice under Section 160 of the Act proposing her candidature for the office of the Director of the Company, alongwith the requisite deposit amount.

The Company has received from Ms. Ruchi Mandora declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013. Ms. Mandora who is holding diploma in animation and has experience in the said field for more than five years apart from experience in the field of textile and textile design.

Ms. Ruchi Mandora does not hold any equity shares of the Company.

In the opinion of the Board, Ms. Ruchi Mandora fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder as also under the Listing agreement for her appointment as an Independent Director of the Company and is independent of the management. Copy of the draft letter for appointment of Ms. Ruchi Mandora as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

The Board considers that the proposed appointment of Ms. Ruchi Mandora as a Director, given her experience and knowledge in textile areas, will be in the best interest of the Company. Accordingly, the Board recommends the resolution in relation to appointment of Ms. Ruchi Mandora as an Independent Director, for the approval by the shareholders of the Company.

Except Ms. Ruchi Mandora, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 4.

The Board commends the Resolution set out at Item No. 4 of the Notice for your approval.

Item No.5

The Board had appointed Mr. Kamal Jain (DIN 00418536) as an Additional Director with effect from 4th August, 2015 and in terms of the provisions of Section 161(1) of the Companies Act, 2013 the term of an additional Director is only upto the forthcoming Annual General Meeting of the Company. The Company has received a notice under Section 160 of the Act proposing his candidature for the office of the Director of the Company, alongwith the requisite deposit amount.

Mr. Kamal Jain, is Fellow Chartered Accountant and has more than two decades of experience in the area of Accounting, Taxation, Financing and of Corporate restructuring and considering such rich experience which will ultimately benefit the Company, your Board has proposed his appointment as Director liable to retire by rotation. Further Mr. Jain does not hold any Equity Shares of the Company.

Except Mr. Kamal Jain, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 5.

The Board commends the Resolution set out at Item No. 5 of the Notice for your approval.

Item No.6

In terms of the provisions of Section 203 of the Companies Act, 2013 the Company being listed entity is required to have either Managing Director, or Chief Executive Officer or manager and in their absence, a Whole-Time Director. In the light of the same the Board of Directors at its meeting held on 4th August, 2015 had based on the recommendation of the Nomination and Remuneration Committee had appointed Mr. Kanhaiyalal Basotia as Whole Time Director, liable to retire by rotation for a period of Three Years with effect from 4th August, 2015 till 3rd August, 2018 on such remuneration as may be approved but within maximum limit of Rs.5,00,000 (Rupees Five Lacs) per annum and on such terms and conditions as mentioned in the agreement to be executed with Mr. Basotia.

Mr. Basotia has around three decade of experience in the field of dealing in the textile, textile products and real estate and his appointment will benefit the Company with his experience in these fields.

In terms of the provisions of Section 197 of the Act, the appointment of Mr. Kanhaiyalal Basotia is required to be approved by the Shareholders and if it does not fall within the criteria of Schedule V the approval of Central Government will be obtained. Mr. Basotia holds 1560 of Equity Shares in the Company and was appointed as professional Director in the Company in the year 2003 by the Board of Directors and is related with the one of Key Managerial Personnel.

Except Mr. Basotia, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 6.

The Board commends the Resolution set out at Item No. 6 of the Notice for your approval.

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

Sd/-

Kanhaiyalal Basotia
Whole Time Director
(DIN: 01965955)

Place: Navi Mumbai
Date: 10.08.2015

DIRECTOR'S REPORT

Dear Members,

Your Directors have pleasure in presenting the 30th Annual Report and Audited Financial Statements of your Company for the year ended 31st March 2015.

1. FINANCIAL SUMMARY OR HIGHLIGHTS OF THE COMPANY:

During the year your Company has achieved the turnover of Rs.2,591 as compared to Rs.2,80,57,885 in corresponding previous year and has incurred Loss of Rs.3,48,134 as against the profit of Rs.2,42,279 during the corresponding previous year.

Since the Company has suffered loss during the current year there is no provision for income tax as against the provision of Rs.74,778/- during the previous year.

2. DIVIDEND:

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

3. TRANSFER TO RESERVES:

Since the Company has no surplus during the year no amount has been transferred to the Reserves maintained by the Company.

4. BRIEF STATE OF COMPANY'S AFFAIR:

The Company is a professionally managed Company and the Company has business objectives of manufacturing, trading etc. of containers, packaging, textile and textile related products and also can carry out real estate related business activities, however in view of the financial conditions of the Company during the year no business operation has taken place.

5. SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS:

The proposed 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 has been confirmed by the Hon'ble High Court of Bombay on 9th January, 2015 and same is effective and accordingly the Capital so reduced has been set off against accumulated losses.

6. MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION:

There are 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 the report.

7. DEPOSITS:

Your Company has not accepted any fixed deposits from the public under Section 73 of the Companies Act, 2013 and is therefore not required to furnish information in respect of outstanding deposits under and Companies (Acceptance of Deposits) Rules, 2014.

8. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE ACT:

During the year your Company has not given any loan, Guarantee or not made any investment under Section 186 of the Act.

9. EXTRACT OF THE ANNUAL RETURN:

The extract of the Annual Return in form MGT – 9 as required under Section 92 (3) of the Companies Act, 2013 read with rule 12(1) of the Companies (Management and Administration) Rules, 2014, is attached herewith as **Annexure - A**.

10. DISCLOSURES AS PER SECTION 134 (3) (m) OF THE COMPANIES ACT, 2013 FOR CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

Presently, your Company has no business activities 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.

11. BOARD OF DIRECTORS:

(A) COMPOSITION OF BOARD:

Board of Directors comprises of 5 (five) Directors out of which 3 (Three) are Independent Non Executive Directors including 1 (One) Woman Director.

(B) RETIREMENT BY ROTATION:

Mr. Kanhaiyalal Basotia, Director retires by rotation and being eligible offers himself for reappointment.

(C) INDEPENDENT DIRECTORS:

In terms of the definition of 'Independence' of Directors as prescribed under Clause 49 of the Listing Agreement entered with the Stock Exchange and Section 149(6) of the Companies Act, 2013 and based on the confirmation / disclosures received from the directors for the year, the following are the Independent Non – Executive Directors of the Company:

- Mr. Sanjay Parsai (DIN: 06537029)
- Mr. Hemant Ameta (DIN: 06491207)
- Ms. Ruchi Mandora (DIN: 07136440)

(D) WOMAN DIRECTOR:

In terms of the provisions of Section 149(1) of the Companies Act, 2013, a Company shall have at least one Woman Director on the Board of the Company. Your Company has appointed Ms. Ruchi Subhash Mandora (DIN 07136440) as a Director on the Board of the Company from 26th March, 2015

(E) APPOINTMENT / RESIGNATION FROM THE BOARD:

Mr. Rahul Bhutiya and Mr. Kartikkumar Soni the Independent Directors have resigned from their position with effect from 27th May, 2015.

(F) KEY MANAGERIAL PERSONNEL APPOINTMENT AND RESIGNATION:

During the year your Company is not been able to appoint the Key Managerial Personnel as required under the provisions of Companies Act, 2013 in view of poor financial performance of the Company.

12. NUMBER OF MEETINGS OF THE BOARD:

During the year the meetings of the Board of Directors were held at regular interval and the Board met 8 (eight) times during the financial year 2014 – 15 on the following dates viz, 30th May, 2014; 24th June, 2014; 14th Aug, 2014; 26th Aug, 2014; 14th Nov, 2014; 14th Feb, 2015; 21st Feb, 2015 and 26th March, 2015.

13. POLICY OF DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES:

The Company strives to maintain an appropriate combination of Executive, Non-Executive and Independent Directors subject to a maximum as provided in Articles of Association and Company's policy as referred under Section 178(3) of the Companies Act, 2013 is forming part of this report as **Annexure - B**.

14. PARTICULARS OF LOANS, GAURANTEES OR INVESTMENTS:

There are no such particulars as the Company has not made any such transactions referred under Section 186 of the Companies Act, 2013.

15. FORMAL ANNUAL EVALUATION OF BOARD, COMMITTEE AND INDIVIDUAL DIRECTORS:

A formal evaluation of the performance of the Board, it's Committees and the individual Directors was carried out. Led by the Nomination & Remuneration Committee, the evaluation was done using individual questionnaires, receipt of regular inputs and information, functioning, performance & structure of Board Committees, ethics & values, skill set, knowledge & expertise of Directors, leadership etc.

16. AUDITORS:**Statutory Audit and Auditors Appointment:**

The Board is not required to make any comments or given any explanation in respect of qualifications, reservations or adverse remarks or disclaimer made by statutory auditors as there were no such instances occurred.

At the AGM held on 30th September, 2014 the members had approved the appointment of M/s. Bansilal Shah & Co., Chartered Accountants, (Firm Reg. No. 000384W), as Statutory Auditors of the Company for a period of five years from the conclusion of 29th AGM until the conclusion of Sixth consecutive AGM. As recommended by the Audit Committee, the Board has proposed to ratify the re-appointment of M/s. Bansilal Shah & Co., Chartered accountant as statutory Auditors for the financial year 2015 - 2016.

Secretarial Auditors and Secretarial Audit Report:

Pursuant to Section 204 of the Companies Act, 2013, the Company has appointed M/s Shreyans Jain & Co. Practicing Company Secretaries, Mumbai as its Secretarial Auditors to conduct the Secretarial Audit of the Company for the Financial Year 2014 – 15. The Company has provided all assistance and facilities to the Secretarial Auditor for conducting their audit. The report of Secretarial Auditor for the FY 2014–15 is annexed to this report as **Annexure - C**.

Further with respect to the observations in the Secretarial Audit Report in view of the poor financial conditions of the Company, the Company is not able to have the Whole Time Key Managerial Personnel as required under Section 203 of the Companies Act, 2013, however the management of the Company is being carried out under the supervision of the professional Board.

17. DIRECTOR'S RESPONSIBILITY STATEMENT:

Your Directors in terms of Section 134 (5) of the Company's Act, 2013 confirm that:

- a) All applicable accounting standards have been followed in the preparations of the annual accounts with proper explanation relating to material departures;
- b) Your Directors have selected such accounting policies and applied them consistently, made judgments and 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 31.03.2015 and of the loss of the Company for that period;
- c) 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;
- d) The Annual Accounts have been prepared on a going concern basis as stated in the notes on accounts;
- e) The Company follows internal financial controls and that such internal controls are adequate and are operating adequately.

- f) There are proper system devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

18. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has implemented such internal financial controls commensurate with the size of the Company to provide a true and fair view of the financial statements and has laid down such standards and processes which ensures that the same are adequate and operating efficiently.

19. AUDIT COMMITTEE:

The Company has Audit Committee constituted under the chairmanship of Mr. Hemant Ameta in accordance with the provisions of Section 177(1) of the Companies Act, 2013. As on 31st March, 2015, the Committee was constituted as follows

Mr. Hemant Ameta, Chairman

Ms. Ruchi Mandora

Mr. Sanjay Parsai

All the recommendations made by the Audit Committee were accepted by the Board during the year.

20. VIGIL MECHANISM:

As required in terms of the provisions of Section 177 (9) of the Act, your Company has implemented a Whistle Blower Policy pursuant to which Whistle Blowers can raise and report genuine concerns relating to reportable matters such as breach of code of conduct, fraud, employee misconduct, misappropriation of funds, health and safety matters etc. the mechanism provides for adequate safeguards against victimization of Whistle Blower who avail of such mechanism and provides for direct access to the chairman of the Audit Committee.

The functioning of the Whistle Blower policy is being reviewed by the Audit Committee from time to time. None of the Whistle Blower has been denied access to the Audit Committee of the Board.

21. CORPORATE SOCIAL RESPONSIBILITY (CSR):

The Company's net worth, turnover or net profit are below the limits specified under Section 135 of the Act and therefore the requirement for constituting Corporate Social Responsibility Committee; formation of policy and other related provisions are not applicable.

22. RISK MANAGEMENT POLICY:

The Board of Directors is overall responsible for identifying, evaluating, mitigating and managing all significant kinds of risks faced by the Company. The Board has approved Risk Management policy, which acts as an guiding principles by which key risks are managed in the Company.

The Board itself monitors and reviews the risks which have potential bearing on the performance of the Company and in the opinion of the Board there is no risk faced by the Company which threatens its existence.

23. CORPORATE GOVERNANCE REPORT

In pursuance of SEBI circular CIR/CFD/POLICY CELL/7/2014 dated 15th September, 2014 the Company even though being an listed entity is not mandatorily required to report on the compliance of Clause 49 of the Listing Agreement since the Company does not falls under the criteria attracting the obligations to adhere to the compliance of clause 49 of the Listing Agreement.

24. PARTICULAR PURSUANT TO SECTION 197(12) AND RELEVANT RULES:

In terms of the provisions of Section 197 (12) of the Companies Act, 2013 read with the Rule 5(2) of the Companies (Appointment and Remuneration) Rules, 2014, as amended from time to time, the Company is required to disclose the ratio of the remuneration of each director to the median employee's remuneration and such other details. However there are no such details reportable.

25. 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.planterspolysacks.com.

26. 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.

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

Sd/-

Kanhaiyalal Basotia
Whole Time Director
(DIN: 01965955)

Place: Navi Mumbai
Date: 27.05.2015

ANNEXURE – A

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on Financial Year ended on 31ST March, 2015

[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:

i. CIN	L19129MH1985PLC243116
ii. Registration Date	17 th May, 1985
iii. Name of the Company	Planter's Polysacks Limited
iv. Category / Sub-Category of the Company	Company Limited by Shares / Indian Non-Government Company
v. Address of the Registered office and contact details	Office No. 1401, Realtech Park, Plot No. 39/2, Sector No. 30A, Vashi, Navi Mumbai – 400 703, MaharashtraTel: 022 – 2781 2035
vi. Whether Listed Company	Yes
vii. Name, Address and Contact details of Registrar and Transfer Agent, if any	Sharex Dynamic (India) Pvt. Ltd. Unit 1, Luthra Ind Premises, Safed Pool, Andheri Kurla Road, Andheri (East) Mumbai – 400 072, Maharashtra Tel: 022 – 2851 5606 / 44 Fax: 022-2851 2885

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated):-

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

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

Sr. No.	Name and Address of the Company	CIN / GLN	Holding/ Subsidiary/ Associate	Applicable Section
1.	N.A.	N.A.	N.A.	N.A.

I. SHARE HOLDING PATTERN
(Equity Share Capital Breakup as percentage of Total Equity)
i) Category-wise Share Holding

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
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1) Indian									
a) Individual / HUF	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total A(1)	0	0	0	0	0	0	0	0	0
2) Foreign									
a) NRIs Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total A(2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A) = A(1) + A(2)	0	0	0	0	0	0	0	0	0
B. Public Shareholding									
1) Institutions									
a) Mutual Funds / UTI	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total B(1)	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp									
i. Indian	112575	-	112575	8.04	108096	-	108096	7.72	(0.32)
ii. Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									

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
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
i. Individual Shareholders holding nominal share capital upto Rs. 1 Lac	72105	27400	99505	7.11	78684	34900	113584	8.11	1.00
ii. Individual shareholders holding nominal share capital in excess of Rs. 1 Lac	1187920	-	1187920	84.85	1177920	-	1177920	84.14	(0.07)
c) Others specify									
Clearing Members	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Non Resident Indians (REPAT & NON REPAT)	-	-	-	-	400	-	400	0.03	0.03
HUF	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Sub-total B(2)	1372600	27400	1400000	100.00	1365100	34900	1400000	100	-
Total Public									
Shareholding B=B(1)+B(2)	1372600	27400	1400000	100.00	1365100	34900	1400000	100	-
C. Shares held by Custodian for GDRs & ADRs (NIL)									
Grand Total (A+B+C)	1376200	27400	1400000	100	1365100	34900	1400000	100	-

Order for Reduction of Capital was passed by Hon'able High Court, adjudicator of Bombay dtd. 09/01/2015 and record date was fixed as 20/02/2015. Post reduction the paid up Capital of the Company is 1,40,000 Equity shares of Rs.10/-. The aforesaid pattern is as per the Benpose provided by the Registrar and Share Transfer Agent as on 31st March, 2015.

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total shares of the Company	% of shares pledged / encumbered to total shares	No. of Shares	% of total shares of the Company	% of shares pledged / encumbered to total shares	
-	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-

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

Particulars	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
At the beginning of the year	-	-	-	-
Date wise increase / decrease in Promoters Share holding during the year specifying the reasons for increase / decrease	-	-	-	-
At the end of year	-	-	-	-

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

Sr. No.	Particulars	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.	Kuntal P. Shah				
	At the beginning of the year	145000	10.357	145000	10.357
	Changes during the year	-	-	145000	10.357
	At the end of the year	145000	10.357	145000	10.357
2.	Padma Pradeep Babel				
	At the beginning of the year	110500	7.893	110500	7.893
	Changes during the year	-	-	110500	7.893
	At the end of the year	110500	7.893	110500	7.893
3.	Nimbus Projects Ltd.				
	At the beginning of the year	79100	5.650	79100	5.650
	Changes during the year	-	-	79100	5.650
	At the end of the year	79100	5.650	79100	5.650
4.	Chandadevi Bhutiya				
	At the beginning of the year	70000	5.000	70000	5.000
	Changes during the year	-	-	70000	5.000
	At the end of the year	70000	5.000	70000	5.000
5.	Nishant Sharma				
	At the beginning of the year	70000	5.000	70000	5.000
	Changes during the year	-	-	70000	5.000
	At the end of the year	70000	5.000	70000	5.000
6.	Ramchandra G. Chhipa				
	At the beginning of the year	70000	5.000	70000	5.000
	Changes during the year	-	-	70000	5.000
	At the end of the year	70000	5.000	70000	5.000

Sr. No.	Particulars	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
7.	Mamta Anish Saraf				
	At the beginning of the year	70000	5.000	70000	5.000
	Changes during the year	-	-	70000	5.000
	At the end of the year	70000	5.000	70000	5.000
8.	Rajkumar R. Bhutia				
	At the beginning of the year	60000	4.286	60000	4.286
	Changes during the year	-	-	60000	4.286
	At the end of the year	60000	4.286	60000	4.286
9.	Manoj J. Saraf				
	At the beginning of the year	60000	4.286	60000	4.286
	Changes during the year	-	-	60000	4.286
	At the end of the year	60000	4.286	60000	4.286
10.	Anish J. Saraf				
	At the beginning of the year	60000	4.286	60000	4.286
	Changes during the year	-	-	60000	4.286
	At the end of the year	60000	4.286	60000	4.286
	Market Purchase on 10.09.2014	-	-	1,17,600	3.31%
	At the end of the year	-	-	1,17,600	3.31%

(v) Shareholding of Directors and Key Managerial Personnel :

Sr. No.	Particulars	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.	Kanhaiyalal Basotia				
	At the beginning of the year	15600	1.114	15600	1.114
	Changes during the year	-	-	15600	1.114
	At the end of the year	15600	1.114	15600	1.114
2.	Kailash Chandra Jain				
	At the beginning of the year	15500	1.107	15500	1.107
	Changes during the year	-	-	15500	1.107
	At the end of the year	15500	1.107	15500	1.107

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	-	952,308	-	952,308
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	952,308	-	952,308
Change in Indebtedness during the Financial Year				
Additions	-	-	-	-
Reductions	-	-	-	-
Indebtedness at the end of the financial year				
i. Principal Amount	-	952,308	-	952,308
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	952,308	-	952,308

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Name of MD / WTD / Manager				Total Amount
		1	2	3	4	
1.	Gross Salary	-	-	-	-	-
a.	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-	-
b.	Value of perquisites u/s17(2) Income-tax Act, 1961	-	-	-	-	-
c.	Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission - as % of profit - others, specify	-	-	-	-	-
5.	Others, please specify Total (A) Ceiling as per Act	- - -	- - -	- - -	- - -	- - -

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Directors			Total Amount
		1	2	3	
	3. Independent Directors	Mr. Hemant Ameta	Ms. Ruchi Mandora	Mr. Sanjay Parsai	
	• Fee for attending board committee meetings	-	-	-	-
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
	4. Other Non-Executive Directors	Mr. Kailash Jain	Mr. Kanhaiyalal Basotia		
	• Fee for attending board committee meetings	-	-	-	-
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross Salary				
a.	Salary as per provisions contained in section 17(1) of the Income - tax Act, 1961	-	-	-	-
b.	Value of perquisites u/s17(2) Income-tax Act, 1961	-	-	-	-
c.	Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission- - as % of profit - others, specify	-	-	-	-
5.	Others, please specify	-	-	-	-
	TOTAL	-	-	-	-

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: During the year there were no instances of any penalty / punishment / Compounding fees being imposed on the Company; any of its Directors or other officer in default by any authority under the Companies Act, 2013

NOMINATION AND REMUNERATION POLICY OF PLANTER'S POLYSACKS LIMITED

Policy Title	Nomination and Remuneration Policy
Authorised by	Board of Directors

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto. The Key Objectives of the Committee would be:

1. OBJECTIVE:

- To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management;
- To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board;
- To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management;
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial personnels and create competitive advantage;
- To develop a succession plan for the Board and to regularly review the plan.

2. DEFINITIONS:

- “**Act**” means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- “**Board**” means Board of Directors of the Company.
- “**Directors**” mean Directors of the Company.
- “**Key Managerial Personnel**” means –
 - a) Chief Executive Officer or the Managing Director or the Manager or Whole-time director or Chief Financial Officer or Company Secretary
 - b) “**Senior Management**” means Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors including Functional Heads.

3. COMPOSITION:

- The Committee shall consist of a minimum three non-executive directors, majority of them being independent. Minimum three (3) members shall constitute a quorum for the Committee meeting.

- Term of the Committee shall be continued unless terminated by the Board of Directors.
- Chairperson of the Committee shall be an Independent Director.
- Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one amongst them to act as Chairperson.
- Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

4. ROLE OF COMMITTEE:

Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee

- The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).
- Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.
- The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

Shreyans Jain & Co.

Company Secretaries

Off: I-49, 504, Poonam Sagar Complex, Mira Road (East), Thane – 401 107, Maharashtra.

Form No. MR-3

SECRETARIAL AUDIT REPORT

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

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015

To,
The Members,
Planter's Polysacks Limited
Office No. 1401, Real Tech Park,
Plot No. 39/2, Sector No. 30A,
Vashi, Navi Mumbai – 400703

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PLANTER'S POLYSACKS LIMITED** (hereinafter called "the company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board - processes and compliance -mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by "the Company" for the financial year ended on 31st March, 2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (**Not Applicable to the Company during the Audit Period**);

Shreyans Jain & Co.

Company Secretaries

Off: I-49, 504, Poonam Sagar Complex, Mira Road (East), Thane – 401 107, Maharashtra.

- (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 **(Not Applicable to the Company during the Audit Period)**;
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 **(Not Applicable to the Company during the Audit Period)**;
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to the Company during the Audit Period)**;
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not Applicable to the Company during the Audit Period)**; and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not Applicable to the Company during the Audit Period)**;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India **(Not Applicable to the Company during the Audit Period)**;
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s),

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

In terms of the provisions of Section 203 of the Companies Act, 2013 the Company is required to have whole time Key Managerial Personnel as specified in clause (i), (ii) & (iii) of sub - Section (1) of the said Section, however the Company yet to appoint the same as the time allowed to comply with the said requirement is already elapse.

Shreyans Jain & Co.

Company Secretaries

Off: I-49, 504, Poonam Sagar Complex, Mira Road (East), Thane – 401 107, Maharashtra.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors 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 directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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 through while the dissenting members' views are captured and recorded as part of the minutes.

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

We further report that during the audit period pursuant to the order of Honorable High Court of Bombay dated 9th January, 2015 the Company's paid up Share Capital is reduced 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 and accordingly the capital so reduced has been set-off against accumulated losses in accordance with the Scheme.

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

Sd/-

Shreyans Jain
(Proprietor)

ACS No. 18839

C.P. No. 9801

Place: Navi Mumbai

Date: 27.05.2015

M/S BANSILAL SHAH & CO.
Chartered Accountants

2nd Floor, Meera Complex, 1, Sardarpura, Udaipur, Rajasthan - 313 001.

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 31.03.2015 and Statement of Profit and Loss and Cash Flow Statement for the year ended as on that date and significant accounting policies and other explanatory information. 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 principles generally accepted in India and the Accounting Standards as specified under Section 133 of the Companies Act, 2013 (the Act) read with Rule 7 of the Companies (Accounts) Rules, 2014. 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

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Companies Act, 2013, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

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 a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's directors, as well as evaluating the overall presentation of the financial

**M/S BANSILAL SHAH & CO.
Chartered Accountants**

Meera Complex, 2nd Floor, 1, Sardarpura, Udaipur, Rajasthan - 313 001.

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

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the said financial statements read together with the Significant Accounting Policies and other notes thereon give the information required by the Act, 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 31st March 2015;
- ii) in so far as it relates to the Profit and Loss Account, of the 'Loss 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, 2015 ("the Order") issued by the Central Government of India in terms of Sub-Section 11 of Section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2. As required by Section 143(3) of the Act, 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 aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

M/S BANSILAL SHAH & CO.
Chartered Accountants

Meera Complex, 2nd Floor, 1, Sardarpura, Udaipur, Rajasthan - 313 001.

- e) On the basis of the written representations received from the directors as on March 31, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of Section 164 (2) of the Act;
- f) In our opinion, the Company has adequate internal financial controls systems in place and is effectively operating in the Company;
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us there are no such matters during the year:

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

Sd/-

Mukesh Kumar Jain

Partner

M.No. 075906 / FRN 000384W

Place: Navi Mumbai

Date: 27.05.2015

M/S BANSILAL SHAH & CO.
Chartered Accountants

Meera Complex, 2nd Floor, 1, Sardarpura, Udaipur, Rajasthan - 313 001.

PLANTER'S POLYSACKS LIMITED

Annexure to the Auditors' Report

The Annexure referred to in our report to the members of PLANTER'S POLYSACKS LIMITED (the Company') for the year Ended on 31.03.2015. We report that:

S.No.	Particulars	Auditors Remark
(i)	(a) whether the Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;	NA
	(b) whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	NA
(ii)	(a) whether physical verification of inventory has been conducted at reasonable intervals by the management;	NA
	(b) are the procedures of physical verification of inventory followed by the management reasonable and adequate in relation to the size of the company and the nature of its business. If not, the inadequacies in such procedures should be reported;	NA
	(c) whether the company is maintaining proper records of inventory and whether any material discrepancies were noticed on physical verification and if so, whether the same have been properly dealt with in the books of account;	NA
(iii)	whether the company has granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act. If so,	No
	(a) whether receipt of the principal amount and interest are also regular; and	NA
	(b) if overdue amount is more than rupees one lakh, whether reasonable steps have been taken by the company for recovery of the principal and interest;	NA
iv)	is there an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. Whether there is a continuing failure to correct major weaknesses in internal control system.	Yes
(v)	in case the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under, where applicable, have been complied with? if not, the nature of contraventions should be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not ?	NA

M/S BANSILAL SHAH & CO.
Chartered Accountants

Meera Complex, 2nd Floor, 1, Sardarpura, Udaipur, Rajasthan - 313 001.

S.No.	Particulars	Auditors Remark
(vi)	where maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, whether such accounts and records have been made and maintained;	NA
(vii)	(a) is the company regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated by the auditor.	Yes
	(b) in case dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not constitute a dispute).	NA
	(c) whether the amount required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act and rules made thereunder has been transferred to such fund within time.	NA
(viii)	whether in case of a company which has been registered for a period not less than five years, its accumulated losses at the end of the financial year are not less than fifty per cent of its net worth and whether it has incurred cash losses in such financial year and in the immediately preceding financial year;	YES
(ix)	whether the company has defaulted in repayment of dues to a financial institution or bank or debenture holders? If yes, the period and amount of default to be reported;	NA
(x)	whether the company has given any guarantee for loans taken by others from bank or financial institutions, the terms and conditions whereof are prejudicial to the interest of the company;No	No
(xi)	whether term loans were applied for the purpose for which the loans were obtained;	NA
(xii)	whether any fraud on or by the company has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated.	No

For **Bansilal Shah & Co.**
Chartered Accountants
Sd/-
Mukesh Kumar Jain
Partner
M.No. 075906 / FRN 000384W

Place: Navi Mumbai
Date: 27.05.2015

BALANCE SHEET AS AT 31ST MARCH 2015
CIN. : L19129MH1985PLC243116
[Amount in Rupees]

DESCRIPTION	NOTE No.	As at 31.03.2015	As at 31.03.2014
I. EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2.01	1,400,000	14,000,000
Reserves and Surplus	2.02	(2,322,179)	(14,602,657)
Non-Current Liabilities			
Long Term Borrowings	2.03	952,308	952,308
Deferred Tax Liabilities		-	-
Other Long Term Liabilities		-	-
Long Term Provisions		-	-
Current Liabilities			
Short Term Borrowings		-	-
Trade Payables	2.04	-	-
Other Current Liabilities	2.05	26,854	40,643
Short Term Provisions	2.06	-	74,778
TOTAL		56,983	465,072
II. ASSETS			
1. Non-Current Assets			
Fixed Assets			
Tangible Assets	2.07	-	-
Intangible Assets		-	-
Capital Work in Progress		-	-
2. Current Assets			
Current Investments		-	-
Inventories	2.08	-	-
Trade Receivables	2.09	-	-
Cash and Cash equivalents	2.10	56,983	390,196
Short Term Loans and Advances		-	-
Other Current Assets	2.11	-	74,876
TOTAL		56,983	465,072

Significant Accounting Policies and Notes on the accounts 1 & 2

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/-

Kailash Chandra Jain

Director

DIN 03622753

Place: Navi Mumbai

Date : 27 May, 2015

PROFIT & LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH 2015

[Amount in Rupees]

DESCRIPTION	NOTE No.	Current year 31.03.2015	Previous year 31.03.2014
1 Revenue from Operations			
Sale of Goods	2.12	-	26,896,719
2 Other Income	2.13	2,591	1,161,166
3 Total Revenue [1+2]		2,591	28,057,885
4 EXPENSES			
Purchases of Goods	2.14	-	26,909,226
Changes in Inventories	2.15	-	-
Employee Benefits Expenses	2.16	-	117,675
Depreciation and Amortization Expenses	2.17	-	-
Other Expenses	2.18	350,725	788,705
Total Expenses [4]		350,725	27,815,606
5 Profit Before exceptional and extraordinary items and tax [3 - 4]		(348,134)	242,279
6 Exceptional Items - profit on sale of assets		-	-
7 Profit before extraordinary items and tax [5 - 6]		(348,134)	242,279
8 Extraordinary Items			
- Prior Period items		-	-
- Income tax relating to Previous year		-	-
9 Profit Before Tax [7 - 8]		(348,134)	242,279
10 Tax Expenses			
Current Tax		-	74,778
Deferred Tax		-	-
11 Profit for the period from continuing operations [9-10]		(348,134)	167,501
12 Profit from discontinuing Operations		-	-
13 Tax Expenses of discontinuing Operations		-	-
14 Profit from Discontinuing Operations [after Tax] [12-13]		-	-
15 Profit for the Year [11+14]		(348,134)	167,501
16 Earnings per Equity Share:	2.19		
i. Basic		(2.49)	0.12
ii. Diluted		(2.49)	0.12
Nominal Value of Share [Rs.]		10.00	10.00
Significant Accounting Policies and Notes on the accounts	1 & 2		

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/-

Kailash Chandra Jain
Director
DIN 03622753

Place: Navi Mumbai
Date : 27 May, 2015

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2015

	Particulars	As at 31.03.2015	As at 31.03.2014
A	<u>Cash Flow from Operating Activities</u>		
	Net profit (+)/ Loss (-) before tax and Extra - Ordinary Items	(348,134)	242,279
	Adjustment for Depreciation	-	-
	Interest Paid	-	-
	Interest Received	-	-
	Brokerage & Commission	-	-
	Operating Profit before working capital charges	(348,134)	242,279
	Adjustment for:		
	Trade & Other Receivables	(103,488)	74,876
	Trade Payables	(88,567)	23,789
	Cash Generated from Operations:	(333,213)	191,192
	<u>Extraordinary Items:</u>		
	a.	-	-
	b.	-	-
	Net cash flow from Operating (A)	(333,213)	191,192
B	<u>Cash Flow from Investing Activities</u>		
	Interest Received	-	-
	Net cash used in Investing Activities (B)	-	-
C	<u>Cash Flow from Financial Activities</u>		
	Proceeds from Unsecured Loan	-	(200,000)
	Net cash used in Financial Activities (C)	-	(200,000)
	Net Increase (+)/ Decrease (-) in cash and cash Equivalent (A+B+C)	(333,213)	(8,808)
	Cash & Cash Equivalent (Opening Balance)	390,196	399,004
	Cash & Cash Equivalent (Closing Balance)	56,983	390,196

For **Planter's Polysacks Limited**

Sd/-

Sd/-

Kanhaiyalal Basotia
Director

Kailash Chandra Jain
Director

Place: Navi Mumbai
Date : 27th May, 2015

DIN 01965955

DIN 03622753

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, 2015 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 : 27th May, 2015

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015**NOTE 1:****NOTES TO ACCOUNTS AND SIGNIFICANT ACCOUNTING POLICIES:****1.01 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, 2013. The Company has complied with the applicable Accounting Standards
- b. The accounts are prepared on the basis of going concern concept and all expenses and income to the extent ascertainable with reasonable certainty are accounted for on accrual basis.
- c. 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 Companies Act, 2013.

1.02 VALUATION OF INVENTORIES:

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

1.03 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.

1.04 DEPRECIATION:

Depreciation on fixed assets has been provided at the rates specified in Schedule II of the Companies Act, 2013. However there are no fixed assets in the Company.

1.05 REVENUE / INCOME RECOGNITION:

The Company recognises its revenue and expenditure on accrual basis.

1.06 EARNINGS PER SHARE:

The Company reports basic and diluted Earnings Per Share (EPS) in accordance with Accounting Standard 20 on "Earnings per share". Basic EPS is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares, except where the results are anti-dilutive.

1.07 CASH FLOW STATEMENT

The Cash flow Statement is prepared by the "indirect method" set out in Accounting Standard 3 on "Cash Flow Statements" and presents the cash flows by operating, investing and financing activities of the Company.

Cash and Cash equivalents presented in the Cash Flow Statement consist of cash on hand and demand deposits with banks.

1.08 FIXED ASSETS:

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

1.09 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.

1.10 SCHEME OF ARRANGEMENT:

The Hon'ble High Court adjudicator at Bombay vide its order dated 9th January, 2015 in the matter of Company Scheme Petition No.808 of 2014 had approved the Scheme of Arrangement and accordingly in terms of provisions of Section 100 – 104 of the Companies Act, 1956 and relevant provisions of Companies Act, 2013 and rules made there under the paid up capital of the company is reduced from 14,00,000 Equity Shares of Rs.10 each to 1,40,000 Equity Shares of Rs.10 each.

1.11 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 Disclosure 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

1.12 EARNING PER SHARE :

Particulars	As at 31.03.2015	As at 31.03.2014
Profit attributable to Equity Shareholders (Rs.)	(3,48,134)	1,67,501
No. of Equity Share outstanding during the year	1,40,000	14,00,000
Face Value of each Equity Share (Rs.)	10	10
Basic & Diluted Earning Per Share (Rs.)	(2.49)	0.12

1.13 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 31.03.2015 has not been recognized since there is no certainty of sufficient taxable income being available against which such deferred tax assets can be realised.

1.14 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.

1.15 DETAILS OF REMUNERATION OF MANAGERIAL PERSONAL : - NIL

1.16 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.

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

Details of trading activities under taken during the year;

	31.03.2015 (Rs.)	31.03.2015 Qty (Mtrs)	31.03.2014 (Rs.)	31.03.2014 Qty (Mtrs)
Purchase of Material	0.00	0.00	2,69,09,226	2,43,856
Sale of Material	0.00	0.00	2,68,96,719	2,43,856

	31.03.2015	31.03.2014
1.18 Value of Imports on CIF basis	Nil	Nil
1.19 Expenditure in Foreign Exchange	Nil	Nil
1.20 Amount remitted in foreign Exchange	Nil	Nil
1.21 Earnings in Foreign exchange	Nil	Nil
1.22 Advance received in Foreign Exchange	Nil	Nil

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/-

Kailash Chandra Jain
Director

DIN 03622753

Place: Navi Mumbai
Date : 27 May, 2015

NOTE : 2
NOTES TO ACCOUNTS FORMING PART OF BALANCE SHEET FOR THE YEAR ENDED ON 31.03.2015
[Amount in Rupees]

	Particulars	As at 31.03.2015	As at 31.03.2014
2.01	SHARE CAPITAL		
	A. AUTHORISED:		
	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. ISSUED , SUBSCRIBED AND PAID UP CAPITAL:		
	1,40,000 Equity Shares of Rs.10/- each fully paid up (Previous Year 14,00,000 Equity Shares of Rs.10/- each fully paid up (Refer Note No-1.10)	1,400,000	14,000,000
		1,400,000	14,000,000
	C. RECONCILIATION		
	Number of Shares at the Beginning of the year (No. of Shares)	1,400,000	1,400,000
	Share issued during the year (No. of Shares)	-	-
	Less: Reduction of Capital during the year (No. of Shares)	1,260,000	-
	Number of Shares at the End of the year (No. of Shares)	140,000	1,400,000
		140,000	1,400,000
	D.DETAIL OF SHAREHOLDER HOLDING MORE THAT 5%		
	KUNTAL P SHAH [No. of Shares]	14,500	145,000
	[% of Holdings]	10.36%	10.36%
	NIMBUS PROJECTS LIMITED [No. of Shares]	7,910	79,100
	[% of Holdings]	5.65%	5.65%
	PADMA PRADEEP BABEL [No. of Shares]	11,050	110,500
	[% of Holdings]	7.89%	7.89%
	E.SHARE ALLOTMENT DETAILS FOR LAST 5 YEARS		
	Equity Shares:		
	Fully Paid up Pursuant to contract[s] without payment being received in Cash	-	-
	Fully Paid up by way of bouns shares	-	-
	Shares brought Back	-	-
		-	-
	RESERVES & SURPLUS		
	A. SECURITIES PREMIUM		
	Opening Balance	-	-
	Receipts during the year on allotment	-	-
		-	-
	[a]	-	-
	B. SURPLUS		
	Opening Balance	(14,602,657)	(14,770,158)
	Net Profit after tax for the Current Year	(348,134)	167,501
	Transfer from Reserves	-	-
	Share Capital Reduction Account	12,600,000	-
	Interim Dividend	-	-
	Transfer to Reserves	-	-
		-	-
	[b]	(2,350,791)	(14,602,657)
	C. Capital Reserves		
	D. Capital Redemption Reserve	-	-
	E. Debebtire Redemption Reserve	-	-
	F. Revaluation Reserve	-	-
	G. Share Option Outstanding Account	-	-
	H. Other Reserve	-	-
	I. Prior Period Adjustment	28,612	-
		28,612	-
	[c]	28,612	-
	TOTAL [a+b+c]	(2,322,179)	(14,602,657)

[Amount in Rupees]

	Particulars	As at 31.03.2015	As at 31.03.2014
2.03	LONG TERM BORROWINGS		
	A. SECURED LOANS		
	1. TERM LOANS:		
	Banks and Finance Institutions	-	-
	Total -1 [a]	-	-
	2. UNSECURED LOANS:		
	Bodies Corporates	952,308	952,308
	Total -2 [b]	952,308	952,308
	TOTAL[a+b]	952,308	952,308
2.04	TRADE PAYABLES		
	Dues to Micro & Small Enterprises	-	-
	Dues for Goods, Services and Expenses	-	-
		-	-
2.05	OTHER CURRENT LIABILITIES		
	Liability for Expenses	26,854	40,643
	Other Liabilities	-	-
	TOTAL	26,854	40,643
2.06	SHORT TERM PROVISIONS		
	Provision for Taxation	-	74,778
	TOTAL	-	74,778
2.08	INVENTORIES		
	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}	-	-
	TOTAL	-	-
2.09	TRADE RECEIVABLES		
	Secured, considered good	-	-
	Unsecured, considered good (Less than six month)	-	-
	Unsecured, considered Doubtful	-	-
	TOTAL	-	-
2.10	CASH AND CASH EQUIVALENTS		
	Balance with Banks	44,150	282,655
	Cash on Hand	12,833	107,541
	TOTAL	56,983	390,196
	The details of balances as on Balance sheet date are as follow: In Current Accounts	44,150	282,655
	TOTAL	44,150	282,655
2.11	OTHER CURRENT ASSETS		
	Other Current Assets	-	74,876
	TOTAL	-	74,876
2.12	SALE OF GOODS		
	Textile - Fabrics	-	26,896,719
	TOTAL	-	26,896,719
2.13	OTHER INCOME		
	Others Income	2,591	1,161,166
	TOTAL	2,591	1,161,166
2.14	PURCHASES OF GOODS		
	Textile - Fabrics	-	26,909,226
	TOTAL	-	26,909,226
2.15	CHANGE IN INVENTORIES OF FINISHED GOODS		
	Opening Stock of Finished Goods	-	-
	Less: Closing Stock of Finished Goods	-	-
	TOTAL	-	-
2.16	EMPLOYEE BENEFITS EXPENSES		
	a. Salaries and Benefits	-	117,675
	b. Staff Welfare Expenses	-	-
	TOTAL	-	117,675

Note 2.07

TANGIBLE ASSETS

(Amount in Rupees)

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Balance as on 01-04-14	Addition during the year	Deduction during the year	As at 31-03-15	01-04-2014	for the year	Deduction during the year	31-03-15	As at 31-03-15	As at 31-03-14
TANGIBLE ASSETS:	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	-	-	-	-	-	-	-	-	-	-
TOTAL	-	-	-	-	-	-	-	-	-	-
Previous Year	-	-	-	-	-	-	-	-	-	-

[Amount in Rupees]

	Particulars	As at 31.03.2015	As at 31.03.2014
2.17	DEPRECIATION & AMORTISATION EXPENSES		
	Depreciation	-	-
	Amortisation Expenses:		
	Development of New Products - Written off	-	-
	Preliminary & Pre-operative Expenses Written off	-	-
	TOTAL	-	-
2.18	OTHER EXPENSES		
	1. Advertisement Expenses:	22,874	30,149
	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	224	3,930
	Rent Expenses	-	45,000
	Conveyance Expenses	-	46,824
	Legal and Professional Fess	100,000	116,430
	General Expenses	12,100	174,829
	Telephones and Website Expenses	-	20,000
	Printing and Stationery	-	43,580
	Travelling Expenses	-	78,245
	ROC Filing fees	10,000	6,000
	Listing Fees and other payment to Stock Exchange	188,673	206,864
	TOTAL	350,725	788,705
2.19	EARNING PER SHARE		
	Profit attributable to Equity Shareholders (Rs.)	(348,134)	167,501
	No. of Equity Share outstanding during the year	140,000	1,400,000
	Face Value of each Equity Share (Rs.)	10	10
	Basic & Diluted earning per Share (Rs.)	(2.49)	0.12

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/-

Kailash Chandra Jain
Director

DIN 03622753

Place: Navi Mumbai

Date : 27 May, 2015

PLANTER'S POLYSACKS LIMITED

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

ATTENDANCE SLIP ANNUAL GENERAL MEETING - WEDNESDAY 30TH SEPTEMBER, 2015

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) _____ (Figures)

I hereby record my presence at the Annual General Meeting of the Company on Wednesday, 30th September 2015 At Office No. 1401, Real Tech Park, Plot No. 39/2, Sector No. 30A, Vashi, Navi Mumbai – 400703, Maharashtra at 9:30 AM 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}

PROXY FORM

I / We of being a Member / Members of the **above named** Company, hereby appointor failing him..... as my / our Proxy to attend and vote for me / us and on my / our behalf at the Annual General Meeting of the Company, to be held on Wednesday, the 30th day of Sept., 2015 at Office No. 1401, Real Tech Park, Plot No. 39/2, Sector No. 30A, Vashi, Navi Mumbai – 400 703. Maharashtra, India at 9.30 a.m. and at any adjournment thereof.

Signed this day of 2015.

Folio No: _____ No. of Shares: _____

DP ID: _____ Signature _____

Affix
Re.1.00
Revenue
Stamp

N.B.: This proxy must be deposited at the Registered Office of the Company at : Office No. 1401, Real Tech Park, Plot No. 39/2, Sector No. 30A, Vashi, Navi Mumbai – 400 703. Maharashtra, India at 48 hours before the meeting.

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

Reg.Off.: Office No. 1401, Real Tech Park, Plot No. 39/2, Sector No. 30A, Vashi, Navi Mumbai – 400703.

Tel: 022 – 27812035 • 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

2. Name: _____ Email Id: _____
 Address : _____
 Signature: _____

or failing him / her

3. Name: _____ Email Id: _____
 Address : _____
 Signature: _____

or failing him / her

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 Wednesday, 30th September 2015 at 9:30 a.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
ORDINARY BUSINESS	
1	Adoption of Financial Statements and reports thereon for the year ended March 31, 2015
2	Reappointment of Mr. Kanhaiyalal Basotia as Director retire by rotation of the Company
3	Ratification of Appointment of M/s. Bansilal Shah & Co. as Auditors of the Company
SPECIAL BUSINESS	
4	Appointment of Mr. Ruchi Mandora as an Independent Director
5	Appointment of Mr. Kamal Jain as Director
6	Appointment of Mr. Kanhaiyalal Basotia as Whole Time Director

Affix
Revenue
Stamp

Signed this _____ day of _____ 2015

.....
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

TO

REGISTERED OFFICE

Office No. 1401, Real Tech Park,
Plot No. 39/2, Sector No. 30A,
Vashi, Navi Mumbai – 400 703.
CIN : L19129MH1985PLC243116