



Ecoplast Ltd.

Tel.: 02632 - 226157/226560/254153

Fax : 91-02632-226073

Email: ecoval@ecoplastindia.com

Website: www.ecoplastindia.com

Regd. Office : National Highway No.8, Water Works Cross Road, Abrama-Valsad 396002, Gujarat.
CIN-L25200GJ1981PLC004375

Date: September 14, 2016



ISO 9001, 14001
& 22000
Certified Co.

To,
Market Operation-DCS-CRD
BSE LIMITED
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

Scrip Code: 526703

Sub: Annual Report for the financial year 2015 -16

Dear Sirs,

This is with reference to the 34th Annual General Meeting of the Company held today i.e. on **Tuesday, September 13, 2016 at 11:00a.m.** at The Club Resort, At & P.O. Vashier, Valsad - 396001, Gujarat.

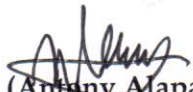
In this Connection, please find enclosed the Annual Report for the financial year 2015 -16 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations duly approved and adopted by the members as per the provisions of the Companies Act, 2013

You are requested to take a note of the same and bring it to the notice of all concerned.

Thanking you,

Yours faithfully

FOR ECOPLAST LIMITED


(Antony Mapat)
Company Secretary

Encl: as above



Ecoplast Ltd

Thirty Fourth Annual Report and Statement of Accounts for the year ended 31st March 2016

34



Ecoplast Limited

Annual Report 2015 -2016

| | |
|---|--|
| Board of Directors | Pheroze P. Kharas - Chairman Jaymin B. Desai - Managing Director Bankim B. Desai - Director (Resigned wef 7th March 2016) Jehangir A. Moos - Director Dhananjay T. Desai - Director Mukul B. Desai - Director Bhupendra M. Desai - Director Charulata N. Patel - Director |
| Company Secretary & Compliance Officer | Antony Alapat |
| Chief Financial Officer | M . D. Desai |
| Bankers | Bank of Baroda Main Branch, Nani Khatriwad, Valsad - 396 001, Gujarat. |
| Auditors | M/s Akkad Mehta & Company Chartered Accountants Vatika 14 Baptista Road. Opp. Ishwarlal Park, Vile Parle (W), Mumbai - 400 056. |
| Share Registrars & | TSR DARASHAW PRIVATE LTD. 6-10, Haji Moosa Patrawala Industrial estate, 20, Dr. E. Moses Road, Mahalaxmi, Mumbai - 400 011. |
| Registered Office | National Highway No.8, Water Works Cross Road, Abrama, Valsad - 396 002. Gujarat. email : investor@ecoplastindia.com |
| Sales Office | 4, Magan Mahal, 215, Sir M. V. Road, Andheri (East), Mumbai : 400 069. |
| Website | www.ecoplastindia.com |
| CIN | L25200GJ1981PLC004375 |

C O N T E N T S

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NOTICE

Notice is hereby given that the Thirty Fourth Annual General Meeting of Ecoplast Limited will be held at the The Club Resort, At & P.O. Vashier, Valsad - 396 001 on Tuesday, 13th September 2016 at 11.00 a.m. to transact the following business :

ORDINARY BUSINESS :

1. To receive, consider and adopt :
 - a. the Audited Financial Statements of the Company for the financial year ended 31st March, 2016, together with the Reports of the Board of Directors and the Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2016, together with the Report of the Auditors thereon.
2. To appoint a Director in place of Ms. Charulata Patel (holding DIN 00233935) who retires by rotation and, being eligible, offers herself for re-appointment.
3. To ratify the appointment of Statutory Auditors up to the conclusion of the Next Annual General Meeting and fix their remuneration and to consider and if thought fit to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under , as amended from time to time , the Company hereby ratifies the appointment of M/s. Akkad Mehta & Co., (Firm Registration No 100259W), Chartered Accountants, as the Statutory

Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

By Order of the Board
For Ecoplast Limited

Antony Alapat
Company Secretary

Registered Office:
National Highway No. 8,
Water Works Cross Road,
Abrama, Valsad – 396002, Gujarat
CIN: L25200GJ1981PLC004375
Tel: (02632) 226157
E-mail : Antony@ecoplastindia.com,
Website : www.ecoplastindia.com
Mumbai, 25th May, 2016

Notes:

- a) The particulars with regards to appointment/re-appointment of Directors pursuant to Standard 1.2.5 of the Secretarial Standard -2 issued by Institute of Company Secretaries of India(ICSI) is annexed hereto.
- b) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF. PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND IN HOLDING NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY. IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LATER THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS SENT HERewith. PROXIES SUBMITTED ON BEHALF OF THE COMPANIES, SOCIETIES ETC., MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION/AUTHORITY, AS APPLICABLE.
- c) The Register of Members and the Share Transfer books of the Company will remain closed from Tuesday, 6th September, 2016 to Tuesday, 13th September, 2016 (both days inclusive).
- d) Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the Meeting.
- e) All correspondence relating to transfer of shares, change of address, dividend mandates etc. should be sent to the Registrar & Share Transfer agents quoting their folio numbers only at the following address:

M/s TSR Darashaw Ltd., 6-10, Haji Moosa Patrawala Industrial Estate, 20, Dr. E.Moses Road, Mahalaxmi, Mumbai – 400 011.
- f) In terms of Sections 205A (5) and 205C of the Companies Act, 1956, dividends remaining unpaid or unclaimed for a period of seven years from the date of transfer to the unpaid dividend account of the Company shall be transferred by the Company to the Investor Education and Protection Fund established by the Central Government pursuant to sub-section (1) of Section 205C of the Companies Act, 1956. Members are requested to seek early settlement of claim for payment of unpaid dividend from the Company. Members may please note that no claim of the transferred unclaimed / unpaid dividend shall lie against the above said fund or the Company after transfer of the amounts to the said fund.
- g) The Securities Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in security market. Shareholders holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts. Shareholders holding share in physical form can submit their PAN details to the Company.
- h) The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode

to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

- i) To support the 'Green Initiative' the Members who have not registered their e-mail addresses are requested to register the same with TSRDL/ Depositories.
- j) Members may also note that the Notice of the 34th Annual General meeting and the Annual report for the year 2015-2016 will be also available on the Company's Website: www.ecoplastindia.com for download.
- k) All documents referred to in the notice requiring the approval of the Members at the Meeting and other statutory registers shall be available for inspection by the Members at the registered office of the Company during office hours on all working days between 11.00 a.m. and 1.00 p.m. on all days except Saturdays, Sundays and public holidays, from the date hereof up to the date of the annual general meeting.
- l) A route map giving directions to reach the venue of the 34th Annual General Meeting is given at the end of the Notice.
- m) Voting through electronic means:

In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). the Company is pleased to

provide members facility to exercise their right to vote at the 34th Annual General Meeting (AGM) by electronic means and the business may be transacted through remote e-voting Services.

The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL). As the voting would be through electronic means, the Members who do not have access to remote e-voting, may send their assent or dissent in writing on the Ballot Form enclosed with the Annual Report. You are required to complete and sign the Ballot Form and send it so as to reach the Scrutinizer appointed by the Board of Directors of the Company, at the Registered Office of the Company not later than Monday, September 12, 2016 (5.00 p.m. IST). Ballot Form received after this date will be treated as invalid.

A Member can opt for only one mode of voting, i.e., either through remote e-voting or by Ballot. If a Member casts votes by both modes, then voting done through remote e-voting shall prevail and Ballot shall be treated as invalid.

- I. The facility for voting through Ballot shall also be made available at the AGM and Members attending the meeting who have not cast their vote by remote e-voting/physical ballot shall be able to exercise their right to vote at the meeting.
- II. The process and manner for remote e-voting are as under:
 - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:
 - (i) Open email and open PDF file viz; "Ecoplast e-Voting.pdf" with your Client ID or Folio No. as

password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.

- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID and password as initial password/ PIN noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of e-voting opens. Click on e-Voting: Active Voting Cycles.
- (vii) Select "EVEN" of Ecoplast Limited.
- (viii) Now you are ready for e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to

eco.scrutinizer@gmail.com with a copy marked to evoting@nsdl.co.in

- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company / Depository Participants (s) or requesting physical copy]:
 - (i) Initial password will be provided separately: EVEN (e-Voting Event Number) USER ID PASSWORD/PIN
 - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- III. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com
- IV. If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.
- V. You can also update your mobile number and email id in the user profile details of the folio which may be used for sending future communication(s).
- VI. The remote e-voting period commences on Saturday, 10th September, 2016 (9:00 am) and ends on Monday, 12th September, 2016 (5:00pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 6th September, 2016, may cast their votes electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

VII. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 6th September, 2016.

VIII. If a Member casts votes by remote e-voting/Physical Ballot and at the AGM through Ballot, then vote cast through remote e-voting/Physical Ballot shall prevail and vote cast through Ballot at the AGM shall be treated as invalid. The members who have cast their vote by remote e-voting or by ballot form prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

IX. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" option available on www.evoting.nsdl.com.

X. Mr. P.N. Parikh (Membership No FCS: 327 CP: 1228) and failing him Mr. Mitesh Dhabliwala, of M/s Parikh & Associates., Practicing Company Secretaries, (Membership No FCS : 8331, CP : 9511) (Address : 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl Estate, Off Link Road, Andheri (West), Mumbai - 400053.) has been appointed as the Scrutinizer to scrutinize the remote e-voting process (including the physical ballots received from members who don't have access to the remote e-voting process) and votes cast through Ballot at the AGM in a fair and transparent manner.

XI. The Scrutinizer shall after the conclusion of voting at the Annual General meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting/physical ballots in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the Annual General Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

XII. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.ecoplastindia.com and on the website of NSDL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to BSE Limited. . The results shall also be placed on the notice board at the Registered Office of the Company.

By Order of the Board
For Ecoplast Limited

Antony Alapat
Company Secretary

Registered Office:
National Highway No. 8,
Water Works Cross Road,
Abrama, Valsad – 396002, Gujarat
CIN: L25200GJ1981PLC004375
Tel: (02632) 226157
E-mail : Antony@ecoplastindia.com,
Website : www.ecoplastindia.com
Mumbai, 25th May, 2016

ANNEXURE TO NOTICE

PARTICULARS WITH REGARDS TO APPOINTMENT/RE-APPOINTMENT OF DIRECTORS PURSUANT TO STANDARD 1.2.5 OF THE SECRETARIAL STANDARD -2 ISSUED BY INSTITUTE OF COMPANY SECRETARIES OF INDIA(ICSI).

Smt Charulata Patel (DIN: 00233935) director of the Company would retire by rotation at the ensuing Annual General Meeting in terms of Section 152(3) of the Act and is eligible for reappointment.

Smt Charulata Patel (DIN: 00233935), aged 52 years and has completed her Medical Graduation (MBBS) from Lokmanya Tilak Medical College, Mumbai in 1986.

In 1996 she co-founded a multispecialty eye hospital (Aashirwad Eye Hospital & Laser Centre). At Aashirwad Eye Hospital she heads Hospital Administration, Human Resource Development and Public Relations. She has vast experience in managing finance, operations and investments.

She is also a Director of Kunal Plastics Pvt. Ltd. (KPPL) since 1987. Her involvement in the plastic industry since her early years along with her Directorship at KPPL has increased her knowledge in Plastic Industry which includes especially Finance and Marketing.

During the year Smt. Charulata Patel (DIN: 00233935) attended 3 meetings of the Board of Directors of the Company.

Smt. Charulata Patel (DIN: 00233935) is also a Director in following Companies.

- I. Kunal Plastics Private Limited
- ii. Giridev Investment Private Limited

She holds 3,81,883 equity shares in the Company.

Smt Charulata Patel (DIN: 00233935) is interested in the said resolution as it relates to her own appointment. She is not related to any other director of the Company.

None of the Directors or Key Managerial Personnel (KMP) or relatives of directors and KMP is concerned or interested in the Resolution at Item No. 3 of the Notice.

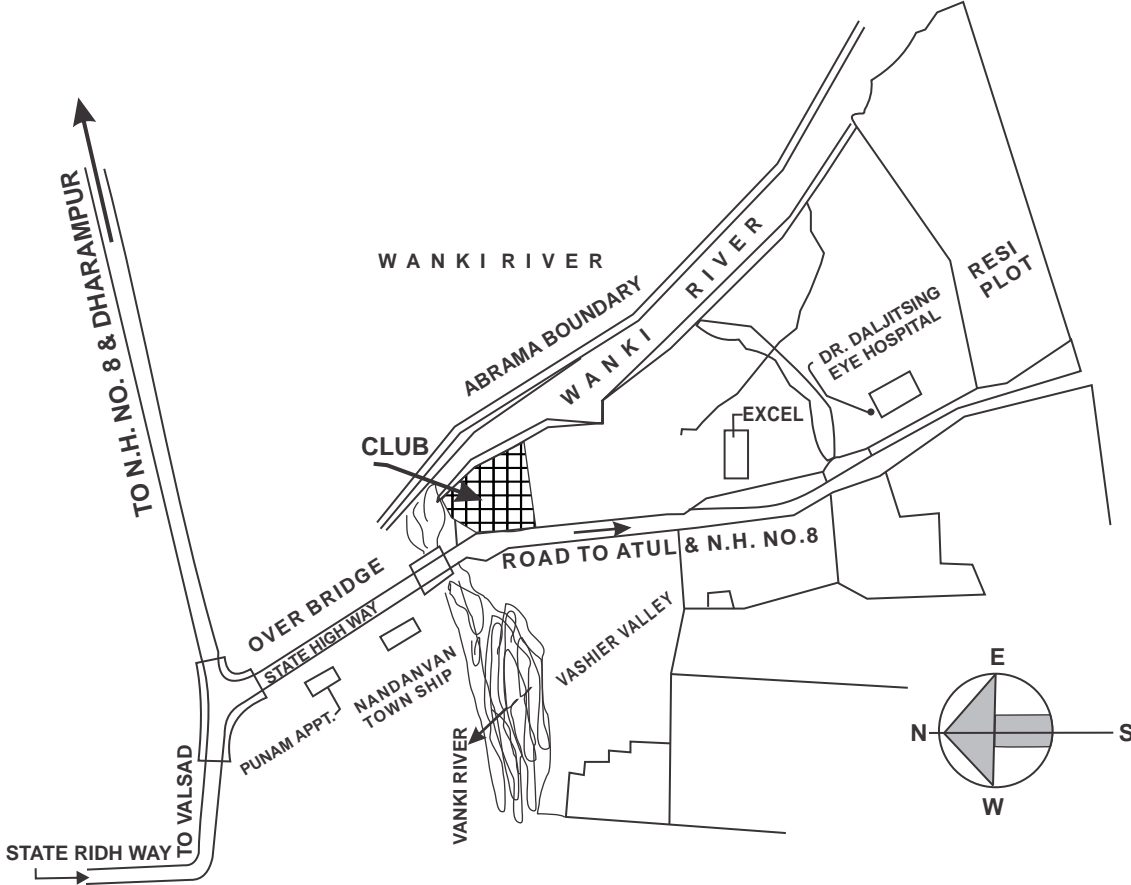
By Order of the Board
For Ecoplast Limited

Antony Alapat
Company Secretary

Registered Office:
National Highway No. 8, Water Works Cross Road,
Abrama, Valsad – 396002, Gujarat
CIN: L25200GJ1981PLC004375
Tel: (02632) 226157
E-mail : Antony@ecoplastindia.com,
Website : www.ecoplastindia.com
Mumbai, 25th May, 2016

Route Map of the Venue of AGM

The Club Resort is located on the bank of River Wanki, Opposite Tadkeshwar Mahadev Temple.



FINANCIAL HIGHLIGHTS
(Rs.'000)

| | 31-03-2016 | 31-03-2015 | 31-03-2014 | 31-03-2013 | 31-03-2012 |
|---|---------------------|------------|------------|------------|------------|
| OPERATION | | | | | |
| Sales (Net) | 930,827 | 941,018 | 819,840 | 758,358 | 597,170 |
| Other Income | 3,359 | 3,560 | 2,254 | 6,134 | 1,743 |
| Operating Profit [Before Depreciation] | 53,530 | 41,116 | 41,576 | 42,409 | 39,304 |
| Profit before tax | 36,746 | 22,832 | 26,975 | 28,111 | 25,744 |
| Profit after Tax (including prior period items) | 23,274 | 15,090 | 18,557 | 19,298 | 17,937 |
| Dividend and Corporate Tax thereon | 5,416 | 4,320 | 4,184 | 4,184 | 4,184 |
| Retained earnings | 17,858 | 10,770 | 14,373 | 15,114 | 13,753 |
| Earnings per Share (Rs..) [On Face Value of Rs.10/-] | 7.76 | 5.03 | 6.19 | 6.43 | 5.98 |
| ASSETS | | | | | |
| Gross Block | 292,319 | 277,648 | 286,475 | 280,287 | 265,764 |
| Net Block | 105,418 | 107,531 | 114,833 | 118,458 | 122,007 |
| Net Current Assets | 92,736 | 87,735 | 61,019 | 59,301 | 41,304 |
| Non Current Investments | 8,176 | 8,176 | 8,176 | 6,129 | 13,325 |
| Long Term Loans & Advances | 47,793 | 43,238 | 46,397 | 31,801 | 26,532 |
| Total Assets | 254,123 | 246,680 | 230,425 | 215,688 | 203,169 |
| NET WORTH | | | | | |
| Equity Capital | 30,000 | 30,000 | 30,000 | 30,000 | 30,000 |
| Reserves and Surplus | 190,019 | 172,161 | 163,365 | 148,993 | 133,879 |
| Net worth | 220,019 | 202,161 | 193,365 | 178,993 | 163,879 |
| Book value per share (Rs..) [On Face Value of Rs.10/-] | 73.34 | 67.39 | 64.46 | 59.66 | 54.63 |
| BORROWINGS | | | | | |
| Long Term | 22,608 | 32,262 | 21,961 | 22,963 | 19,241 |
| Short Term | 72,555 | 84,517 | 123,422 | 88,424 | 93,763 |
| | 95,162 | 116,780 | 145,383 | 111,387 | 113,004 |
| RATIOS | | | | | |
| Profit before tax to Sales and other Income | % 3.93 | 2.42 | 3.28 | 3.68 | 4.30 |
| Profit before tax to Net Worth | % 16.70 | 11.29 | 13.95 | 15.71 | 15.71 |
| Dividend to Equity Capital | % 15 | 12 | 12 | 12 | 12 |
| Dividend to Net Worth [Yield] | % 2 | 2 | 2 | 2 | 3 |
| Return on Capital Employed | % 26 | 21 | 25 | 26 | 25 |
| Dividend cover | Times 4.30 | 3.49 | 4.44 | 4.61 | 4.29 |
| Current Ratio | Ratio 1.54:1 | 1.45:1 | 1.25:1 | 1.30:1 | 1.27:1 |
| Long Term Debt: Equity | Ratio 0.10:1 | 0.16:1 | 0.11:1 | 0.13:1 | 0.12:1 |

BOARD'S REPORT

To
The Members,
The Directors are pleased to present their Thirty-Fourth Annual Report and Audited Accounts for the year ended 31st March, 2016.

1. FINANCIAL RESULTS (in Rs.)

| | 31-03-2016 | 31-03-2015 |
|---|---------------------|---------------------|
| Net Sales | 93,08,27,218 | 94,10,18,308 |
| Other Income | 33,59,305 | 35,60,126 |
| Sales and Other Income | 93,41,86,523 | 94,45,78,434 |
| Operating Profit (before Depreciation, Exceptional items and Tax) | 5,35,30,359 | 4,11,15,520 |
| Less : Depreciation | 1,67,84,490 | 1,82,83,607 |
| Less : Exceptional items | - | - |
| Profit before tax | 3,67,45,869 | 2,28,31,912 |
| Less : Provision for Tax | | |
| Current Tax | 1,47,30,000 | 9,85,0000 |
| Deferred tax Credit | (13,00,896) | (27,13,468) |
| Profit after Tax | 2,33,16,765 | 1,56,95,379 |
| Short Provision of Tax for Prior Years | 42,633 | 6,05,716 |
| Net Profit after prior period items | 2,32,74,132 | 1,50,89,663 |
| Add : Balance brought forward | 9,38,79,666 | 8,75,84,081 |
| Profit available for Appropriation | 11,71,53,798 | 10,26,73,744 |
| APPROPRIATION : | | |
| Carrying value of assets where useful life is nil as on 01.04.2014 (after considering residual value) | - | 19,74,294 |
| Transfer to General Reserve | 25,00,000 | 25,00,000 |
| Interim Dividend on Equity Shares | 45,00,000 | - |
| Dividend on Equity Shares | - | 36,00,000 |
| Corporate Dividend Tax | 9,16,094 | 7,19,784 |
| Balance carried forward | 10,92,37,705 | 9,38,79,667 |
| | <u>11,71,53,798</u> | <u>10,26,73,744</u> |

Notes:**2. Operations/State of Company's Affairs**

During the year under review, sales volume has increased by 9 % while sales value has decreased by 1% to Rs. 93,08,27,218 /- from Rs. 94,10,18,308/- in the previous year.

Major volume increase during the year under review is from high value added products.

The profit before tax has increased by 61% to Rs. 3,67,45,869/- from Rs. 2,28,31,913/- in the previous year.

Company has planned to increase the capacity of high value added products from present 1000 MT per annum to 2400 MT per annum at an estimated capital cost of Rs. 3 Crores. The Company expects to make new facilities operational by September 2016, barring unforeseen circumstances.

No Material Changes have occurred from the end of the Financial Year till the date of this report affecting the Financial Position of the Company.

There is no Change in the nature of business during the year under review:-

No significant and material orders have been passed by the regulators or Courts or Tribunals impacting the going concern status and the company's operations in future during the year under review.

3. DIVIDEND

The Board at its meeting held on 11th March 2016, have declared an interim dividend of Rs. 1.5 per equity share (15%) on the face value of Rs. 10/- each. Further the Board has not recommended any final dividend for building resources required for growth & capital investment, and the interim dividend of Rs. 1.5/- (15%) per share, declared on March 11, 2016 be treated as final dividend for the financial year 2015-16.

4. TRANSFER TO RESERVES

The Company proposes to transfer Rs. 25 lacs to the General Reserve out of the amount available for appropriation and an amount of Rs.153.58 lacs is proposed to be retained in the statement of Profit and Loss.

5. BOARD MEETINGS:

The Board of Directors met six times during the Financial Year 2015-16.

6. DIRECTORS AND KEY MANAGERIAL PERSONNEL :

Mrs. Charulata Patel (DIN: 00233935), Director of the Company, would retire by rotation, at the ensuing Annual General Meeting and being eligible offers herself for re-appointment.

Pursuant to the provisions of Section 149 of the Act, Mr. Dhananjay Desai (DIN:00049574) was appointed as an Independent Director of the Company at the Annual General Meeting of the Company held on 12th September, 2015.

Mr. Bankim B. Desai (DIN: 02399290), non-executive director resigned from the Board with effect from 7th March 2016. The Board places on record its sincere appreciation for the assistance and guidance provided by Mr. Bankim B. Desai during his tenure as Director of the Company.

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company are Mr. Jaymin B. Desai, Managing Director, Mr. Mahadev D. Desai, Chief Financial Officer and Mr. Antony P. Alapat, Company Secretary. There has been no change in Key Managerial Personnel during the year.

7. DECLARATION FROM INDEPENDENT DIRECTORS

The Company has received necessary declarations from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013 that the Independent Directors of the Company meet the criteria of their Independence laid down in Section 149(6) of the Act and there has been no change in the circumstances which may affect their status as independent director during the year. In the opinion of the Board, the independent directors possess appropriate balance of skills, experience and knowledge, as required.

8. AUDIT COMMITTEE

The Audit Committee of the company consists of following members.

- I. Mr. Mukul Desai-Chairman
- II. Mr. Pheroze Kharas
- III. Mr. Jehangir Moos
- IV. Mr. Bhupendra Desai

9. NOMINATION AND REMUNERATION POLICY

The Policy adopted by the Company's

Nomination and Remuneration Committee on Selection of Directors & Senior Management Personnel and on Remuneration is annexed as Annexure-I to this Report.

10. VIGIL MECHANISM

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. To maintain these standards, the Company encourages its employees who have concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. A Vigil (Whistle Blower) mechanism formulated by the Company provides a channel to the employees and Directors to report to the management concerns about unethical behaviour, actual or suspected fraud or violation of the Codes of conduct or policy. The mechanism provides for adequate safeguards against victimization of employees and Directors to avail of the mechanism and also provide for direct access to the Managing Director/ Chairman of the Audit Committee in exceptional cases.

11. DIRECTOR'S RESPONSIBILITY STATEMENT: In pursuance of section 134 (5) of the Companies Act, 2013, the Directors hereby confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors have prepared the annual accounts on a going concern basis; and
- (e) the directors, have laid down internal financial controls to be followed by the company in

consultation with the experts and that such internal financial controls are adequate and were operating effectively.

- (f) the directors have devised proper systems in consultation with the experts to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

12. DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has a proper and adequate system of internal financial controls commensurate with its nature and size of business and meets the following objectives:

- Providing assurance regarding the effectiveness and efficiency of operations;
- Efficient use and safeguarding of resources;
- Compliance with policies, procedures and applicable laws and regulations; and
- Transactions being accurately recorded and reported timely.
- The Company has a budgetary control system to monitor expenditures and operations against budgets on an ongoing basis.
- The Internal Auditor also regularly reviews the adequacy of internal financial control system.

13. SUBSIDIARY COMPANY

A Statement Containing the Salient features of the Financial Statements of the subsidiary Company is annexed as Annexure- II as a part of this Report.

During the year under review, No Company has become or ceased to be Company's subsidiary, joint venture or associate company.

Further, pursuant to the provisions of Section 136 of the Act, the financial statements of the Company along with relevant documents and separate audited accounts in respect of the subsidiary are available on the website of the Company.

14. EXTRACT OF ANNUAL RETURN:

As provided under sub Section (3) of Section 92 of the Act, the extract of annual return in Form MGT-9 is enclosed, which forms part of the directors' report as Annexure III

15. AUDITORS:

At the 32nd Annual General Meeting of the Company held on 20th September, 2014, M/s. Akkad Mehta and Co., (Firm Registration No

100259W), Chartered Accountants, was appointed as the Auditors of the Company from the conclusion of 32nd AGM till the conclusion of the 35th AGM of the Company to be held in the year 2017 (subject to ratification of their appointment at every AGM). The Board recommends ratification of their appointment till conclusion of the 35th AGM of the Company to be held in the year 2017 for the Member's Approval.

16. SECRETARIAL AUDIT:

Pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, M/s. Parikh Parekh & Associates, Practising Company Secretaries were appointed as the Secretarial Auditors for auditing the secretarial records of the Company for the financial year 2015-2016.

Secretarial audit report as provided by M/s Parikh & Associates, Practising Company Secretaries is annexed to this Report as Annexure-IV.

17. AUDITORS' REPORT AND SECRETARIAL AUDITORS' REPORT:

The Auditors' Report and Secretarial Auditors' Report do not contain any qualifications, reservations or adverse remarks.

18. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

Information in accordance with Clause (m) of Sub-section (3) of Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 is annexed to this Report as Annexure -V.

19. DEPOSITS:

The Company has not accepted any deposits during the year under report.

20. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

As on 31st March 2016 the Company has provided the following Loans, Guarantees and Investments under section 186 of the Companies Act, 2013.

- i. Loans :Rs.3,72,18,771/- to Synergy Films Private Limited Wholly Owned Subsidiary
- ii. Guarantees: Rs.4,08,63,282 /- to Bank & Financial Institution for the Loans advanced to Synergy Films Private Limited Wholly Owned

Subsidiary.

- iii. Investments; Rs.81,76,257/- for 11,95,360 Equity Shares of Rs.10 each fully paid up in Synergy Films Private Limited Wholly Owned Subsidiary

21. RISK MANAGEMENT POLICY :

The Company has adopted a Risk Management Policy which is implemented throughout the Organisation; Special Emphasis on Risk Management is given during the Annual Budgeting Process and Periodical Monthly Meetings.

22. CORPORATE SOCIAL RESPONSIBILITY POLICY :

The Provisions of Corporate Social Responsibility under section 135 of the Companies Act, 2013 are not applicable to the company. However as a part of CSR initiative, The Company has adopted 15 Mentally Challenged Children who are under rehabilitation in Jaina anupam N. Parmar Charitable Trust, Valsad.

23. RELATED PARTY TRANSACTIONS

Particulars of Contracts or Arrangements with Related parties referred to in Section 188(1) in Form AOC- 2 is annexed as Annexure – VI to this Report.

24. FORMAL ANNUAL EVALUATION:

The Company has a Policy for evaluation of Performance of Directors and the Board. Based on the Principle Laid out in the said Policy, Nomination & Remuneration Committee has evaluated the Performance of Every Director. Over and above, Independent Directors in their Separate Meeting held have evaluated Performance of Non-Independent Directors, The Chairman and the Board as a whole. The Board has also evaluated the Performance of Independent Directors & its Committees based on terms of reference.

25. PARTICULARS OF EMPLOYEES

Pursuant to Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the particulars of employees are annexed as Annexure – VII to this Report.

26. DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and Redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed there under. During the financial year 2015-16, the Company has not received any complaints on sexual harassment.

27. LISTING WITH STOCK EXCHANGE:

The Company confirms that it has paid the Annual Listing Fees for the year 2016-2017 to BSE where the Company's Shares are listed.

28. CORPORATE GOVERNANCE:

In terms of the Regulation 15(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Company is not required to comply with corporate governance provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Details of Directors Remuneration as required under Schedule V Part II, Section II (A) (IV) of Companies Act 2013 is annexed as Annexure – VIII to this Report.

29. MANAGEMENT DISCUSSION ANALYSIS

In terms of the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management's discussion and analysis is set out in this Annual Report.

29. ACKNOWLEDGMENT

The Directors wish to convey their appreciation to Customers, Suppliers, Bankers, other Stakeholders and specially the employees for their co-operation. The Directors also appreciate the confidence reposed in the Management of the Company by its shareholders.

For and on behalf of the Board of Directors

Pheroze Kharas
CHAIRMAN
DIN:00026026

Mumbai, 25th May, 2016

ANNEXURE -I
CRITERIA FOR SELECTION OF CANDIDATES
FOR SENIOR MANAGEMENT AND
MEMBERS ON THE BOARD OF DIRECTORS

Introduction:

In accordance with the provisions of Section 178 of the Companies Act, 2013, the Board of Directors of the Company at its meeting held on 28th May, 2015 re-constituted the existing Remuneration Committee by changing its nomenclature as Nomination and Remuneration Committee of the Board of Directors (Committee) and also stipulated additional terms of reference in line with the Companies Act, 2013.

The Board has delegated the responsibility to the Committee to formulate the criteria for identification, selection of the candidates fit for the various positions in senior management and who are qualified to be appointed as director on the Board of Directors of the Company.

The Committee has adopted the following criteria for selection of candidates eligible to be appointed in the senior management of the Company and also member on the Board of Directors of the Company.

Criteria for Selection of Directors:

The Committee shall, before making any recommendation to the Board for appointment of any director, consider the following;

- The candidate should possess the positive attributes such as Leadership, Management, Industrialist, Business Advisor or such other attributes which in the opinion of the Committee the candidate possess and are in the interest of the Company;
- The candidate should be free from any disqualifications as provided under Sections 164 and 167 of the Companies Act, 2013;
- The candidate should meet the conditions of being independent as stipulated under the Companies Act, 2013 and Listing Agreement entered into with Stock Exchanges in case of appointment of an independent director;
- The candidate should possess appropriate skills, experience and knowledge in one or more fields of finance, law, management,

sales, marketing, administration, research, corporate governance, technical operations, infrastructure, or such other areas or disciplines which are relevant for the Company's business.

Criteria for Selection of Senior Management Personnel:

The term Senior Management shall have the same meaning as provided under the explanation to Section 178 of the Companies Act, 2013.

The Committee shall, before making any recommendation to the Board for appointment, consider the attributes of the candidate set forth below:

The candidate should have a minimum experience of 10 years in any of the areas viz. banking, infrastructure, financial management, legal, sales, marketing, administration, research, corporate governance, technical operations, or such other areas or disciplines which in the opinion of the management and Committee are relevant for the Company's business;

• The candidate should possess the positive attributes such as leadership skills, decision making skills, effective communication, management skills, hard work, commitment and such other attributes which in the opinion of the Committee the candidate possess and are in the interest of the Company. If the Committee thought fit and in its opinion finds that the candidate meets the above criteria for appointment in senior management or director on the Board, as the case may be, the Committee shall make its recommendation to the Board.

Any amendment to the above criteria for directors and senior management shall be subject to the prior approval of the Committee and any such amendment shall be informed to the Board of Directors.

Policy on Remuneration of Directors, Key Managerial Personnel and other employees**1.01 Guiding Principles:**

- (i) The terms of employment and remuneration of MD, WTD, KMPs and SMPs shall be competitive in order to ensure that the Company can attract and retain competent talent

- (ii) The remuneration Policy shall ensure that:
 - (a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors/KMPs and SMPs of the quality required to run the Company successfully.
 - (b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
 - (c) Remuneration to Directors, KMP and SMP involves a balance between fixed and variable pay reflecting short and long term performance objectives and goals set by the Company.
 - (d) Remuneration package is linked to the achievement of corporate performance targets and a strong alignment of interest with stakeholders
- (iii) While determining the remuneration and incentives for the MD/ WTD and KMP's, the following shall be considered:
 - (a) pay and employment conditions with peers / elsewhere in the competitive market
 - (b) bench marking with the industry practices
 - (c) Performance of the individual
 - (d) Company Performance
 - (iv) For the bench marking with Industry practice, criteria of size, complexity, data transparency and geographical area shall also be given due consideration.
 - (v) The pay structures shall be appropriately aligned across levels in the Company.
- (iii) Total remuneration for the MD and WTD shall be comprised of the following:
 - (a) Salary (both fixed & variable).
 - (b) Perquisites like house rent allowance, domiciliary medical expenses and club memberships etc.
 - (c) Retiring benefits, made in accordance with applicable laws and policies of the Company.
 - (d) In addition, they shall also be entitled to a Performance Bonus linked to their individual performance and also the performance of the Company and the individual.

(2) NEDs:

- (i) NEDs shall be entitled to such sitting fees as may be decided by the Board of Directors from time to time for attending the meeting of the Board and of the Committee thereof.
- (ii) NEDs shall also be entitled for payment of commission, if any, as upto the limits permitted in Section 197 of the Companies Act, 2013 and approved by the shareholders from time to time.
- (iii) IDs shall not be eligible for any Stock Options, pursuant to any Stock Option Plan adopted by the Company.
- (iv) The NEDs shall be eligible for remuneration of such professional services rendered if in the opinion of the NRC, the NED possesses the requisite qualification for rendering such professional services.

3.00APPLICABILITY:

- (i) This Remuneration Policy shall apply to all existing and future employment agreements with KMPs & SMPs and also with the Directors.
- (ii) In all respects, the Remuneration Policy shall be subject to overall guidance of the Board of Directors. Any departure from the policy shall be approved by the Board.

5.00DISCLOSURES:

The Company shall disclose in the Board's Report, such particulars as are prescribed under the Companies Act, 2013 and Rules made there under.

1.02Remuneration Policy:

(1) MD/WTD:

- (i) Remuneration to the MD and WTD shall be proposed by the NRC and subsequently approved by the Board of Directors and the shareholders of the Company, whenever required.
- (ii) Remuneration shall be evaluated annually against performance and a benchmark of international and domestic companies, which are similar in size and complexity.

ANNEXURE –II

Salient features of the Financial Statement of the Subsidiary Company

| | | | | As at 31 March, 2016 | As at 31 March, 2015 |
|-----|----------------------------|---|-------------------------------|-------------------------|-------------------------|
| 1) | Name of Subsidiary Company | : | Synergy Films Private Limited | | |
| 2) | Reporting Currency | : | INR | | |
| 3) | Capital | : | Rs. | 1,19,53,600 | 1,19,53,600 |
| 4) | Reserves | : | Rs. | (1,86,99,385) | (2,46,98,005) |
| 5) | Total Assets | : | Rs. | 5,86,97,626 | 5,30,68,480 |
| 6) | Total Liabilities | : | Rs. | 6,54,43,411 | 6,58,12,884 |
| 7) | Investments | : | Rs. | - | - |
| 8) | Turnover / Total Income | : | Rs. | 12,46,50,725 | 11,42,58,415 |
| 9) | Profit Before Tax | : | Rs. | 59,87,572 | 9,48,636 |
| 10) | Provision for Taxation | : | Rs. | - | - |
| 11) | Profit After Tax | : | Rs. | 59,87,572 | 9,48,636 |
| 12) | Proposed Dividend | : | Rs. | Nil | Nil |
| 13) | Country | : | INDIA | | |

ANNEXURE –III
Annual Return Extracts in MGT 9
Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March 2016
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2015]

I. REGISTRATION AND OTHER DETAILS:

- i) CIN:- L25200GJ1981PLC004375
- ii) Registration Date: 7th May 1981
- iii) Name of the Company: ECOPLAST LIMITED
- iv) Category / Sub-Category of the Company:
- a) Category: Public Company
- b) Sub Category: Limited by Shares
- Company having Share Capital
- v) Address of the Registered office and contact details:
- Registered Office Address: National Highway No 8,
Water Work Cross Road,
Abrama, Valsad-396001, Gujarat.
- Tel. : 02632-226157 / 226560
Fax. : 02632-253633
Email : investor@ecoplastindia.com
Website : www.ecoplastindia.com
- vi) Whether listed company Yes / No
- vii) Name, Address and Contact details of Registrar and Transfer Agent:
- Name : TSR Darashaw Ltd
Address: 6-10, Haji Moosa Patrawala Industrial Estate, 20 Dr. E Moses Road,
Mahalaxmi, Mumbai-400011, Maharashtra.

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. | Manufacture of semi-finished of plastic products (plastic plates, sheets, blocks, film, foil, strip etc.) <i>Manufacturing, Processing and Selling of Co extruded Multilayer Polyethylene films</i> | 22201 | 100% |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| Sr. No. | Name and Address of the Company | CIN/GLN | Holding/ Subsidiary / Associate | % of shares held | Applicable Section |
|---------|---------------------------------|-----------------------|---------------------------------|------------------|--------------------|
| 1. | Synergy Films Private Limited | U25206AS2007PTC008292 | Subsidiary | 100% | 2(87)(ii) |

IV. 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 01.04.2015 | | | | No. of Shares held at the end of the year 31.03.2016 | | | | % Change during the year |
|-----|--------------------------------|--|----------|-----------|-------------------|--|----------|-----------|-------------------|--------------------------|
| | | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| (A) | Promoters | | | | | | | | | |
| (1) | Indian | | | | | | | | | |
| (a) | Individuals/HUF | 12,74,594 | 8,640 | 12,83,234 | 40.75 | 13,99,175 | 0 | 13,99,175 | 44.43 | 3.68 |
| (b) | Central Government | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (c) | State Governments(s) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (d) | Bodies Corporate | 5,13,267 | 0 | 5,13,267 | 16.30 | 5,13,267 | 0 | 5,13,267 | 16.30 | 0.00 |
| (e) | Financial Institutions / Banks | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (f) | Any other (specify) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Sub-Total (A) (1) | 17,87,861 | 8,640 | 17,96,501 | 57.04 | 19,12,442 | 0 | 19,12,442 | 60.72 | 3.68 |
| (2) | Foreign | | 0 | | 0.00 | | 0 | | 0.00 | 0.00 |
| (a) | Non-Resident Individuals | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (b) | =Other Individuals | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (c) | Bodies Corporate | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (d) | Banks / FI | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (e) | Any Other (specify) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Sub-Total (A) (2) | | 0 | | 0.00 | | 0 | | 0.00 | 0.00 |
| | Total Shareholding of | 17,87,861 | 8,640 | 17,96,501 | 57.04 | 19,12,442 | 0 | 19,12,442 | 60.72 | 3.68 |
| | Promoter (A) = (A)(1)+(A)(2) | | | | | | | | | |
| (B) | Public Shareholding | | | | | | | | | |
| (1) | Institutions | | | | | | | | | |
| (a) | Mutual Funds | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (b) | Financial Institutions / Banks | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (c) | Central Government | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (d) | State Governments(s) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (e) | Venture Capital Funds | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |

| | Category of Shareholders | No. of Shares held at the beginning of the year 01.04.2015 | | | | No. of Shares held at the end of the year 31.03.2016 | | | | % Change during the year |
|------|--|--|----------|-----------|-------------------|--|----------|-----------|-------------------|--------------------------|
| | | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| (f) | Insurance Companies | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (g) | Foreign Institutional Investors | 1690 | 0 | 1690 | 0.05 | 0 | 0 | 0 | 0.00 | -0.05 |
| (h) | Foreign Venture Capital Funds | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (i) | Any Other (Specify) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Sub-Total (B) (1) | 1690 | 0 | 1690 | 0.05 | 0 | 0 | 0 | 0.00 | -0.05 |
| (2) | Non-Institutions | | | | | | | | | 0.00 |
| (a) | Bodies Corporate | 1,42,212 | 7,201 | 1,49,413 | 4.74 | 1,17,131 | 7,201 | 1,24,332 | 3.95 | -0.80 |
| i) | Indian | 1,42,212 | 7,201 | 1,49,413 | 4.74 | 1,17,131 | 7,201 | 1,24,332 | 3.95 | -0.80 |
| ii) | Overseas | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (b) | Individuals | | | | | | | | | |
| (i) | Individual Shareholders holding nominal Share Capital upto Rs.1 Lakh | 6,40,312 | 1,31,900 | 7,72,212 | 24.52 | 6,22,398 | 1,27,100 | 7,49,498 | 24.99 | 0.47 |
| (ii) | Individual Shareholders holding nominal Share Capital in excess of Rs.1 Lakh | 2,69,934 | 0 | 2,69,934 | 8.57 | 2,03,478 | 0 | 2,03,478 | 6.46 | -2.11 |
| (c) | Any Other (Specify) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| (i) | Directors & their relatives | 10,250 | 0 | 10,250 | 0.33 | 10,250 | 0 | 10,250 | 0.33 | 0.00 |
| | Sub-total (B) (2) | 12,04,920 | 1,46,302 | 13,51,222 | 42.90 | 10,70,388 | 1,41,502 | 12,11,890 | 38.48 | -4.42 |
| | Total Public Shareholding | 12,06,610 | 1,46,302 | 13,52,912 | 42.96 | 10,70,388 | 1,41,502 | 12,11,890 | 38.48 | -4.48 |
| | (B) = (B)(1)+(B)(2) | | | | | | | | | |
| | TOTAL (A)+(B) | 29,94,471 | 1,54,942 | 31,49,413 | 100.00 | 29,82,830 | 1,41,502 | 31,24,332 | 99.20 | -0.80 |
| (c) | Shares held by Custodians | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Custodian for GDRs & ADRs | | | | | | | | | |
| | GRAND TOTAL (A)+(B)+(C) | 29,94,471 | 1,54,942 | 31,49,413 | 100.00 | 29,82,830 | 1,41,502 | 31,24,332 | 99.20 | -0.80 |

ii) Shareholding of Promoters

| Sr. No. | Shareholder's Name | Shareholding at the beginning of the year 01.04.2015 | | | Shareholding at the end of the year 31.03.2016 | | | % 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 | |
| 1 | Bhupendra Bhikhubhai Desai | 8,640 | 0.29 | | 8,640 | 0.29 | | 0.00 |
| 2 | Nilay Nitinkumar Patel | 10,565 | 0.35 | | 11,565 | 0.39 | | 0.03 |
| 3 | Pheroze Pestonji Kharas | 81,980 | 2.73 | | 81,980 | 2.73 | | 0.00 |
| 4 | Kunal Plastics Private Limited | 36,440 | 1.21 | | 36,440 | 1.21 | | 0.00 |
| 5 | Silver Stream Properties Private Limited | 4,76,827 | 15.89 | | 4,76,827 | 15.89 | | 0.00 |
| 6 | Amita Jaymin Desai | 4,75,016 | 15.83 | | 5,41,846 | 18.06 | | 2.23 |
| 7 | Charulata Nitinbhai Patel | 3,55,409 | 11.85 | | 3,77,783 | 12.59 | | 0.75 |
| 8 | Indumati Balvantrai Desai | 1,28,137 | 4.27 | | 1,28,137 | 4.27 | | 0.00 |
| 9 | Jankee J Desai | 5,800 | 0.19 | | 11,320 | 0.38 | | 0.18 |
| 10 | Jaymin Balvantrai Desai | 81,725 | 2.72 | | 1,03,042 | 3.43 | | 0.71 |
| 11 | Jaymin Balvantrai Desai(HUF) | 6,176 | 0.21 | | 6,176 | 0.21 | | 0.00 |
| 12 | Naheed Rushad Divecha | 1,000 | 0.03 | | 0 | 0.00 | | -0.03 |
| 13 | Nargis Pheroze Kharas | 33,900 | 1.13 | | 23,400 | 0.78 | | -0.35 |
| 14 | Nitinkumar Manubhai Patel | 70,051 | 2.34 | | 80,451 | 2.68 | | 0.35 |
| 15 | Stuti J Desai | 19,412 | 0.65 | | 19,412 | 0.65 | | 0.00 |
| 16 | Yasmin Karl Divecha | 5,423 | 0.18 | | 5,423 | 0.18 | | 0.00 |
| | Total | 17,96,501 | 59.88 | | 19,12,442 | 63.75 | | 3.86 |

iii) Change in Promoters' Shareholding

| Sr. No. | Name of the Share Holder | Date | Reason | Shareholding at the beginning of the year 01.04.2015 | | Cumulative Shareholding during the year | |
|---------|---------------------------|-------------|------------------------------|--|----------------------------------|---|----------------------------------|
| | | | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| 1 | Amita Jaymin Desai | 01-Apr-2015 | At the beginning of the year | 4,75,016 | 15.83% | 4,75,016 | 15.83% |
| | | 03-Jul-2015 | Increase | 10,200 | 0.34% | 4,85,216 | 16.17% |
| | | 17-Jul-2015 | Increase | 21,330 | 0.71% | 5,06,546 | 16.88% |
| | | 09-Oct-2015 | Increase | 300 | 0.01% | 5,06,846 | 16.89% |
| | | 19-Feb-2016 | Increase | 35,000 | 1.17% | 5,41,846 | 18.06% |
| | | 31-Mar-2016 | At the end of the year | 5,41,846 | 18.06% | 5,41,846 | 18.06% |
| 2 | Silver Stream Properties | 01-Apr-2015 | At the beginning of the year | 4,76,827 | 15.89% | 4,76,827 | 15.89% |
| | Private Limited | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 4,76,827 | 15.89% | 4,76,827 | 15.89% |
| 3 | Charulata Nitin Patel | 01-Apr-2015 | At the beginning of the year | 3,55,409 | 11.85% | 3,55,409 | 11.85% |
| | | 28-Aug-2015 | Increase | 2,000 | 0.07% | 3,57,409 | 11.91% |
| | | 20-Nov-2015 | Increase | 3,000 | 0.10% | 3,60,409 | 12.01% |
| | | 27-Nov-2015 | Increase | 2,052 | 0.07% | 3,62,461 | 12.08% |
| | | 04-Dec-2015 | Increase | 3,466 | 0.12% | 3,65,927 | 12.20% |
| | | 11-Dec-2015 | Increase | 4,556 | 0.15% | 3,70,483 | 12.35% |
| | | 18-Dec-2015 | Increase | 2,300 | 0.08% | 3,72,783 | 12.43% |
| | | 26-Feb-2016 | Increase | 3,000 | 0.10% | 3,75,783 | 12.53% |
| | | 04-Mar-2016 | Increase | 2,000 | 0.07% | 3,77,783 | 12.59% |
| | | 31-Mar-2016 | At the end of the year | 3,77,783 | 12.59% | 3,77,783 | 12.59% |
| 4 | Indumati Balvantrai Desai | 01-Apr-2015 | At the beginning of the year | 1,28,137 | 4.27% | 1,28,137 | 4.27% |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 1,28,137 | 4.27% | 1,28,137 | 4.27% |
| 5 | Jaymin Balvantrai Desai | 01-Apr-2015 | At the beginning of the year | 81,725 | 2.72% | 81,725 | 2.72% |
| | | 12-Jun-2015 | Increase | 880 | 0.03% | 82,605 | 2.75% |
| | | 03-Jul-2015 | Increase | 20,437 | 0.68% | 1,03,042 | 3.43% |
| | | 31-Mar-2016 | At the end of the year | 1,03,042 | 3.43% | 1,03,042 | 0.03 |
| 6 | Pheroze Pestonji Kharas | 01-Apr-2015 | At the beginning of the year | 81,980 | 2.73% | 81,980 | 2.73% |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 81,980 | 2.73% | 81,980 | 2.73% |
| 7 | Nitinkumar Manubhai Patel | 01-Apr-2015 | At the beginning of the year | 70,051 | 2.34% | 70,051 | 2.34% |
| | | 28-Aug-2015 | Increase | 5,000 | 0.17% | 75,051 | 2.50% |

| Sr. No. | Name of the Share Holder | Date | Reason | Shareholding at the beginning of the year 01.04.2015 | | Cumulative Shareholding during the year | |
|---------|--------------------------|-------------|------------------------------|--|----------------------------------|---|----------------------------------|
| | | | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| | | 20-Nov-2015 | Increase | 2,200 | 0.07% | 77,251 | 2.58% |
| | | 27-Nov-2015 | Increase | 3,200 | 0.11% | 80,451 | 2.68% |
| | | 31-Mar-2016 | At the end of the year | 80,451 | 2.68% | 80,451 | 2.68% |
| 8 | Kunal Plastics | 01-Apr-2015 | At the beginning of the year | 36,440 | 1.21% | 36,440 | 1.21% |
| | Private Limited | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 36,440 | 1.21% | 36,440 | 1.21% |
| 9 | Nargis Pheroze Kharas | 01-Apr-2015 | At the beginning of the year | 33,900 | 1.13% | 33,900 | 1.13% |
| | | 08-May-2015 | Decrease | -500 | -0.02% | 33,400 | 1.11% |
| | | 10-Jul-2015 | Decrease | -10,000 | -0.33% | 23,400 | 0.78% |
| | | 31-Mar-2016 | At the end of the year | 23,400 | 0.78% | 23,400 | 0.01 |
| 10 | Stuti J Desai | 01-Apr-2015 | At the beginning of the year | 19,412 | 0.65% | 19,412 | 0.65% |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 19,412 | 0.65% | 19,412 | 0.65% |
| 11 | Nilay Nitinkumar Patel | 01-Apr-2015 | At the beginning of the year | 10,565 | 0.35% | 10,565 | 0.35% |
| | | 27-Nov-2015 | Increase | 1,000 | 0.03% | 11,565 | 0.39% |
| | | 31-Mar-2016 | At the end of the year | 11,565 | 0.39% | 11,565 | 0.00 |
| 12 | Jankee J Desai | 01-Apr-2015 | At the beginning of the year | 5,800 | 0.19% | 5,800 | 0.19% |
| | | 03-Jul-2015 | Increase | 5,320 | 0.18% | 11,120 | 0.37% |
| | | 04-Sep-2015 | Increase | 200 | 0.01% | 11,320 | 0.38% |
| | | 31-Mar-2016 | At the end of the year | 11,320 | 0.38% | 11,320 | 0.00 |
| 13 | Bhupendra B. Desai | 01-Apr-2015 | At the beginning of the year | 8,640 | 0.29% | 8,640 | 0.29% |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 8,640 | 0.29% | 8,640 | 0.29% |
| 14 | Jaymin Balvantrai Desai | 01-Apr-2015 | At the beginning of the year | 6,176 | 0.21% | 6,176 | 0.21% |
| | (HUF) | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 6,176 | 0.21% | 6,176 | 0.21% |
| 15 | Yasmin Karl Divecha | 01-Apr-2015 | At the beginning of the year | 5,423 | 0.18% | 5,423 | 0.18% |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 5,423 | 0.18% | 5,423 | 0.18% |
| 16 | Naheed Rushad Divecha | 01-Apr-2015 | At the beginning of the year | 1,000 | 0.03% | 1,000 | 0.03% |
| | | 14-Aug-2015 | Decrease | -1,000 | -0.03% | 0 | 0.00% |
| | | 31-Mar-2016 | At the end of the year | 0 | 0.00% | 0 | 0.00% |

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

| Sr. No. | Name of the Share Holder | Date | Reason | Shareholding at the beginning of the year 01.04.2015 | | Cumulative Shareholding during the year | |
|---------|---------------------------------------|-------------|------------------------------|--|----------------------------------|---|----------------------------------|
| | | | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| 1. | Arcadia Share & Stock Brokers Pvt Ltd | 01-Apr-2015 | At the beginning of the year | 400 | 0.01 | 400 | 0.01 |
| | | 19-Jun-2015 | Increase | 7,040 | 0.23 | 7,440 | 0.25 |
| | | 26-Jun-2015 | Increase | 3,500 | 0.12 | 10,940 | 0.36 |
| | | 03-Jul-2015 | Increase | 3,370 | 0.11 | 14,310 | 0.48 |
| | | 10-Jul-2015 | Decrease | -7,361 | -0.25 | 6,949 | 0.23 |
| | | 17-Jul-2015 | Decrease | -1,800 | -0.06 | 5,149 | 0.17 |
| | | 14-Aug-2015 | Decrease | -4,749 | -0.16 | 400 | 0.01 |
| | | 14-Aug-2015 | Increase | 100 | 0.00 | 500 | 0.02 |
| | | 04-Sep-2015 | Increase | 5,000 | 0.17 | 5,500 | 0.18 |
| | | 11-Sep-2015 | Increase | 7,760 | 0.26 | 13,260 | 0.44 |
| | | 18-Sep-2015 | Decrease | -100 | 0.00 | 13,160 | 0.44 |
| | | 25-Sep-2015 | Increase | 4,120 | 0.14 | 17,280 | 0.58 |
| | | 30-Sep-2015 | Increase | 2,171 | 0.07 | 19,451 | 0.65 |
| | | 09-Oct-2015 | Increase | 488 | 0.02 | 19,939 | 0.66 |
| | | 09-Oct-2015 | Increase | 4,370 | 0.15 | 24,309 | 0.81 |
| | | 16-Oct-2015 | Increase | 1,413 | 0.05 | 25,722 | 0.86 |
| | | 16-Oct-2015 | Increase | 58,520 | 1.95 | 84,242 | 2.81 |
| | | 23-Oct-2015 | Decrease | -688 | -0.02 | 83,554 | 2.79 |
| | | 23-Oct-2015 | Increase | 729 | 0.02 | 84,283 | 2.81 |
| | | 30-Oct-2015 | Decrease | -1,213 | -0.04 | 83,070 | 2.77 |
| | | 30-Oct-2015 | Increase | 6,061 | 0.20 | 89,131 | 2.97 |
| | | 30-Oct-2015 | Decrease | -729 | -0.02 | 88,402 | 2.95 |
| | | 30-Oct-2015 | Increase | 100 | 0.00 | 88,502 | 2.95 |
| | | 06-Nov-2015 | Increase | 1,082 | 0.04 | 89,584 | 2.99 |
| | | 06-Nov-2015 | Increase | 2,497 | 0.08 | 92,081 | 3.07 |
| | | 13-Nov-2015 | Increase | 469 | 0.02 | 92,550 | 3.09 |
| | | 13-Nov-2015 | Decrease | -858 | -0.03 | 91,692 | 3.06 |
| | | 13-Nov-2015 | Increase | 4,034 | 0.13 | 95,726 | 3.19 |
| | | 13-Nov-2015 | Decrease | -100 | 0.00 | 95,626 | 3.19 |
| | | 20-Nov-2015 | Decrease | -469 | -0.02 | 95,157 | 3.17 |
| | | 20-Nov-2015 | Increase | 642 | 0.02 | 95,799 | 3.19 |
| | | 20-Nov-2015 | Decrease | -4,871 | -0.16 | 90,928 | 3.03 |
| | | 27-Nov-2015 | Decrease | -6,500 | -0.22 | 84,428 | 2.81 |

| Sr. No. | Name of the Share Holder | Date | Reason | Shareholding at the beginning of the year 01.04.2015 | | Cumulative Shareholding during the year | |
|---------|--------------------------|-------------|------------------------------|--|----------------------------------|---|----------------------------------|
| | | | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| | | 04-Dec-2015 | Increase | 253 | 0.01 | 84,681 | 2.82 |
| | | 04-Dec-2015 | Decrease | -4,762 | -0.16 | 79,919 | 2.66 |
| | | 11-Dec-2015 | Decrease | -100 | 0.00 | 79,819 | 2.66 |
| | | 11-Dec-2015 | Decrease | -1,000 | -0.03 | 78,819 | 2.63 |
| | | 25-Dec-2015 | Increase | 450 | 0.02 | 79,269 | 2.64 |
| | | 31-Dec-2015 | Decrease | -125 | 0.00 | 79,144 | 2.64 |
| | | 08-Jan-2016 | Decrease | -220 | -0.01 | 78,924 | 2.63 |
| | | 08-Jan-2016 | Decrease | -1,632 | -0.05 | 77,292 | 2.58 |
| | | 15-Jan-2016 | Decrease | -6,160 | -0.21 | 71,132 | 2.37 |
| | | 22-Jan-2016 | Increase | 3,294 | 0.11 | 74,426 | 2.48 |
| | | 29-Jan-2016 | Decrease | -2,000 | -0.07 | 72,426 | 2.41 |
| | | 29-Jan-2016 | Increase | 100 | 0.00 | 72,526 | 2.42 |
| | | 05-Feb-2016 | Decrease | -1,124 | -0.04 | 71,402 | 2.38 |
| | | 05-Feb-2016 | Decrease | -276 | -0.01 | 71,126 | 2.37 |
| | | 05-Feb-2016 | Decrease | -100 | 0.00 | 71,026 | 2.37 |
| | | 12-Feb-2016 | Increase | 2,500 | 0.08 | 73,526 | 2.45 |
| | | 12-Feb-2016 | Decrease | -30,000 | -1.00 | 43,526 | 1.45 |
| | | 19-Feb-2016 | Decrease | -2,500 | -0.08 | 41,026 | 1.37 |
| | | 19-Feb-2016 | Increase | 400 | 0.01 | 41,426 | 1.38 |
| | | 19-Feb-2016 | Decrease | -30,201 | -1.01 | 11,225 | 0.37 |
| | | 18-Mar-2016 | Increase | 9,285 | 0.31 | 20,510 | 0.68 |
| | | 18-Mar-2016 | Increase | 2,300 | 0.08 | 22,810 | 0.76 |
| | | 21-Mar-2016 | Increase | 6,372 | 0.21 | 29,182 | 0.97 |
| | | 25-Mar-2016 | Decrease | -13,617 | -0.45 | 15,565 | 0.52 |
| | | 25-Mar-2016 | Increase | 21,960 | 0.73 | 37,525 | 1.25 |
| | | 31-Mar-2016 | Increase | 6,874 | 0.23 | 44,399 | 1.48 |
| | | 31-Mar-2016 | Decrease | -2,325 | -0.08 | 42,074 | 1.40 |
| | | 31-Mar-2016 | At the end of the year | 42,074 | 1.40 | 42,074 | 1.40 |
| 2. | Manak Chand Daga | 01-Apr-2015 | At the beginning of the year | 32,232 | 1.07 | 32,232 | 1.07 |
| | | 24-Apr-2015 | Increase | 700 | 0.02 | 32,932 | 1.10 |
| | | 15-May-2015 | Increase | 68 | 0.00 | 33,000 | 1.10 |
| | | 22-May-2015 | Increase | 337 | 0.01 | 33,337 | 1.11 |
| | | 29-May-2015 | Increase | 664 | 0.02 | 34,001 | 1.13 |
| | | 05-Jun-2015 | Increase | 12,400 | 0.41 | 46,401 | 1.55 |
| | | 26-Jun-2015 | Decrease | -802 | -0.03 | 45,599 | 1.52 |

| Sr. No. | Name of the Share Holder | Date | Reason | Shareholding at the beginning of the year 01.04.2015 | | Cumulative Shareholding during the year | |
|---------|--------------------------|-------------|------------------------------|--|----------------------------------|---|----------------------------------|
| | | | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| | | 30-Jun-2015 | Increase | 61 | 0.00 | 45,660 | 1.52 |
| | | 17-Jul-2015 | Increase | 500 | 0.02 | 46,160 | 1.54 |
| | | 14-Aug-2015 | Increase | 2,115 | 0.07 | 48,275 | 1.61 |
| | | 21-Aug-2015 | Decrease | -3,000 | -0.10 | 45,275 | 1.51 |
| | | 04-Sep-2015 | Decrease | -3,397 | -0.11 | 41,878 | 1.40 |
| | | 18-Sep-2015 | Decrease | -350 | -0.01 | 41,528 | 1.38 |
| | | 25-Mar-2016 | Decrease | -1,623 | -0.05 | 39,905 | 1.33 |
| | | 31-Mar-2016 | At the end of the year | 39,905 | 1.33 | 39,905 | 1.33 |
| 3. | Kalpesh Bhupendra Vora | 01-Apr-2015 | At the beginning of the year | 38,146 | 1.27 | 38,146 | 1.27 |
| | | 21-Aug-2015 | Decrease | -616 | -0.02 | 37,530 | 1.25 |
| | | 20-Nov-2015 | Increase | 750 | 0.03 | 38,280 | 1.28 |
| | | 04-Dec-2015 | Decrease | -250 | -0.01 | 38,030 | 1.27 |
| | | 25-Dec-2015 | Decrease | -250 | -0.01 | 37,780 | 1.26 |
| | | 29-Jan-2016 | Decrease | -250 | -0.01 | 37,530 | 1.25 |
| | | 31-Mar-2016 | Decrease | -250 | -0.01 | 37,280 | 1.24 |
| | | 31-Mar-2016 | At the end of the year | 37,280 | 1.24 | 37,280 | 1.24 |
| 4. | Mitesh Vora | 01-Apr-2015 | At the beginning of the year | 31,702 | 1.06 | 31,702 | 1.06 |
| | | 22-May-2015 | Increase | 8,670 | 0.29 | 40,372 | 1.35 |
| | | 22-May-2015 | Decrease | -8,670 | -0.29 | 31,702 | 1.06 |
| | | 12-Jun-2015 | Decrease | -8,000 | -0.27 | 23,702 | 0.79 |
| | | 12-Jun-2015 | Increase | 8,000 | 0.27 | 31,702 | 1.06 |
| | | 14-Aug-2015 | Decrease | -370 | -0.01 | 31,332 | 1.04 |
| | | 28-Aug-2015 | Decrease | -500 | -0.02 | 30,832 | 1.03 |
| | | 16-Oct-2015 | Decrease | -750 | -0.03 | 30,082 | 1.00 |
| | | 30-Oct-2015 | Decrease | -250 | -0.01 | 29,832 | 0.99 |
| | | 20-Nov-2015 | Decrease | -1,000 | -0.03 | 28,832 | 0.96 |
| | | 31-Mar-2016 | At the end of the year | 28,832 | 0.96 | 28,832 | 0.96 |
| 5. | M K Shroff | 01-Apr-2015 | At the beginning of the year | 0 | 0.00 | 0 | 0.00 |
| | | 12-Feb-2016 | Increase | 18,294 | 0.61 | 18,294 | 0.61 |
| | | 19-Feb-2016 | Increase | 2,498 | 0.08 | 20,792 | 0.69 |
| | | 18-Mar-2016 | Increase | 200 | 0.01 | 20,992 | 0.70 |
| | | 31-Mar-2016 | At the end of the year | 20,992 | 0.70 | 20,992 | 0.70 |
| 6. | Abhay Ratilal Jasani | 01-Apr-2015 | At the beginning of the year | 18,416 | 0.61 | 18,416 | 0.61 |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 18,416 | 0.61 | 18,416 | 0.61 |

| Sr. No. | Name of the Share Holder | Date | Reason | Shareholding at the beginning of the year 01.04.2015 | | Cumulative Shareholding during the year | |
|---------|--------------------------|-------------|------------------------------|--|----------------------------------|---|----------------------------------|
| | | | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| 7. | Qamar Afroz Shaikh | 01-Apr-2015 | At the beginning of the year | 23,000 | 0.77 | 23,000 | 0.77 |
| | | 14-Aug-2015 | Decrease | -2,000 | -0.07 | 21,000 | 0.70 |
| | | 28-Aug-2015 | Decrease | -3,000 | -0.10 | 18,000 | 0.60 |
| | | 31-Mar-2016 | At the end of the year | 18,000 | 0.60 | 18,000 | 0.60 |
| 8. | Shanti Kumar Saraogi | 01-Apr-2015 | At the beginning of the year | 0 | 0.00 | 0 | 0.00 |
| | | 15-Jan-2016 | Increase | 2,224 | 0.07 | 2,224 | 0.07 |
| | | 22-Jan-2016 | Increase | 1,540 | 0.05 | 3,764 | 0.13 |
| | | 29-Jan-2016 | Increase | 5,715 | 0.19 | 9,479 | 0.32 |
| | | 05-Feb-2016 | Increase | 5,000 | 0.17 | 14,479 | 0.48 |
| | | 12-Feb-2016 | Increase | 1,404 | 0.05 | 15,883 | 0.53 |
| | | 04-Mar-2016 | Increase | 354 | 0.01 | 16,237 | 0.54 |
| | | 31-Mar-2016 | At the end of the year | 16,237 | 0.54 | 16,237 | 0.54 |
| 9. | Rashmi Ramesh Kasbekar | 01-Apr-2015 | At the beginning of the year | 10,000 | 0.33 | 10,000 | 0.33 |
| | | 04-Sep-2015 | Decrease | -750 | -0.03 | 9,250 | 0.31 |
| | | 09-Oct-2015 | Decrease | -750 | -0.03 | 8,500 | 0.28 |
| | | 16-Oct-2015 | Decrease | -500 | -0.02 | 8,000 | 0.27 |
| | | 22-Jan-2016 | Decrease | -1,000 | -0.03 | 7,000 | 0.23 |
| | | 29-Jan-2016 | Decrease | -500 | -0.02 | 6,500 | 0.22 |
| | | 05-Feb-2016 | Decrease | -500 | -0.02 | 6,000 | 0.20 |
| | | 12-Feb-2016 | Decrease | -1,000 | -0.03 | 5,000 | 0.17 |
| | | 31-Mar-2016 | Increase | 9,000 | 0.30 | 14,000 | 0.47 |
| | | 31-Mar-2016 | At the end of the year | 14,000 | 0.47 | 14,000 | 0.47 |
| 10. | Mmd Securities Pvt. Ltd. | 01-Apr-2015 | At the beginning of the year | 72,000 | 2.40 | 72,000 | 2.40 |
| | | 01-May-2015 | Increase | 2,604 | 0.09 | 74,604 | 2.49 |
| | | 15-May-2015 | Increase | 301 | 0.01 | 74,905 | 2.50 |
| | | 22-May-2015 | Increase | 107 | 0.00 | 75,012 | 2.50 |
| | | 21-Aug-2015 | Decrease | -2,079 | -0.07 | 72,933 | 2.43 |
| | | 28-Aug-2015 | Decrease | -400 | -0.01 | 72,533 | 2.42 |
| | | 04-Sep-2015 | Decrease | -120 | 0.00 | 72,413 | 2.41 |
| | | 16-Oct-2015 | Decrease | -16,679 | -0.56 | 55,734 | 1.86 |
| | | 16-Oct-2015 | Decrease | -12,821 | -0.43 | 42,913 | 1.43 |
| | | 30-Oct-2015 | Decrease | -600 | -0.02 | 42,313 | 1.41 |
| | | 06-Nov-2015 | Decrease | -4,228 | -0.14 | 38,085 | 1.27 |
| | | 13-Nov-2015 | Increase | 2,695 | 0.09 | 40,780 | 1.36 |
| | | 20-Nov-2015 | Increase | 67 | 0.00 | 40,847 | 1.36 |

| Sr. No. | Name of the Share Holder | Date | Reason | Shareholding at the beginning of the year 01.04.2015 | | Cumulative Shareholding during the year | |
|---------|--------------------------|-------------|------------------------------|--|----------------------------------|---|----------------------------------|
| | | | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| | | 27-Nov-2015 | Decrease | -2,137 | -0.07 | 38,710 | 1.29 |
| | | 04-Dec-2015 | Decrease | -2,590 | -0.09 | 36,120 | 1.20 |
| | | 11-Dec-2015 | Decrease | -134 | 0.00 | 35,986 | 1.20 |
| | | 18-Dec-2015 | Decrease | -3,341 | -0.11 | 32,645 | 1.09 |
| | | 08-Jan-2016 | Decrease | -4,037 | -0.13 | 28,608 | 0.95 |
| | | 22-Jan-2016 | Increase | 115 | 0.00 | 28,723 | 0.96 |
| | | 05-Feb-2016 | Decrease | -9,655 | -0.32 | 19,068 | 0.64 |
| | | 12-Feb-2016 | Decrease | -2,500 | -0.08 | 16,568 | 0.55 |
| | | 19-Feb-2016 | Decrease | -2,790 | -0.09 | 13,778 | 0.46 |
| | | 04-Mar-2016 | Increase | 20 | 0.00 | 13,798 | 0.46 |
| | | 11-Mar-2016 | Increase | 10 | 0.00 | 13,808 | 0.46 |
| | | 25-Mar-2016 | Decrease | -200 | -0.01 | 13,608 | 0.45 |
| | | 31-Mar-2016 | At the end of the year | 13,608 | 0.45 | 13,608 | 0.45 |
| 11. | Binal Sevantilal Koradia | 01-Apr-2015 | At the beginning of the year | 15,000 | 0.50 | 15,000 | 0.50 |
| | | 30-Sep-2015 | Decrease | -1,017 | -0.03 | 13,983 | 0.47 |
| | | 25-Dec-2015 | Decrease | -930 | -0.03 | 13,053 | 0.44 |
| | | 31-Mar-2016 | At the end of the year | 13,053 | 0.44 | 13,053 | 0.44 |
| 12. | Chitranjan Baid | 01-Apr-2015 | At the beginning of the year | 45,050 | 1.50 | 45,050 | 1.50 |
| | | 24-Apr-2015 | Increase | 275 | 0.01 | 45,325 | 1.51 |
| | | 08-May-2015 | Increase | 250 | 0.01 | 45,575 | 1.52 |
| | | 30-Jun-2015 | Increase | 1,101 | 0.04 | 46,676 | 1.56 |
| | | 31-Jul-2015 | Decrease | -2,060 | -0.07 | 44,616 | 1.49 |
| | | 07-Aug-2015 | Decrease | -5,600 | -0.19 | 39,016 | 1.30 |
| | | 14-Aug-2015 | Decrease | -31,865 | -1.06 | 7,151 | 0.24 |
| | | 14-Aug-2015 | Decrease | -1,101 | -0.04 | 6,050 | 0.20 |
| | | 21-Aug-2015 | Decrease | -5,050 | -0.17 | 1,000 | 0.03 |
| | | 31-Mar-2016 | At the end of the year | 1,000 | 0.03 | 1,000 | 0.03 |
| 13. | Sekhar Shyam | 01-Apr-2015 | At the beginning of the year | 44,761 | 1.49 | 44,761 | 1.49 |
| | | 29-May-2015 | Decrease | -7,024 | -0.23 | 37,737 | 1.26 |
| | | 05-Jun-2015 | Decrease | -5,497 | -0.18 | 32,240 | 1.07 |
| | | 12-Jun-2015 | Decrease | -478 | -0.02 | 31,762 | 1.06 |
| | | 19-Jun-2015 | Decrease | -31,762 | -1.06 | 0 | 0.00 |
| | | 31-Mar-2016 | At the end of the year | 0 | 0.00 | 0 | 0.00 |
| 14. | Jagdish Prasad Bagri | 01-Apr-2015 | At the beginning of the year | 15,000 | 0.50 | 15,000 | 0.50 |
| | | 01-May-2015 | Decrease | -15,000 | -0.50 | 0 | 0.00 |
| | | 31-Mar-2016 | At the end of the year | 0 | 0.00 | 0 | 0.00 |

v) Shareholding of Directors and Key Managerial Personnel:

| Sr. No. | Name of the Director/KMP | Date | Reason | Shareholding at the beginning of the year 01.04.2015 | | Cumulative Shareholding during the year | |
|---------|-----------------------------|-------------|------------------------------|--|----------------------------------|---|----------------------------------|
| | | | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| 1. | Jaymin Balvantrai Desai | 01-Apr-2015 | At the beginning of the year | 81,725 | 2.72 | 81,725 | 2.72 |
| | | 12-Jun-2015 | Increase | 880 | 0.03% | 82,605 | 2.75% |
| | | 03-Jul-2015 | Increase | 20,437 | 0.68% | 1,03,042 | 3.43% |
| | | 31-Mar-2016 | At the end of the year | 1,03,042 | 3.43% | 1,03,042 | 0.03 |
| 2. | Charulata Nitin Patel | 01-Apr-2015 | At the beginning of the year | 3,55,409 | 11.85% | 3,55,409 | 11.85% |
| | | 28-Aug-2015 | Increase | 2,000 | 0.07% | 3,57,409 | 11.91% |
| | | 20-Nov-2015 | Increase | 3,000 | 0.10% | 3,60,409 | 12.01% |
| | | 27-Nov-2015 | Increase | 2,052 | 0.07% | 3,62,461 | 12.08% |
| | | 04-Dec-2015 | Increase | 3,466 | 0.12% | 3,65,927 | 12.20% |
| | | 11-Dec-2015 | Increase | 4,556 | 0.15% | 3,70,483 | 12.35% |
| | | 18-Dec-2015 | Increase | 2,300 | 0.08% | 3,72,783 | 12.43% |
| | | 26-Feb-2016 | Increase | 3,000 | 0.10% | 3,75,783 | 12.53% |
| | | 04-Mar-2016 | Increase | 2,000 | 0.07% | 3,77,783 | 12.59% |
| | | 31-Mar-2016 | At the end of the year | 3,77,783 | 12.59% | 3,77,783 | 12.59% |
| 3. | Mukul B Desai | 01-Apr-2015 | At the beginning of year | 9650 | 0.32 | 9650 | 0.32 |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 9650 | 0.32 | 9650 | 0.32 |
| 4. | Jehangir Adi Moos | 01-Apr-2015 | At the beginning of the year | 500 | 0.02 | 500 | 0.02 |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 500 | 0.02 | 500 | 0.02 |
| 5. | Bhupendra M. Desai | 01-Apr-2015 | At the beginning of the year | 100 | 0.003 | 100 | 0.003 |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 100 | 0.003 | 100 | 0.003 |
| 6. | Pheroze Pestonji Kharas | 01-Apr-2015 | At the beginning of the year | 81,980 | 2.73 | 81,980 | 2.73 |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 81,980 | 2.73 | 81,980 | 2.73 |
| 7. | Bankim Bhupendra Desai | 01-Apr-2015 | At the beginning of the year | 0 | 0.00 | 0 | 0.00 |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 0 | 0.00 | 0 | 0.00 |
| 8. | Dhananjay Thakorbbhai Desai | 01-Apr-2015 | At the beginning of the year | 0 | 0.00 | 0 | 0.00 |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 0 | 0.00 | 0 | 0.00 |
| 9. | Mahadev Dhirubhai Desai | 01-Apr-2015 | At the beginning of the year | 0 | 0.00 | 0 | 0.00 |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 0 | 0.00 | 0 | 0.00 |
| 10. | Antony Pius Alapat | 01-Apr-2015 | At the beginning of the year | 0 | 0.00 | 0 | 0.00 |
| | | | No Change in Shareholding | | | | |
| | | 31-Mar-2016 | At the end of the year | 0 | 0.00 | 0 | 0.00 |

vi) INDEBTEDNESS
Indebtedness of the Company including interest outstanding/accrued but not due for payment (in Rs.)

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|--|--------------------|----------|-----------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i. Principal Amount | 11,66,51,870 | 1,04,73,770 | - | 12,71,25,640 |
| ii. Interest due but not paid | - | - | - | - |
| iii. Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | 11,66,51,870 | 1,04,73,770 | - | 12,71,25,640 |
| Change in Indebtedness during the financial year | | | | |
| <input type="checkbox"/> Addition | - | - | - | - |
| <input type="checkbox"/> Reduction | -2,31,21,536 | -10,77,748 | - | -2,41,99,284 |
| Net Change | -2,31,21,536 | -10,77,748 | - | -2,41,99,284 |
| Indebtedness at the end of the financial year | | | | |
| i. Principal Amount | 9,35,30,334 | 93,96,022 | - | 10,29,26,356 |
| ii. Interest due but not paid | - | - | - | - |
| iii. Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | 9,35,30,334 | 93,96,022 | - | 10,29,26,356 |

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

| Sl. no. | Particulars of Remuneration | Managing Director |
|---------|---|-------------------|
| | | Jaymin Desai |
| 1. | Gross salary | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 58,65,000 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | 2,49,798 |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | Nil |
| 2. | Stock Option | Nil |
| 3. | Sweat Equity | Nil |
| 4. | Commission -as % of Profit | Nil |
| 5. | Others, please specify | Nil |
| | Total (A) | 61,14,798 |
| | Ceiling as per the Act | |

- The Company doesn't have any Whole-time Director or Manager.

B. Remuneration to other directors:

| Sl. no. | Particulars of Remuneration | Name of Directors | | | Total Amount |
|---------|--|-------------------|-----------|-----------|--------------|
| | | | | | |
| 3. | Independent Directors | Mukul | Jehangir | Bhupendra | |
| | Fee for attending board committee meetings | Desai | Moos | Desai | |
| | Commission | 2,10,000 | 2,30,000 | 2,00,000 | 6,40,000 |
| | Others, please specify | 61,861 | 61,861 | 61,861 | 1,85,583 |
| | Total (1) | 2,71,861 | 2,91,861 | 2,61,861 | 8,25,583 |
| 4. | Other Non-Executive Directors | Pheroze | Charulata | Bankim | |
| | Fee for attending board committee meetings | Kharas | Patel | Desai | |
| | Commission | 2,10,000 | 60,000 | 20,00 | 2,90,000 |
| | Others, please specify | 61,861 | 61,861 | 61,861 | 1,85,583 |
| | Total (2) | 2,71,861 | 1,21,861 | 81,861 | 4,75,583 |
| | Total (B)=(1+2) | | | | 13,01,166 |
| | Total Managerial Remuneration | | | | 3,71,166 |
| | Overall Ceiling as per the Act | | | | 3,71,166 |

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

| Sl. No. | Particulars of Remuneration | Key Managerial Personnel | | |
|---------|---|--|-------------------------|-----------|
| | | Company Secretary Antony. P. Alapat | CFO Mahadev D. Desai | Total |
| 1. | Gross salary | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 4,03,992 | 22,02,585 | 26,06,577 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | Nil | 15,000 | 15,000 |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | Nil | Nil | Nil |
| 2. | Stock Option | Nil | Nil | Nil |
| 3. | Sweat Equity | Nil | Nil | Nil |
| 4. | Commission as % of profit - others, specify... | Nil | Nil | Nil |
| 5. | Others, please Specify | Nil | Nil | Nil |
| | Total | 4,03,992 | 22,17,585 | 26,21,577 |

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

| Type | Section of the Company Act | Brief Description | Details of Penalty / Punishment/ Compounding fees imposed | Authority [RD / NCLT / COURT] | Appeal made, if any (give Details) |
|-------------------------------------|----------------------------|-------------------|---|-------------------------------|------------------------------------|
| A. COMPANY | | | | | |
| Penalty | | | None | | |
| Punishment | | | None | | |
| Compounding | | | None | | |
| B. DIRECTORS | | | | | |
| Penalty | | | None | | |
| Punishment | | | None | | |
| Compounding | | | None | | |
| C. OTHER OFFICERS IN DEFAULT | | | | | |
| Penalty | | | None | | |
| Punishment | | | None | | |
| Compounding | | | None | | |

ANNEXURE –IV**FORM No. MR-3****SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31ST MARCH,
2016

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

To,

The Members,

Ecoplast Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Ecoplast 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, the information provided by the company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2016 generally 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 made available to us and maintained by the Company for the financial year ended on 31st March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (i) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and amendments from time to time; (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 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (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; (Not applicable to the Company during the audit period)
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the audit period) and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the audit period)
- (vi) Other laws applicable specifically to the Company namely:
- (a) The Air (Prevention & Control of Pollution) Act, 1981
- (b) Hazardous Waste (Management and Handling) Rules, 1989
- (c) Legal Metrology Act, 2009

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.
- (ii) The Listing Agreements entered into by the Company with BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. mentioned above.

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

Decisions at the Board Meetings were taken unanimously.

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.

No events have occurred during the year which have a major bearing on the company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc. referred to above.

For Parikh & Associates

Company Secretaries

Place: Mumbai

Date: 25th May, 2016

Signature:

Mitesh Dhaliwala

Partner

FCS No: 8331 CP No: 9511

This Report is to be read with our letter of even date which is annexed as Annexure A and Forms an integral part of this report

Annexure A'

To,

The Members

Ecoplast Limited

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

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

For Parikh & Associates
Company Secretaries

Place: Mumbai
Date: 25th May 2016

Signature:
Mitesh Dhabliwala
(Partner)
FCS No:8331 CP No:9511

ANNEXURE -V

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

A. CONSERVATION OF ENERGY

- i. Steps taken / impact on conservation of energy **Energy conservation continues to receive priority**
 ii. Steps taken by the company for utilizing alternate **attention at all levels. All efforts are made to conserve**
 sources of energy including waste generated: **and optimize use of energy with continuous monitoring,**
 iii. Capital investment on energy conservation **improvement in maintenance and distribution**
 equipment: **systems and through improved operational techniques.**

B. TECHNOLOGY ABSORPTION

- i. Efforts, in brief, made towards technology absorption **The Company continues to use latest technologies for**
 ii. Benefits derived as a result of the above efforts, **improving the productivity & quality of its products.**
 e.g., product improvement, cost reduction, product
 development, import substitution, etc.:
 iii. In case of imported technology (imported during the last 3 years reckoned from the beginning of th
 financial year), following information may be furnished:
 a) Details of technology imported.: **The Company has not imported any technology**
 b) Year of import.: **Not Applicable**
 c) Whether the technology been fully absorbed: **Not Applicable**
 d) If not fully absorbed, areas where absorption has not taken place, and the reasons therefore.: **Not Applicable**
 iv. Expenditure incurred on Research and Development

| | (in Rs. 000's) | |
|---|-------------------------|-----------------|
| | 31.03.16 | 31.03.15 |
| a) Capital Expenditure | --- | --- |
| b) Recurring Expenditure | 1032.39 | 932.08 |
| c) Total Expenditure | 1032.39 | 932.08 |
| d) Total R & D Expenditure as a percentage of total turnover. | 0.11 | 0.10 |

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

| | (in Rs. 000's) | |
|------------------------------|-------------------------|---------|
| a) Foreign Exchange Earnings | : | 102,215 |
| b) Foreign Exchange Outgo | : | 361,388 |

ANNEXURE – VII**FORM No. AOC 2****Related Party Transactions disclosure**

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

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2015)

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

The Company has entered into Transactions with Related Party only on arms length Basis Hence not required to make any disclosure under this heading .

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

- I. Synergy Films Private Limited

- (a) Name(s) of the related party and nature of relationship : **Synergy Films Private Limited- Wholly Owned Subsidiary of the Company**

- (b) Nature of contracts / arrangements / transactions:

- i. **Sale, Purchase of Raw Materials, Finished Goods, Semi Finished Goods, Reprocess Materials, Machinery and Consumable Spares etc.**

- ii. **Rendering of Services/ Job work**

- (a) Duration of the contracts / arrangements / transactions: **With effect from 01st March, 2014 to 31st March 2016.**

- (b) Salient terms of the contracts or arrangements or transactions including the value, if any:

- i. **Price Shall be 2% above landed Cost to the Company or Market Price whichever is lower.**

- ii. **Payment within 90 days from the date of receiving goods, materials, machinery or services.**

- iii. **Maximum limit of value of transactions up to Rs. 10.00 Crores Annually**

- (e) Date(s) of approval by the Board, if any: **6th February 2014**

- (f) Amount paid as advances, if any: **Nil**

- II. Kunal Plastics Private Limited

- (a) Name(s) of the related party and nature of relationship : **Kunal Plastics Private Limited - Director of Ecoplast Limited being a Member & Director of Kunal Plastics Private Limited**

- (c) Nature of contracts / arrangements / transactions:

- i. **Sale, Purchase of Raw Materials, Finished Goods, Semi Finished Goods, Reprocess Materials, Machinery and Consumable Spares etc.**

- ii. **Rendering of Services/ Jobwork**

- (c) Duration of the contracts / arrangements / transactions: **With effect from 01st March, 2014 to 31st March 2016.**

- (d) Salient terms of the contracts or arrangements or transactions including the value, if any:

- i. **Price Shall be 2 %above landed Cost to the Company or Market Price whichever is lower.**

- ii. **Payment within 15 days from the date of receiving goods, materials, machinery or services.**

- iii. **Maximum limit of value of transactions up to Rs. 5.00 Crores Annually**

- (e) Date(s) of approval by the Board, if any: **6th February 2014**

- (f) Amount paid as advances if any: **Nil**

For and on behalf of the Board of Directors

Pheroze Kharas

CHAIRMAN

DIN:00026026

Mumbai, 25th May, 2016

ANNEXURE -VII
PARTICULARS OF EMPLOYEES

The information as required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2015 is given hereunder.

1. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;

| Sr. No. | Name of Director/KMP | Ratio to Remuneration of Median Remuneration |
|---------|----------------------|--|
| i. | Jaymin B.Desai | 27.83 |
| ii. | Pheroze P. Kharas | 1.24 |
| iii. | Bankim B. Desai | 0.37 |
| iv. | Charulata N. Patel | 0.55 |
| v. | Jehangir A. Moos | 1.33 |
| vi. | Dhananjay T. Desai | 0 |
| vii. | Mukul B. Desai | 1.19 |
| viii. | Bhupendra M. Desai | 1.24 |

2. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;

| Sr. No. | Name of Director/KMP | Percentage Increase in Remuneration |
|---------|----------------------|-------------------------------------|
| i. | Jaymin B.Desai | 14.23 |
| ii. | Pheroze P. Kharas | -12.22 |
| iii. | Bankim B. Desai | 172.87 |
| iv. | Charulata N. Patel | 103.10 |
| v. | Jehangir A. Moos | -5.77 |
| vi. | Dhananjay T. Desai | 0* |
| vii. | Mukul B. Desai | -12.22 |
| viii. | Bhupendra M. Desai | 24.86 |
| ix. | Mahadev D.Desai-CFO | 10.58 |
| x. | Antony P.Alapat-CS | 6.32 |

Note: Mr. Dhananjay T. Desai, Director had waived his right to receive any kind of remuneration, as precondition for his appointment as the member of Board of Director and its Committees.

3. The percentage increase in the median remuneration of employees in the financial year; **12**
4. The number of permanent employees on the rolls of company; **99**
5. The explanation on the relationship between average increase in remuneration and company performance:
The Companies Average Remuneration increased by 16 % as compared to previous financial year and Companies profit before tax has increased by 61%.
6. Comparison of the remuneration of the Key Managerial Personnel against the performance of the company;

| | |
|--------------------------------------|-----------|
| Total Remuneration of KMP | 8736375.3 |
| Turnover | 930827218 |
| Remuneration of KMP as % of Turnover | 0.94% |

7. Variations in the market capitalisation of the company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer in case of listed companies:

| | Market Capitalisation | Price Earnings Ratio | % change in market quotations of the shares as Compared to last Public offer |
|---|-----------------------|----------------------|--|
| Closing date of the previous Financial year | Rs. 13.20 Crores | 8 | +10% |
| Closing date of the current Financial year | Rs. 23.10 Crores | 10 | +92 % |

8. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;

| | |
|--|-------|
| Average Increase in Salaries excluding Managerial Remuneration | 15.97 |
| Average Increase in Managerial Remuneration | 14.23 |

9. Comparison of the each remuneration of the Key Managerial Personnel against the performance of the company:

| | Mr. Jaymin Desai Managing Director | Mr. Mahadev Desai CFO | Mr. Antony Alapat Company Secretary |
|-------------------------------|---------------------------------------|--------------------------|--|
| Remuneration | 6114798 | 2217585 | 403992 |
| Turnover | 930827218 | | |
| Remuneration as % of Turnover | 0.66 | 0.24 | 0.04 |

10. The key parameters for any variable component of remuneration availed by the directors:

The Non Executive Directors of the Company are entitled to 1% commission on the Net Profits of the Company calculated as per section 198 of the Companies Act 2013.

11. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year:

The Company doesn't have any employee who is receiving remuneration in excess of highest paid director.

12. Affirmation that the remuneration is as per the remuneration policy of the company:

The Directors hereby confirm that the Company is paying remuneration to Directors & Employees as per the remuneration policy of the Company.

13. Statement showing details of employees of the company who is drawing remuneration more than Rs.60, Lakhs Per Annum or Rs.5 Lakhs per Month.

- (i) Name of the employee: **Mr. Jaymin B. Desai**
- (ii) Designation of the employee; **Managing Director**
- (iii) Remuneration received; **Rs.61,14,798/-**
- (iv) Nature of employment, whether contractual or otherwise; **Contractual**
- (v) Qualifications ; **B.E (Chemical)**
- (vi) Experience of the employee; **Over 28 years**
- (vii) Date of commencement of employment; **1985**
- (viii) The age of such employee; **55 years**
- (ix) The last employment held by such employee before joining the company; **Not Applicable**
- (x) The percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) above; **27**
- (xi) Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager: **No**

ANNEXURE – VIII**DETAILS OF DIRECTORS REMUNERATION****I. Remuneration of Managing Director:**

- a) **SALARY:** Rs. 4,00,000/- per month with such increments, effective 1st October every year, as may be decided by the Board of Directors of the Company within the scale of Rs.4,00,000/- to Rs.6,00,000/- per month during the tenure of his appointment.
- b) **Perquisites:** In addition to the aforesaid salary, The Managing Director shall be entitled to the following perquisites:
- i) Medical Allowance of Rs.20,800 per month.
 - ii) Reimbursement of Medical Insurance premium not exceeding Rs. 25,000/- per annum.
 - iii) Personal Accident Insurance policy to cover the risk up to an annual premium not exceeding a sum of Rs. 10,000/-
 - iv) Reimbursement of Leave Travel expenses as per rules of the Company for self and family not exceeding Rs 1,50,000/- per annum

The above perquisites shall be evaluated as per the Income tax Rules wherever applicable. In the absence of such rules, perquisites will be evaluated at actual costs.

Notwithstanding anything to the contrary here in contained, where, in any financial year during the currency of the tenure of Mr. J B Desai as the Managing Director, the Company has made no profits or its profits are inadequate, the Company shall pay to the Managing Director, the above Salary and perquisites, as Minimum Remuneration.

- c) The Managing Director shall also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration specified herein above :

- i. Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income tax Act, 1961.
- ii. Gratuity payable at the rate not exceeding half a month's Salary for each completed year of service.
- iii. Earned privilege leave at the rate of one month's leave for every eleven months of service. The Managing Director shall be entitled to encash leave at the end of his tenure as Managing Director.
- iv. Provision for Car including driver's salary and Telephone at the residence of the Managing Director and mobile phone for the business of the Company shall not be treated as perquisites

All income tax and other impositions, if any, in respect of Mr. Jaymin B. Desai's remuneration shall be calculated by the Company and deducted in accordance with the applicable provisions of the Income tax law for the time being in force.

- d) Either party shall be entitled to terminate the Agreement by giving the other party not less than three calendar months notice in writing without showing any cause.
- e) Depending upon the Increase in profits & turnover of the Company, The Nomination & Remuneration Committee shall decide the performance incentives and revision in remuneration of the Managing Director.

II. Remuneration of Nonelective Director:

The Non Executive Directors of the Company are entitled to 1 % commission on the Net Profits of the Company calculated as per section 198 of the Companies Act 2013.

MANAGEMENT DISCUSSION AND ANALYSIS

1. Industry Outlook

Plastics have played a vital role in transforming the quality of life, and will progressively continue to do so over the years. The per-capita consumption of plastics in India is at around 11 to 12 kgs, as against 30 to 35 kgs in developed countries.

Normally, the tendency is to judge a product or item in terms of its waste disposal problem. The scientific approach is to make a comparative study of products or applications, based on measurements of energy input and the pollution discharged to land, water and air at every stage, from the time that basic raw materials are extracted from the earth to the time a product is produced, transported, used and disposed; this is called a Life Cycle Analysis (LCA). – or more simply the “cradle to grave approach”.

LCA studies conducted the world over (including the Centre for Polymer Science and Engineering, the Indian Institute of Technology, Delhi) have shown beyond any reasonable doubt, that plastics are the most eco-friendly materials; they have a pivotal role in reducing green house gas emissions.

Global automobile, foods processing packing and health care companies have established large manufacturing bases in India. Industry is expected to grow at the rate of 18% per annum in time to come.

2. Opportunities and Threats:

There are good opportunities in the specialty application film business - mostly industrial applications, with relatively high technology content and which are generally import substitutes. The risk of backward integration is less in these applications.

Plastics packaging adds value to agricultural produce by increasing its shelf- life and fortifying its nutritive value. The film performance for each item has to be tailored to meet specific requirements and is technology related.

Over the last three years, the industry has encountered volatility and uncertainty on price movements of Poly Ethylene coupled with exchange rate volatility is a recognised risk.

3. Risks and Concern.

While risk is an inherent aspect of any business, the Company is conscious of the need to have an effective monitoring mechanism and has put in place appropriate measures for its mitigation including business portfolio risk, financial risk, legal risk and internal process risk.

4. Internal Financial Control Systems:

The Company's internal financial control systems are commensurate with the nature of its business and the size and complexities of its operations. These systems are designed to ensure that all assets of the Company are safeguarded and protected against any loss and that all transactions are properly authorized, recorded and reported.

5. Human Resources

It is your Company's belief that people are at the heart of corporate purpose and constitute the primary source of sustainable competitive advantage. Your Company's belief in trust, transparency and teamwork improved employee productivity at all levels

6. Disclosures

During the year the Company has not entered into any transaction of material nature with its promoters, the directors or the management, their subsidiaries or relatives etc that may have potential conflict with the interest of the Company at large.

All details of transaction covered under related party transaction are given in the notes to account.

7. Cautionary Statement :

Certain statements made in the Management Discussion and Analysis Report relating to the Company's objectives, projections, outlook, expectations, estimates and others may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ from such expectations, projections and so on whether express or implied. Several factors could make significant difference to the Company's operations. These include climatic conditions and economic conditions affecting demand and supply, government regulations and taxation, natural calamities and so on over which the Company does not have any direct control.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF

ECOPLAST LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying Standalone Financial Statements of **Ecoplast Limited** ('the Company'), which comprise the Balance Sheet as at 31st March 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the 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 the 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 Statements.

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

Opinion

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

- i. in the case of the Balance sheet, of the state of affairs of the company as at March 31, 2016;
- ii. in the case of the Statement of Profit and Loss, of the **profit** for the year ended on that date; and
- iii. in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("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 the paragraph 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 sought and 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 required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act,

read with Rule 7 of the Companies (Accounts) Rules, 2014;

- (e) On the basis of the written representations received from the directors as on 31 March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164 (2) of the Act; and
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**"; and
- (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:
 1. The pending litigations as disclosed in Note No. 38 (iii) of Financial Statements would not impact Financial position of the Company.
 2. The Company did not have any long-term contract including derivative contracts for which there were any material foreseeable losses.
 3. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **AKKAD MEHTA & Co.**

Chartered Accountants

Firm ICAI Registration No. 100259W

NIRAV MEHTA

Partner

Membership No. 152552

Place: Mumbai

Date: 25th May, 2016.

ANNEXURE-A TO THE INDEPENDENT AUDITORS' REPORT

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the Standalone Financial Statements for the year ended 31st March 2016, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has programme of physical verification of its fixed assets by which fixed assets are verified once in every three years. In our opinion, periodicity and procedures of physical verification is reasonable having regard to the size of the Company and the nature of its assets and no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) (a) The inventory, except goods-in-transit has been physically verified by the management at reasonable intervals during the current year. The discrepancies noticed on verification between the physical stocks and the book records were not material and have been properly dealt with in the books of accounts.
- (iii) The Company has not granted loans, secured or unsecured to Companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act') during the year. Hence paragraphs of clause (iii)(a)(b) and (c) are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not granted loans, Investments, guarantees and securities under the provisions of section 185 and 186 of the Act. However, the Company had granted loans to Wholly owned Subsidiary Company under the erstwhile provisions of section 372A of the Companies Act, 1956. As per Rule 11 of the Companies (Meetings of Board and its power) Rules, 2014, Loans, investments and guarantees given to wholly owned subsidiary is exempted from complying the provisions of section 186(3) of the Act.
- (v) The Company has not accepted any deposits from the public during the year. Accordingly, the provision of clause 3(v) of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the books of account maintained by the Company in respect of products where, pursuant to the Rules made by the Central Government of India, the maintenance of cost records has been prescribed under subsection (1) of Section 148 of the Act, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income tax, sales tax, service tax, duty of customs, duty of Excise, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, service tax, duty of customs, duty of Excise, value added tax, cess and other material statutory dues were in arrears as at 31 March 2016 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no material dues of sales tax or duty of customs or duty of Excise or value added tax or cess which have not been deposited with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the following dues of income tax and Service Tax have not been deposited by the Company on account of disputes:

| Nature of dues | Name of the Statute | Amount in (Rs.) | Period to which the amount relates | Forum where dispute is pending |
|----------------|---------------------------|-----------------|------------------------------------|--------------------------------|
| Income Tax | Tax on Regular Assessment | 4,73,030 | A.Y.2013-14 | CIT Appeal, Valsad |
| | TOTAL - A | 4,73,030 | | |

| Nature of dues | Name of the Statute | Amount in (Rs.) | Period to which the amount relates | Forum where dispute is pending |
|-----------------------|---|------------------|------------------------------------|--|
| The Finance Act, 1994 | Service Tax Credit On The Service Of CHA | 68,207 | F.Y.2010-11 | Superintendent, C.Ex.Valsad |
| The Finance Act, 1994 | Service Tax Credit On The Service Of CHA | 3,17,688 | F.Y.2011-12 | Superintendent, C.Ex.Valsad |
| The Finance Act, 1994 | Service Tax Credit On The Service Of CHA | 51,560 | F.Y.2012-13 | Superintendent, C.Ex.Valsad |
| The Finance Act, 1994 | Service Tax Credit On The Service Of CHA | 74,376 | F.Y.2013-14 | Superintendent, C.Ex.Valsad |
| The Finance Act, 1994 | Cenvat Credit Of Service Tax Paid To Commission Agent | 54,075 | F.Y.2013-14 | Deputy Commissioner Central Excise, Customs & Service Tax ,Division-Valsad |
| The Finance Act, 1994 | Cenvat Credit Of Service Tax Paid To Commission Agent | 12,400 | F.Y.2013-14 | Superintendent, C.Ex.Valsad |
| The Finance Act, 1994 | Service Tax Credit On The Service Of CHA | 31,164 | F.Y.2014-15 | Superintendent, C.Ex.Valsad |
| The Finance Act, 1994 | Cenvat Credit Of Service Tax Paid To Commission Agent | 16,769 | F.Y.2015-16 | Superintendent, C.Ex.Valsad |
| | TOTAL - B | 6,26,239 | | |
| | TOTAL - (A+B) | 10,99,269 | | |

- (i) The Company has not defaulted in repayment of loans or borrowings to Financial institutions or banks or government during the year. The Company did not have any outstanding dues of debenture holders.
- (ii) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- (iii) According to the information and explanations given to us by the Management, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- (iv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- (v) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (vi) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act,2013 where applicable and details of such transactions have been disclosed in the Note no. 35 of financial statements as required by the applicable accounting standards.
- (vii) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (viii) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For AKKAD MEHTA & Co.

Chartered Accountants

Firm ICAI Registration No. 100259W

NIRAV MEHTA

Partner

Membership No. 152552

Place: Mumbai

Date: 25th May, 2016.

ANNEXURE – B TO THE INDEPENDENT AUDITORS' REPORT**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of **Ecoplast Limited** (“the Company”) as of 31st March, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external

purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2016, based on the information and explanation of the Company provided to us, Internal Financial Control framework and the report of the Internal Auditors on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit on Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **AKKAD MEHTA & Co.**

Chartered Accountants

Firm ICAI Registration No. 100259W

NIRAV MEHTA

Partner

Membership No. 152552

Place: Mumbai

Date: 25th May, 2016.

| BALANCE SHEET AS AT 31ST MARCH, 2016 | | | |
|--|--------------|--------------------|--------------------|
| | Note No | As at 31.03.2016 | As at 31.03.2015 |
| <u>EQUITY AND LIABILITIES</u> | | | |
| SHAREHOLDERS' FUNDS | | | |
| Share Capital | 3 | ₹ 30,000,000 | ₹ 30,000,000 |
| Reserves and Surplus | 4 | 190,019,020 | 172,160,982 |
| | | 220,019,020 | 202,160,982 |
| NON CURRENT LIABILITIES | | | |
| Long Term Borrowings | 5 | 22,607,594 | 32,262,240 |
| Deferred Tax Liabilities (Net) | 6 | 8,021,190 | 9,322,086 |
| Long Term Provisions | 7 | 3,475,187 | 2,934,912 |
| | | 34,103,971 | 44,519,238 |
| CURRENT LIABILITIES | | | |
| Short Term Borrowings | 8 | 72,554,762 | 84,517,277 |
| Trade Payables | 9 | 82,412,848 | 85,333,962 |
| Other Current Liabilities | 10 | 14,067,968 | 18,234,326 |
| Short Term Provisions | 11 | 3,688,580 | 6,745,180 |
| | | 172,724,158 | 194,830,746 |
| | TOTAL | 426,847,149 | 441,510,965 |
| <u>ASSETS</u> | | | |
| NON CURRENT ASSETS | | | |
| Fixed Assets | | | |
| - Tangible Assets | 12 | 104,776,757 | 106,624,757 |
| - Capital work-in-progress | 12 | 640,959 | 906,071 |
| Non Current Investments | 13 | 8,176,257 | 8,176,257 |
| Long Term Loans & Advances | 14 | 47,792,940 | 43,237,745 |
| | | 161,386,913 | 158,944,829 |
| CURRENT ASSETS | | | |
| Inventories | 15 | 85,529,089 | 90,177,058 |
| Trade Receivables | 16 | 168,163,338 | 171,567,536 |
| Cash & Cash Equivalents | 17 | 3,894,767 | 4,001,057 |
| Short Term Loans & Advances | 18 | 6,097,072 | 14,878,030 |
| Other Current Assets | 19 | 1,775,970 | 1,942,455 |
| | | 265,460,236 | 282,566,136 |
| | TOTAL | 426,847,149 | 441,510,965 |
| Significant Accounting Policies | 2 | | |
| Notes Forming a part of the Financial Statements | 3 To 42 | | |

As per our Report of even date.
For **AKKAD MEHTA & CO.**
Chartered Accountants
Firm ICAI Registration No. 100259W

For and on behalf of the Board of Directors

NIRAV MEHTA
Partner
Membership No : 152552

P. P. KHARAS
Chairman

JAYMIN B.DESAI
Managing Director

ANTONY ALAPAT
Company Secretary

M. D. DESAI
C.F.O.
Place : Mumbai
Date : 25th May, 2016

Place: Mumbai
Date: 25th May, 2016

| STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016 | | | |
|---|---------|--------------------|--------------------|
| | Note No | 31.03.2016 | 31.03.2015 |
| | | ₹ | ₹ |
| INCOME | | | |
| Revenue from Operations | 20 | 930,827,218 | 941,018,308 |
| Other Income | 21 | 3,359,305 | 3,560,126 |
| Total Revenue | | 934,186,523 | 944,578,434 |
| EXPENDITURE | | | |
| Cost of Materials Consumed | 22 | 687,980,356 | 742,164,480 |
| Changes in Inventories of Finished Goods and Work in Progress | 23 | 6,878,277 | (2,792,954) |
| Employee Benefits Expense | 24 | 61,201,916 | 48,310,564 |
| Finance Costs | 25 | 14,842,345 | 19,239,870 |
| Depreciation & Amortization | 12 | 16,784,490 | 18,283,607 |
| Other Expenses | 26 | 109,753,270 | 96,540,954 |
| Total Expenses | | 897,440,654 | 921,746,521 |
| Profit Before Tax | | 36,745,869 | 22,831,913 |
| Tax Expenses: | | | |
| Current Tax | | 14,730,000 | 9,850,000 |
| Deferred Tax | | (1,300,896) | (2,713,468) |
| Tax in respect of Earlier Years | | 42,633 | 605,716 |
| Profit for the year | | 23,274,132 | 15,089,664 |
| Earnings Per Equity Share of Face Value of Rs.10 Each Basic & Diluted (in Rs.) | | 7.76 | 5.03 |
| Significant Accounting Policies | 2 | | |
| Notes Forming a part of the Financial Statements | 3 To 42 | | |

As per our Report of even date.
For **AKKAD MEHTA & CO.**
Chartered Accountants
Firm ICAI Registration No. 100259W

For and on behalf of the Board of Directors

NIRAV MEHTA
Partner
Membership No : 152552

P. P. KHARAS
Chairman

JAYMIN B.DESAI
Managing Director

ANTONY ALAPAT
Company Secretary

M. D. DESAI
C.F.O.
Place : Mumbai
Date : 25th May, 2016

Place: Mumbai
Date: 25th May, 2016

| CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016 | | | | |
|--|---------------------------------|--------------|---------------------------------|--------------|
| Particulars | For the year ended 31 Mar, 2016 | | For the year ended 31 Mar, 2015 | |
| | ₹ | ₹ | ₹ | ₹ |
| A. Cash flow from operating activities | | | | |
| Net Profit before Tax as per Statement of Profit and Loss | | 36,745,869 | | 22,831,913 |
| <i>Adjustments for:</i> | | | | |
| Depreciation and amortization and impairment | 16,784,490 | | 18,283,607 | |
| (Profit) / loss on sale / write off of assets (net) | - | | (56,991) | |
| Finance costs | 14,842,345 | | 19,239,871 | |
| Interest income | (588,509) | | (1,034,338) | |
| Liabilities / provisions no longer required written back | (436,624) | | (490,198) | |
| Provision for doubtful trade and other receivables, loans and advances | - | | 449,140 | |
| | | 30,601,702 | | 36,391,090 |
| Operating profit before working capital changes | | 67,347,570 | | 59,223,003 |
| <i>Changes in working capital:</i> | | | | |
| <i>Adjustments for (increase)/decrease in operating assets:</i> | | | | |
| Inventories | 4,647,969 | | 16,358,396 | |
| Trade receivables | 3,404,198 | | 225,562 | |
| Short-term loans and advances | 8,780,958 | | (3,395,548) | |
| Long-term loans and advances | (4,555,194) | | 3,158,929 | |
| Other current assets | 166,485 | | (338,004) | |
| <i>Adjustments for increase/(decrease) in operating liabilities:</i> | | | | |
| Trade payables | (2,484,490) | | (9,825,662) | |
| Other current liabilities | (4,166,358) | | 1,035,354 | |
| Short-term provisions | 1,263,184 | | 713,540 | |
| Long-term provisions | 540,275 | | 820,641 | |
| | | 7,597,027 | | 8,753,208 |
| | | 74,944,598 | | 67,976,211 |
| Cash generated from operations | | 74,944,598 | | 67,976,211 |
| Net income tax (paid) / refunds | | (14,772,633) | | (10,455,716) |
| Net cash flow from / (used in) operating activities (A) | | 60,171,965 | | 57,520,495 |
| B. Cash flow from investing activities | | | | |
| Capital expenditure on fixed assets, including capital advances | (14,671,380) | | (14,353,199) | |
| Proceeds from sale of fixed assets | - | | 506,002 | |
| Interest received | | | | |
| - Others | 588,509 | | 1,034,338 | |
| | | (14,082,871) | | (12,812,859) |
| | | (14,082,871) | | (12,812,859) |
| Net cash flow from / (used in) investing activities (B) | | (14,082,871) | | (12,812,859) |

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

| Particulars | For the year ended 31 Mar, 2016 | | For the year ended 31 Mar, 2015 | |
|--|---------------------------------|--------------|---------------------------------|--------------|
| | ₹ | ₹ | ₹ | ₹ |
| C. Cash flow from financing activities | | | | |
| Proceeds / (Repayment) of long-term borrowing | (9,654,646) | | 10,301,340 | |
| Net increase/(decrease) in working capital borrowing | (75,434,747) | | (109,734,159) | |
| Proceeds/(Repayment) of other short-term borrowing | 63,472,232 | | 70,829,077 | |
| Finance cost | (14,842,345) | | (19,239,871) | |
| Interim Dividends paid | (4,500,000) | | - | |
| Tax on interim dividend | (916,094) | | - | |
| Dividends paid | (3,600,000) | | (3,600,000) | |
| Tax on dividend | (719,784) | | (584,010) | |
| | | (46,195,384) | | (52,027,622) |
| Net cash flow from / (used in) financing activities (C) | | (46,195,384) | | (52,027,622) |
| Net increase/(decrease) in Cash and cash equivalents (A+B+C) | | (106,290) | | (7,319,986) |
| Cash and cash equivalents at the beginning of the year | | 4,001,057 | | 11,321,045 |
| Cash and cash equivalents at the end of the year | | 3,894,767 | | 4,001,058 |
| Cash and cash equivalents at the end of the year Comprises : | | | | |
| (a) Cash on hand | | 310,028 | | 424,089 |
| (b) Balances with banks | | | | |
| (i) In current accounts | | 765,653 | | 622,243 |
| (ii) In earmarked accounts (Refer Note (2) below) | | 2,819,086 | | 2,954,727 |
| | | 3,894,767 | | 4,001,058 |

Notes:

- The Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard - 3 "Cash Flow Statement"
- These earmarked account balances with banks can be utilized only for the specific identified purposes.
- The previous year's figures have been regrouped/ restated wherever necessary to conform to this year's classification.

As per our Report of even date.
For AKKAD MEHTA & CO.
Chartered Accountants
 Firm ICAI Registration No. 100259W

For and on behalf of the Board of Directors

NIRAV MEHTA
Partner
 Membership No : 152552

P. P. KHARAS
 Chairman

JAYMIN B.DESAI
 Managing Director

ANTONY ALAPAT
 Company Secretary

M. D. DESAI
 C.F.O.
 Place : Mumbai
 Date : 25th May, 2016

Place: Mumbai
 Date: 25th May, 2016

NOTES FORMING PART OF THE ACCOUNTS

1. Corporate Information

Ecoplast Limited is Public Company domiciled in India and incorporated under the provisions of the Companies Act, 1956 having Corporate Identity Number L25200GJ1981PLC004375 . Its shares are listed on Bombay Stock Exchange in India. The Company is engaged in the business of manufacturing, processing and selling of Co-extruded Plastic Film for packaging and industrial applications. The principal place of business of the company is at Abrama-Valsad. The Company caters to both domestic and international markets. It has various certifications like ISO 9001, ISO 14001 and ISO 22000 registration for products thereby complying with globally accepted quality standards.

2. Summary of Significant Accounting Policies

2.1 Basis of Accounting and preparation of financial statements

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles(GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

All the assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act,2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its Operating Cycle to be 12 months for the purpose of current-non current classification of assets and liabilities

2.2 Use of Estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

2.3 Inventories

The mode of valuing closing stock is as under:

- Raw-Materials & Packing Materials - at Cost
- Finished Goods - at lower of Cost or market value.
- Semi-Finished Goods - at lower of Cost or market value.

The cost for the purpose of valuation of Finished and Semi - Finished goods is arrived at on FIFO basis and includes Cost of conversion and other cost incurred in bringing the inventories to their present location and condition. Due allowance is estimated and made for defective and obsolete items, wherever necessary, based on the past experience of the company.

-Machinery Spares, Ink and Fuel - at cost.

-Scrap - at market value.

2.4 Cash and Cash Equivalents (for purposes of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.5 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.6 Depreciation and amortisation

- a. Depreciation is systematically allocated over the useful life of an asset in the manner and useful life as specified in part C of schedule II of Companies Act, 2013.
- b. Depreciation for assets purchased/sold during a period is proportionately charged.

2.7 Revenue Recognition

- a. Domestic Sales are recognised when goods are dispatched. Sales are accounted net of amount recovered towards Excise duty, Central Sales tax and Value added tax.
- b. Export Sales are accounted for on the basis of the date of Bill of Lading.
- c. Sales rejections are accounted on actual receipt of rejected goods/settlement of claims.
- d. Price differences are accounted on actual settlement with the parties.
- e. Insurance and other claims are accounted on cash basis.
- f. Export incentives are accounted on receipt basis.
- g. Interest income is accounted on accrual basis.

2.8 Fixed Assets

- a. Fixed Assets are stated at cost of acquisition or construction or at revalued amounts wherever such assets have been revalued less accumulated depreciation.
- b. The cost of fixed assets comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use.

2.9 Machinery Spares

Machinery spares other than stand-by spares are charged to Statement of Profit & Loss as and when consumed. Machinery spares in the nature of stand - by equipments/ spares are capitalised and depreciated over the balance useful life of the principal item.

2.10 Foreign Currency Transactions

"Initial Recognition: All transactions in foreign currency are recorded on initial recognition at the exchange rate prevailing at the time of the transaction.

Measurement at Balance Sheet date: Monetary assets and liabilities denominated in foreign currency are reported using the closing exchange rate on each balance sheet date unless covered by forward contract.

Treatment of Exchange Differences: The exchange difference arising on the settlement of monetary items or on reporting these items at rates different from rates at which these were initially recorded/ reported in financial statements are recognised as income/expense in the Statement of Profit & Loss of the year.

2.11 Investments

Investments that are intended to be held for more than a year, from the date of acquisition, are classified as long-term investments and are carried at acquisition cost. However, provision for diminution in value of investments is made to recognise a decline, other than temporary, in the value of the investments. Investments, other than long-term investments, being current investments, are valued at cost or fair value, whichever is lower, determined on an individual basis.

2.12 Employee Benefits

Short term employees benefits

All employees benefits payable wholly within 12 months of rendering service are classified as short term employees benefits. Benefits such as salaries, wages and short term compensated absences etc. and the expected cost of bonus/ex-gratia are recognised in the period in which the employee renders the related services.

Defined Contribution Plans

Superannuation :

The Company has Defined Contribution Plan for Post employment benefits in the form of Superannuation Fund for certain class of employees as per the scheme, administered through Life Insurance Corporation (LIC) and Trust which is administered by the Trustees and is charged to revenue every year. Company has no further obligation beyond its contributions.

Employee's Family Pension :

The Company has Defined Contribution Plan for Post-employment benefits in the form of family pension for all eligible employees, which is administered by the Regional Provident Fund Commissioner and is charged to revenue every year. Company has no further obligation beyond its monthly contributions.

Provident Fund :

The Company has Defined Contribution Plan for Post-employment benefits in the form of Provident Fund for all eligible employees; which is administered by the Regional Provident Fund Commissioner and is charged to revenue every year. Company has no further obligations beyond its monthly contributions.

Defined Benefit Plans

Gratuity :

The Company has a Defined Benefit Plan for Post-employment benefit in the form of gratuity for all eligible employees which is administered through Life Insurance Corporation (LIC) and a trust which is administered by the trustees. Liability for above defined benefit plan is provided on the basis of actuarial valuation as at the Balance Sheet date, carried out by an independent actuary. The actuarial method used for measuring the liability is the Projected Unit Credit method.

Compensated Absences :

Liability for Compensated Absences is provided on the basis of valuation, as at the Balance Sheet date, carried out by an independent actuary. The Actuarial valuation method used for measuring the liability is the Projected Unit Credit method. Under this method, the Defined Benefit Obligation is calculated taking into account pattern of availment of leave whilst in service and qualifying salary on the date of availment of leave. In respect of encashment of leave, the Defined Benefit obligation is calculated taking into account all types of the increment, salary growth, attrition rate and qualifying salary projected up to the assumed date of encashment.

Termination Benefits

Termination benefits are recognised as expense immediately

2.13 Borrowing Costs

Borrowing costs directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of the assets, upto the date the asset is put to use. A qualifying asset is an asset that necessarily takes substantial period of time to get ready for its intended use. Other borrowing costs are charged to the Statement of Profit and Loss in the year in which they are incurred.

2.14 Research and Development

Revenue expenditure, including overheads on Research & Development, is charged as an expense through the natural heads of account in the year in which incurred. Expenditure which results in the creation of capital assets is capitalised and depreciation is provided on such assets as applicable.

2.15 Cenvat Credit

Cenvat credit available on purchase of services / materials / capital goods is accounted by reducing cost of services / materials / capital goods. Cenvat credit availed of is accounted by way of adjustment against Excise duty payable on dispatch of finished goods.

2.16 Lease

For Premises taken on lease, lease rentals payable are charged to revenue

2.17 Earning per share

Basic earning per share is calculated by dividing the profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

2.18 Taxation

Current tax

Provision for Income Tax is made on the assessable profits of the Company at the tax rate applicable to the relevant assessment year and in accordance with the provisions of the Income Tax Act, 1961.

Deferred Tax Provision

Deferred tax assets & liabilities resulting from timing differences between book profits and tax profits are accounted for under the liability method and measured at substantially enacted rates of tax at the Balance Sheet date to the extent that there is reasonable/ virtual certainty that sufficient future taxable income will be available against which such deferred tax asset/ virtual liability can be realised.

2.19 Impairment of Fixed Assets

In accordance with AS 28 on 'Impairment of Assets', where there is an indication of impairment of the company's assets related to cash generating units, the carrying amount of such assets are reviewed at each Balance Sheet date to determine whether there is any impairment. An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

2.20 Provisions/Contingencies

The Company recognises a provision when there is a present obligation as result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a Contingent liability is made when there is a present obligation that may, but probably will not, require a outflow of resources. When there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure as specified in Accounting Standard 29 - 'Provisions, Contingent Liabilities and Contingent Assets, is made. Contingent Assets are neither recognised nor disclosed, in the financial statements.

2.21 Provision for Bad and Doubtful Debts/Advances

Provision is made in the accounts for Bad and Doubtful Debts which, in the opinion of the management, are considered doubtful of recovery.

NOTE NO. 3 : SHARE CAPITAL

| Particulars | As at 31 March, 2016 | | As at 31 March, 2015 | |
|---|----------------------|-------------------|----------------------|-------------------|
| | No. of Shares | ₹ | No. of Shares | ₹ |
| Authorised | | | | |
| Equity Shares of Rs.10eachwith voting rights | 10,000,000 | 100,000,000 | 10,000,000 | 100,000,000 |
| Issued, Subscribed and fully paid up | | | | |
| Equity Shares of Rs.10/- each fully paid-up with voting right | 3,000,000 | 30,000,000 | 3,000,000 | 30,000,000 |
| | 3,000,000 | 30,000,000 | 3,000,000 | 30,000,000 |

3.1 The reconciliation of the number of shares outstanding is set out below:-

| Particulars | As at 31 March, 2016 | | As at 31 March, 2015 | |
|--|----------------------|-------------------|----------------------|-------------------|
| | No. of Shares | ₹ | No. of Shares | ₹ |
| Equity Shares outstanding at the beginning of the year | 3,000,000 | 30,000,000 | 3,000,000 | 30,000,000 |
| Add : Fresh issue during the year | - | - | - | - |
| Less : Buy back during the year | - | - | - | - |
| Equity Shares outstanding at the end of the year | 3,000,000 | 30,000,000 | 3,000,000 | 30,000,000 |

3.2 The Company has only one class of equity shares having a par value of Rs. 10 per share. Each Shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders.

3.3 The Paid-up Capital includes 1,500,000 Equity Shares of Rs.10 each allotted as fully paid up Bonus shares by capitalising Rs.5,000,000 out of General Reserve and Rs. 10,000,000 out of Revaluation Reserve prior to Listing of Companies Equity Shares.

3.4 Details of shares held by each shareholder holding more than 5% shares :

| Class of shares / Name of shareholder | As at 31 March, 2016 | | As at 31 March, 2015 | |
|---|-----------------------|----------------------------|-----------------------|----------------------------|
| | Number of shares held | % holding in that class of | Number of shares held | % holding in that class of |
| Equity shares with voting rights | | | | |
| Mrs Amita J. Desai | 541,846 | 18.06% | 475,016 | 15.83% |
| Mrs Charulata N. Patel | 377,783 | 12.59% | 355,409 | 11.85% |
| Silver Stream Properties Pvt Ltd. | 476,827 | 15.89% | 476,827 | 15.89% |

NOTE NO. 4 : RESERVES AND SURPLUS

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| (a) Securities premium reserve | | |
| Balance as per last Balance Sheet | 30,000,000 | 30,000,000 |
| Closing Balance | 30,000,000 | 30,000,000 |
| (b) General reserve | | |
| Balance as per last Balance Sheet | 48,281,315 | 45,781,315 |
| Add: Transferred from surplus in Statement of Profit and Loss | 2,500,000 | 2,500,000 |
| Closing Balance | 50,781,315 | 48,281,315 |

| (c) Surplus in Statement of Profit and Loss | | |
|--|--------------------|--------------------|
| Balance as per last Balance Sheet | 93,879,667 | 87,584,081 |
| Add: Profit for the year | 23,274,132 | 15,089,664 |
| | 117,153,799 | 102,673,745 |
| Less: Carrying value of assets where useful life is nil as on 01.04.2014 (after considering residual value) (Net of deferred Rs. 9,48,421) | - | 1,974,294 |
| Transferred to General reserve | 2,500,000 | 2,500,000 |
| Interim Dividend distributed to equity shareholders (1.50 per share) | 4,500,000 | - |
| Tax on Interim dividend | 916,094 | - |
| Dividends proposed to be distributed to equity shareholders (nil per share) | - | 3,600,000 |
| Tax on dividend | - | 719,784 |
| Closing Balance | 109,237,705 | 93,879,667 |
| Total | 190,019,020 | 172,160,982 |

NOTE NO. 5 : LONG TERM BORROWINGS

| | As at 31-03-2016 | | As at 31-03-2015 | |
|--------------------------------|-------------------|------------------|------------------|------------|
| | ₹ | | ₹ | |
| | Non-Current | Current | Non-Current | Current |
| SECURED | | | | |
| Term Loan from Bank | | | | |
| Bank of Baroda Term Loan II | - | - | - | 2,115,315 |
| Bank of Baroda Term Loan III | - | - | - | 1,330,808 |
| Bank of Baroda Term Loan IV | 4,243,000 | 1,764,000 | 6,007,000 | 1,764,000 |
| Bank of Baroda Coporate Loan V | 18,000,000 | 6,000,000 | 24,864,000 | 5,136,000 |
| UNSECURED | | | | |
| Car Loan under Hire Purchase | 364,594 | 1,031,428 | 1,391,240 | 1,082,530 |
| | 22,607,594 | 8,795,428 | 32,262,240 | 11,428,653 |

Details:

- (i) The above Loans are Secured by Equitable Mortgage of Land & Factory Building of the Company at Abrama-Valsad, Office Premises at Andheri (East) Mumbai & hypothecation of Plant and Machinerias and Other Movable Fixed Assets of the Company, both present and future and hypothecation of raw materilas ,stock in process, packing materials and finished goods and book debts of the Company both present and future and further secured by personal guarantee of Managing Director.
- (ii) Interest Rate Profile of Term Loans & Deposits are set out as below:

| Particulars | Rate of Interest (p.a.) | Amount in ₹ |
|------------------------------|-------------------------|-------------------|
| Term Loan from Bank-IV | 11.80% | 6,007,000 |
| Corporate Loan from Bank-V | 12.25% | 24,000,000 |
| | | 30,007,000 |
| Car Loan under Hire Purchase | 10.78% | 805,450 |
| | 10.51% | 295,286 |
| | 10.51% | 295,286 |
| | | 1,396,022 |

(iii) Maturity Profile of Term Loans & Deposits is set out below:

| Particulars | Maturity Profile (Amount in ₹) | | |
|------------------------------|---------------------------------|------------|----------|
| | 1-2 years | 3-4 years | >4 years |
| Term Loan from Bank-IV | 3,528,000 | 2,479,000 | - |
| Corporate Loan from Bank-V | 12,000,000 | 12,000,000 | - |
| Car Loan under Hire Purchase | 1,396,022 | - | - |

NOTE NO. 6 : DEFERRED TAX LIABILITY (NET)

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|--|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Deferred tax (liability) / asset | | |
| <u>Tax effect of items constituting deferred tax liability</u> | | |
| On difference between book balance and tax balance of fixed assets | 12,270,809 | 12,940,044 |
| <u>Tax effect of items constituting deferred tax liability</u> | 12,270,809 | 12,940,044 |
| <u>Tax effect of items constituting deferred tax assets</u> | | |
| Provision for compensated absences, gratuity & other employee benefits | 2,368,556 | 1,739,420 |
| Provision for doubtful debts / advances | 295,014 | 321,994 |
| Provision for diminution in the value of investments | 1,586,049 | 1,556,544 |
| Tax effect of items constituting deferred tax assets | 4,249,619 | 3,617,958 |
| Net deferred tax (Liability) / Asset | (8,021,190) | (9,322,086) |

NOTE NO. 7 : LONG -TERM PROVISIONS

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|--|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Provision for employee benefits : | | |
| Provision for compensated absences | 3,475,187 | 2,934,912 |
| Total | 3,475,187 | 2,934,912 |

NOTE NO. 8 : SHORT-TERM BORROWINGS

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Loans repayable on demand | | |
| From banks | | |
| Secured | 63,523,334 | 75,434,747 |
| From Others - Unsecured | | |
| Inter Corporate Deposits | 8,000,000 | 8,000,000 |
| Car Finance under H.P. Agreement (Refer Note No. 5) | 1,031,428 | 1,082,530 |
| Total | 72,554,762 | 84,517,277 |

8.1 Details of Security for the secured short-term borrowings :

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|----------------------------------|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| <u>Loans repayable on demand</u> | | |
| Bank Of Baroda | 63,523,334 | 75,434,747 |
| | 63,523,334 | 75,434,747 |

(Secured by hypothecation of inventories, book debts of the Company both present & futures and collaterally secured by equitable mortgage of Company's Land and Factory Buildings at Abrama-Valsad and Office Premises at Andheri (East) Mumbai, hypothecation of Plant and Machineries and guaranteed by Managing Director)

Interest Rate : 11.65%

NOTE NO. 9 : TRADE PAYABLES

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|-------------------------------------|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Trade payables : | | |
| Micro, Small and Medium Enterprises | 493,582 | 135,008 |
| Others | 81,919,266 | 85,198,954 |
| Total | 82,412,848 | 85,333,962 |

9.1 Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 :

Amount due to Micro, Small and Medium Enterprises as on 31st March, 2016 are disclosed on the basis of information available with the Company regarding status of the suppliers is as follows :

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|--|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Principal Amount due and remaining unpaid | 493,582 | 135,008 |
| Interest due on above and the unpaid interest | 15,674 | 4,799 |
| Interest paid during the year | - | - |
| Payment made beyond the appointed day during the year | 786,092 | 692,968 |
| Interest due and payable for the period of delay | 419 | 1,964 |
| Interest accrued and remaining unpaid | 16,093 | 6,763 |
| Amount of further interest remaining due and payable in succeeding years | 22,856 | 9,485 |

This information has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

NOTE NO. 10 : OTHER CURRENT LIABILITIES

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Current maturities of long-term Secured Debts (Refer Note No.5) | 7,764,000 | 10,346,123 |
| Unclaimed dividends* | 1,025,907 | 688,428 |
| Unclaimed matured deposits and interest accrued thereon | 141,482 | - |
| Other payables | | |
| Statutory dues payable | 3,440,340 | 4,337,393 |
| Advances from customers | 943,226 | 940,941 |
| Others -Net Salaries & Wages Payable | 753,012 | 1,921,441 |
| Total | 14,067,968 | 18,234,326 |

* There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund.

NOTE NO. 11 : SHORT-TERM PROVISIONS

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|--|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Provision for employee benefits : | | |
| Provision for bonus | 1,693,824 | 747,570 |
| Provision for compensated absences | 1,413,648 | 1,219,775 |
| Provision for gratuity | 581,108 | 458,051 |
| | 3,688,580 | 2,425,396 |
| Other Provision | | |
| Provision for proposed equity dividend | - | 3,600,000 |
| Provision for tax on proposed dividends | - | 719,784 |
| | - | 4,319,784 |
| Total | 3,688,580 | 6,745,180 |

NOTE NO. 12 : FIXED ASSETS (Figures in brackets represents previous year figure)

| Tangible assets | GROSS BLOCK | | | | Accumulated depreciation and impairment | | | | NET BLOCK | |
|------------------------|------------------------|--------------|------------------------|--------------------------------------|---|---------------------------|--|--|-------------------------|-------------------------|
| | Balance as at 1-4-2015 | Additions | Disposals /Adjustments | Borrowing cost Capitalised 31-3-2016 | Balance as at 1-4-2015 | Depreciation for the year | Eliminated on disposal of assets /Adjust-ments | Retained Earnings due to Schedule II**** | Balance as at 31-3-2016 | Balance as at 31-3-2015 |
| | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ |
| Own Assets | | | | | | | | | | |
| Land - Freehold | 5,096,185 | - | - | - | 5,096,185 | - | - | - | 5,096,185 | 5,096,185 |
| | (5,096,185) | - | - | - | (5,096,185) | - | - | - | (5,096,185) | (5,096,185) |
| Buildings * | 43,129,130 | 1,281,288 | - | - | 44,410,418 | 1,097,678 | - | - | 25,137,759 | 24,954,148 |
| | (43,129,130) | - | - | - | (43,129,130) | (1,094,566) | (842,522) | - | (24,954,149) | (26,891,237) |
| Plant and Equipment | 201,458,181 | 12,991,108 | - | - | 214,449,289 | 14,250,614 | - | - | 68,542,636 | 69,802,142 |
| | (212,026,452) | (12,000,801) | (22,635,071) | (66,000) | (201,458,182) | (15,458,336) | (22,190,376) | (1,720,696) | (69,802,141) | (75,359,067) |
| Furniture and Fixtures | 3,817,490 | 79,157 | - | - | 3,896,647 | 81,339 | - | - | 362,312 | 364,494 |
| | (3,748,703) | (68,787) | - | - | (3,817,490) | (78,912) | - | (35,139) | (364,494) | (409,758) |
| Vehicles ** | 9,171,626 | - | - | - | 9,171,626 | 762,238 | - | - | 3,671,202 | 4,433,439 |
| | (9,604,927) | - | (433,301) | - | (9,171,626) | (762,238) | (433,301) | - | (4,433,439) | (5,195,677) |
| Office equipment | 14,068,821 | 584,939 | - | - | 14,653,760 | 592,623 | - | - | 1,966,663 | 1,974,346 |
| | (12,657,141) | (1,523,989) | (112,308) | - | (14,068,822) | (889,556) | (107,992) | (324,358) | (1,974,347) | (1,668,588) |
| Gross Total *** | 276,741,433 | 14,936,492 | - | - | 291,677,925 | 16,784,490 | - | - | 104,776,757 | 106,624,755 |
| C W I P | 906,071 | 640,959 | 906,071 | - | 640,959 | - | - | - | 640,959 | 906,071 |
| | (212,448) | (906,070) | (212,448) | - | (906,070) | - | - | - | (906,070) | (212,448) |
| Previous year | 277,647,504 | 15,577,451 | 906,071 | - | 292,318,884 | 16,784,490 | - | - | 105,417,716 | 107,530,826 |
| | 286,474,987 | 14,499,647 | 23,393,128 | 66,000 | 277,647,506 | 18,283,607 | 22,731,669 | 2,922,715 | 107,530,827 | 114,832,961 |

* Buildings include Rs.250 being cost of 5 shares of Rs.50 each in Riddhi Premises Co-operative Housing Society Ltd.

Details of assets acquired under hire-purchase agreements

| Particulars | Gross Block | | Net Block | |
|-------------|----------------|----------------|----------------|----------------|
| | 31 March, 2016 | 31 March, 2015 | 31 March, 2016 | 31 March, 2015 |
| Vehicles | 6,668,120 | 6,668,120 | 3,671,202 | 4,349,838 |

*** Gross Block include Rs. 19,95,221 on revaluation of Fixed Assets as on 31st March, 1994 excluding Vehicles, Furniture & Fixtures and Office Equipments.

**** The management of the Company has identified tangible fixed assets and their major components and has reviewed/determined their remaining useful lives. Accordingly, the depreciation on tangible fixed assets is provided for in accordance with the provisions of Schedule II to the Companies Act, 2013. In respect of assets where the remaining useful life is 'Nil', their carrying amount (net of tax effect) after retaining the residual value as on 1st April, 2014 as determined by the management has been adjusted against the opening balance of retained earnings Rs. 19,74,294 (Net of Tax) as on that date.

NOTE NO. 13 : NON-CURRENT INVESTMENTS

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|--|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Other Investments | | |
| Investment in Equity Shares of a Subsidiary Company Unquoted 11,95,360 (As at 31 March 2015 : 11,95,360) Equity Shares of Rs.10 each fully paid up in Synergy Films Pvt. Ltd. | 15,372,486 | 15,372,486 |
| Less : Provision for diminution in value of Investments till date | 7,196,229 | 7,196,229 |
| Total | 8,176,257 | 8,176,257 |

NOTE NO. 14 : LONG - TERM LOANS AND ADVANCES

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Capital Advances | | |
| Unsecured, considered good | 3,861,500 | - |
| Security deposits | | |
| Unsecured, considered good | 4,268,277 | 3,783,456 |
| Loans and advances to related parties | | |
| Unsecured, considered good | | |
| Loan and Interest due their on from a Subsidiary Company (Refer Note 35) | 37,218,771 | 37,218,771 |
| Loans and advances to employees | 1,026,275 | 362,723 |
| Prepaid expenses | 464,839 | 535,905 |
| Advance income tax net of provisions | 842,078 | 1,183,814 |
| Balances with government authorities | | |
| Unsecured, considered good | | |
| CST & VAT receivable on Assessment | 111,200 | 153,077 |
| Total | 47,792,940 | 43,237,746 |

NOTE NO. 15 : INVENTORIES

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|-------------------------------------|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Raw materials | 36,845,708 | 43,899,944 |
| Raw-Materials in-transit | 21,501,313 | 11,300,925 |
| Work-in-progress | 11,171,075 | 11,771,413 |
| Finished goods | 10,873,108 | 17,170,906 |
| Finished Goods in-transit | 2,273,061 | 2,253,202 |
| Packing Material, Stores and Spares | 2,850,875 | 3,775,546 |
| Others - Scrap | 13,949 | 5,122 |
| Total | 85,529,089 | 90,177,058 |

NOTE NO. 16 : TRADE RECEIVABLES

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Trade receivables outstanding for a period exceeding six months from the date they were due for payment | | |
| Unsecured, considered good | - | 66,961 |
| Doubtful | 892,277 | 992,277 |
| | 892,277 | 1,059,238 |
| Less: Provision for doubtful trade receivables | 892,277 | 992,277 |
| | - | 66,961 |
| Other Trade receivables* | | |
| Unsecured, considered good | 168,163,338 | 171,500,575 |
| Total | 168,163,338 | 171,567,536 |

* Includes trade receivable from Subsidiary Company of Rs. 40,08,464 (Previous Year Rs. 58,27,922) and Rs. 25,807 (Previous Year - Rs. Nil) from other related party (Refer Note No. 35).

NOTE NO. 17 : CASH AND CASH EQUIVALENTS

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Cash on hand | 310,028 | 424,089 |
| Balances with banks | | |
| In current accounts | 765,653 | 622,243 |
| Unpaid dividend accounts | 1,026,568 | 689,089 |
| In Fixed Deposit Accounts, held as margin money against Letter of Credit* | 1,792,518 | 2,265,638 |
| Total | 3,894,767 | 4,001,058 |

* Includes deposits of Rs. 12,63,282/- under Bank's Lien as a collateral security for Working Capital facilities availed by Subsidiary Company-Synergy Films Pvt. Ltd.

NOTE NO. 18 : SHORT-TERM LOANS AND ADVANCES

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|--------------------------------------|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Prepaid expenses | 2,726,082 | 2,142,028 |
| Balances with Government Authorities | 1,133,248 | 4,018,248 |
| Cenvat credit receivable | | |
| Service Tax credit receivable | 1,216,933 | 7,915,336 |
| Advance to Trade Payables | 108,932 | 152,853 |
| Loans and Advances to employees | 911,877 | 649,565 |
| Total | 6,097,072 | 14,878,030 |

NOTE NO. 19 : OTHER CURRENT ASSETS

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|--|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Accruals | | |
| Interest accrued on Fixed Deposits with Banks & Others | 393,797 | 566,574 |
| TDS Refund Receivable | 439,326 | 439,326 |
| Discount Receivable | 942,846 | 936,554 |
| Total | 1,775,969 | 1,942,454 |

NOTE NO. 20 : REVENUE FROM OPERATIONS

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|---|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Sale of products | 1,022,885,840 | 1,036,137,677 |
| Processing charges | 6,297,095 | 2,662,584 |
| Other operating revenues | 1,199,793 | 531,319 |
| | 1,030,382,728 | 1,039,331,580 |
| Less: | | |
| Excise duty | 99,555,510 | 98,313,272 |
| Total | 930,827,218 | 941,018,308 |
| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
| | Amount ₹ | Amount ₹ |
| Sale of products comprises : | | |
| Manufactured goods | | |
| Plastic Film | 985,486,071 | 972,379,624 |
| Others | 8,765,174 | 8,672,233 |
| Traded goods | | |
| Others | 28,634,595 | 55,085,820 |
| Total - Sale of products | 1,022,885,840 | 1,036,137,677 |
| Sale of services comprises : | | |
| Processing charges | 6,297,095 | 2,662,584 |
| Total - Sale of services | 6,297,095 | 2,662,584 |
| Other operating revenues comprise : | | |
| Sale of Scraps | 1,199,793 | 531,319 |
| Total - Other operating revenues | 1,199,793 | 531,319 |

NOTE NO. 21 : OTHER INCOME

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|--|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Interest income | 588,509 | 1,034,338 |
| Other non-operating income | 2,770,796 | 2,525,788 |
| Total | 3,359,305 | 3,560,126 |
| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
| | Amount ₹ | Amount ₹ |
| Interest income comprises : | | |
| Interest from banks on Fixed Deposits | 135,704 | 559,893 |
| Interest on income tax refund | - | 124,224 |
| Interest on Deposit with Dakshin Gujarat Vij Co Ltd. | 400,323 | 317,429 |
| Interest on Employees Loan | 52,482 | 32,792 |
| Total - Interest income | 588,509 | 1,034,338 |
| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
| | Amount ₹ | Amount ₹ |
| Other non-operating income comprises : | | |
| Profit on sale of fixed assets | - | 61,307 |
| Liabilities / provisions no longer required written back (net) | 436,624 | 490,198 |
| Insurance Claim Received | 280,276 | 1,190,912 |
| Gain on foreign currency transactions and translation (net) | 780,434 | 155,848 |
| Miscellaneous income | 1,273,462 | 627,523 |
| Total - Other non-operating income | 2,770,796 | 2,525,788 |

NOTE NO. 22 : COST OF MATERIALS CONSUMED

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|---|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Opening stock | 43,905,066 | 53,679,899 |
| Add: Purchases | 680,934,947 | 732,389,647 |
| | 724,840,013 | 786,069,546 |
| Less: Closing stock | 36,859,657 | 43,905,066 |
| Cost of material consumed | 687,980,356 | 742,164,480 |
| Material consumed comprises : | | |
| Poly Granuals | 640,695,695 | 711,284,008 |
| Other items | 47,284,661 | 30,880,472 |
| Purchases Includes Rs.2,80,73,385 for Stock-in-trade (Previous Year Rs.5,40,04,976.) | | |
| Total | 687,980,356 | 742,164,480 |

Imported and Indigenous Raw Materials Consumed :

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|------------------|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Raw Materials : | | |
| Imported | | |
| Value | 375,662,080 | 423,354,747 |
| Percentage | 55 | 57 |
| Indigenous | | |
| Value | 312,318,276 | 318,724,135 |
| Percentage | 45 | 43 |
| Total Value | 687,980,356 | 742,078,882 |
| Total Percentage | 100 | 100 |

NOTE NO. 23 : CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|--|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Inventories at the end of the year : | | |
| Finished goods | 11,738,238 | 17,187,037 |
| Work-in-progress | 11,171,075 | 11,771,413 |
| | 22,909,313 | 28,958,450 |
| Inventories at the beginning of the year : | | |
| Finished goods | 17,187,037 | 19,481,193 |
| Work-in-progress | 11,771,413 | 7,148,192 |
| | 28,958,450 | 26,629,385 |
| Add/(Less) :- Variation in excise duty on opening and closing stock of finished goods | (829,140) | 463,889 |
| Net (increase) / decrease | (6,878,277) | 2,792,954 |

NOTE NO. 24 : EMPLOYEE BENEFITS EXPENSE

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|---|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Salaries, Wages, Bonus and Other Allowances | 53,307,065 | 41,807,372 |
| Contributions to Provident and other funds | 6,944,364 | 5,597,738 |
| Staff Welfare expenses | 950,487 | 905,454 |
| Total | 61,201,916 | 48,310,564 |

NOTE NO. 25 : FINANCE COSTS

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|-----------------------|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Interest expense on : | | |
| Borrowings* | 13,354,616 | 16,801,043 |
| Other borrowing costs | 1,487,729 | 2,438,828 |
| Total | 14,842,345 | 19,239,871 |

* Interest expense include interest on loans for fixed period

4,680,851

4,141,110

NOTE NO. 26 : OTHER EXPENSES

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|--|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Consumption of Stores and Spare parts | 2,932,554 | 2,730,505 |
| Consumption of Packing Materials | 18,469,925 | 16,388,377 |
| Consumption of Printing Cylinders | 1,157,194 | 784,154 |
| Power and fuel | 41,001,054 | 35,603,278 |
| Repairs and Maintenance - Buildings | 1,060,082 | 1,735,899 |
| Repairs and Maintenance - Machinery | 6,688,992 | 5,146,565 |
| Repairs and Maintenance - Others | 532,890 | 501,852 |
| Insurance | 2,155,423 | 1,936,530 |
| Rates and taxes | 194,977 | 137,451 |
| Communication | 735,710 | 677,918 |
| Travelling and Conveyance | 3,870,357 | 3,221,868 |
| Printing and Stationery | 1,176,008 | 1,119,196 |
| Freight and forwarding | 10,958,135 | 9,903,058 |
| Sales Commission | 111,780 | 134,411 |
| Sales discount | 11,216 | 78,015 |
| Business promotion | 101,061 | 69,868 |
| Donations and contributions | 330,000 | 341,000 |
| Motor Car Expenses | 1,031,968 | 938,360 |
| Security Charges | 1,593,301 | 1,372,429 |
| Royalty Paid | 6,038,242 | 4,750,511 |
| Directors Sitting Fees | 930,000 | 1,000,000 |
| Commission to Non-Executive Directors | 371,171 | 299,909 |
| Legal and Professional | 2,420,001 | 2,156,493 |
| Payments to Auditors | 1,045,039 | 787,168 |
| Bad trade receivables Written off | 50,000 | - |
| Provision for doubtful trade receivables | - | 449,140 |
| Other Miscellaneous Expenses | 4,786,190 | 4,276,999 |
| Total | 109,753,270 | 96,540,954 |

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|------------------------------------|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Payments to the auditors comprises | | |
| (a) To statutory auditors | | |
| Audit Fees | 300,000 | 300,000 |
| Taxation Matters | 50,000 | 50,000 |
| Company Law Matters | 50,000 | 50,000 |
| Tax Audit Fees | 50,000 | 50,000 |
| Certification and Other Services | 486,385 | 235,000 |
| Reimbursement of Expenses | 108,654 | 102,168 |
| Total | 1,045,039 | 787,168 |

NOTE NO. 27 : VALUE OF IMPORTS ON CIF BASIS

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|----------------------------|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Raw Materials | 345,085,764 | 379,958,095 |
| Components and Spare Parts | 680,514 | 1,849,617 |
| Capital Goods | 8,625,390 | 8,144,615 |

NOTE NO. 28 : EXPENDITURE IN FOREIGN CURRENCY

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|---------------------------|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Traveling Expenses | 474,001 | 211,351 |
| Interest on Buyers Credit | - | 257,316 |
| Remittance Charges | 484,514 | 551,461 |
| Royalty Paid | 6,038,242 | 4,750,511 |

NOTE NO. 29 : VALUE OF STORES AND SPARES CONSUMED

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|-------------|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Imported | | |
| Value | 1,241,808 | 1,627,207 |
| Percentage | 42 | 60 |
| Indigenous | | |
| Value | 1,690,746 | 1,103,298 |
| Percentage | 58 | 40 |
| | 2,932,554 | 2,730,505 |
| | 100 | 100 |

NOTE NO. 30 : EARNINGS IN FOREIGN EXCHANGE

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|---|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Export of Goods calculated on FOB basis | 102,214,760 | 102,463,492 |

NOTE NO. 31 : DISCLOSURE IN ACCORDANCE WITH REVISED AS-13 ON "ACCOUNTING FOR INVESTMENTS"

In respect of Investment of Rs. 153.72 Lacs (Previous Year : Rs. 153.72 Lacs) made in Subsidiary Company Synergy Films Pvt. Ltd. the accumulated losses as per audited accounts as at 31st March, 2016 amounts to Rs. 257.08 Lacs (Previous Year : Rs. 316.95 Lacs) representing the erosion of the entire net worth of the Subsidiary company due to carried forward operational losses. The company has, at the close of the year, assessed the carrying value of its investments and based on such assessment, the company has not made any provision during the year (Previous Year -NIL) for permanent diminution in the value of its investments in Synergy Films Pvt. Ltd.

NOTE NO. 32 DISCLOSURES UNDER ACCOUNTING STANDARD AS15**Particulars****Employee benefit plans**Defined Contribution Plans

The Company makes Provident Fund and Superannuation Fund contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised Rs.29,37,815 (Year ended 31 March, 2015 Rs.24,20,399) for Provident Fund contributions and Rs. 20,24,683 (Year ended 31 March, 2015 Rs. 18,10,660) for Superannuation Fund contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

Defined Benefit Plans

The Company offers the following employee benefit schemes to its employees :

Gratuity

The following table sets out the funded status of the defined benefit schemes and the amount recognised in the financial statements :

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|--|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| | Gratuity | Gratuity |
| Components of employer expense | | |
| Current service cost | 472,661 | 367,047 |
| Interest cost | 36,415 | 12,011 |
| Expected return on plan assets | - | - |
| Actuarial losses/(gains) | 1,287,756 | 870,352 |
| Total expense recognised in the Statement of Profit and Loss | 1,796,832 | 1,249,410 |
| Actual contribution and benefit payments for year | | |
| Actual benefit payments | - | - |
| Actual contributions | 1,673,775 | 288,763 |
| Net asset / (liability) recognised in the Balance Sheet | | |
| Present value of defined benefit obligation | (13,784,401) | (11,103,052) |
| Fair value of plan assets | 13,203,293 | 10,645,001 |
| Funded status [Surplus / (Deficit)] | (581,108) | (458,051) |
| Net asset / (liability) recognised in the Balance Sheet | (581,108) | (458,051) |
| Change in defined benefit obligations (DBO) during the year | | |
| Present value of DBO at beginning of the year | 11,103,052 | 8,989,796 |
| Current service cost | 472,661 | 367,047 |
| Interest cost | 882,693 | 837,849 |
| Actuarial (gains) / losses due to change in Financial Assumption | (131,859) | 943,545 |
| Actuarial (gains) / losses due to Experience | 1,478,162 | (35,185) |
| Past service cost | - | - |
| Benefits paid | (20,308) | - |
| Present value of DBO at the end of the year | 13,784,401 | 11,103,052 |

| | | | | | |
|--|--------------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|
| Change in fair value of assets during the year | | | | | |
| Plan assets at beginning of the year | | 10,645,001 | | 9,492,392 | |
| Expected return on plan assets | | 846,278 | | 825,838 | |
| Actual company contributions | | 1,673,775 | | 288,763 | |
| Actuarial gain / (loss) | | 58,547 | | 38,008 | |
| Benefits paid | | 20,308 | | - | |
| Plan assets at the end of the year | | 13,203,293 | | 10,645,001 | |
| Actual return on plan assets | | 904,825 | | 863,846 | |
| Composition of the plan assets is as follows : | | | | | |
| Insurer Managed Funds | | 13,203,293 | | 10,645,001 | |
| Actuarial assumptions | | | | | |
| Discount rate | | 8.09% | | 7.95% | |
| Expected return on plan assets | | 8.09% | | 7.95% | |
| Salary escalation | | 8.00% | | 8.00% | |
| Attrition | | 2.00% | | 2.00% | |
| Medical cost inflation | | | | | |
| Mortality tables | | LIC 2006-08 (Ultimate) | | LIC 2006-08 (Ultimate) | |
| Particulars | | | | | |
| The discount rate is based on the prevailing market yields of Government of India securities as at the Balance Sheet date for the estimated term of the obligations. | | | | | |
| The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors. | | | | | |
| Experience adjustments | | | | | |
| | 31-03-2016 | 31-03-2015 | 31-03-2014 | 31-03-2013 | 31-03-2012 |
| Gratuity | | | | | |
| Present value of DBO | 13,784,401 | 11,103,052 | 8,989,796 | 8,470,855 | 7,174,358 |
| Fair value of plan assets | 13,203,293 | 10,645,001 | 9,492,392 | 7,714,384 | 7,027,952 |
| Funded status [Surplus / (Deficit)] | (581,108) | (458,051) | 502,596 | (756,471) | (146,406) |
| Experience gain / (loss) adjustments on plan liabilities | 1,478,162 | (35,185) | 432,381 | 365,830 | 169,690 |
| Experience gain / (loss) adjustments on plan assets | 58,547 | 38,008 | 21,730 | 39,705 | 79,711 |
| | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 | For the year ended 31 March, 2014 | For the year ended 31 March, 2013 | For the year ended 31 March, 2012 |
| Actuarial assumptions for long-term compensated absences | | | | | |
| Discount rate | 8.09% | 7.95% | 8.00% | 8.00% | 8.50% |
| Expected return on plan assets | 8.09% | 7.95% | 9.32% | 8.60% | 8.60% |
| Salary escalation | 8.00% | 8.00% | 8.00% | 8.00% | 8.00% |
| Attrition | 2.00% | 2.00% | 2.00% | 2.00% | 2.00% |

The discount rate is based on the prevailing market yields of Government of India securities as at the Balance Sheet date for the estimated term of the obligations.

The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.

NOTE NO. 33 DISCLOSURES UNDER ACCOUNTING STANDARD AS 16

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|---|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Details of borrowing costs capitalised | | |
| Borrowing costs capitalised during the year | - | 66,000 |

NOTE NO. 34 DISCLOSURES UNDER ACCOUNTING STANDARD AS 17**Segment Reporting :**

The Company's sole business segment is Plastic Films and all activities are incidental to this sole business segment. Given this fact and that the Company services its domestic and export markets from India only, the financial statements reflect the information required by AS - 17 for the sole business segment of Plastic Films. The whole of the business assets are situated in India.

NOTE NO. 35 DISCLOSURES UNDER ACCOUNTING STANDARD AS 18

| Particulars | |
|--|--|
| Related party transactions | |
| Details of related parties : | |
| Description of relationship | Names of related |
| Subsidiaries | Synergy Films Pvt. Ltd. |
| Key Management Personnel (KMP)* | Mr. J. B. Desai (Managing Director) |
| Relatives of KMP | - |
| Company in which KMP / Relatives of KMP can exercise significant influence | Propack Industries (Prop. Kunal Plastics Pvt. Ltd.) |

Note: Related parties have been identified by the Management.

* KMP as defined in AS 18.

Details of related party transactions during the year ended 31 March, 2016 and balances outstanding as at 31 March, 2016:

| | Subsidiaries | KMP | Entities in which relatives of KMP have significant influence | Total Amount ₹ |
|--|--------------|-------------|---|----------------|
| (i) Purchase of goods | - | - | 4,565,914 | 4,565,914 |
| | - | - | (2,117,167) | (2,117,167) |
| (ii) Sale of goods | 34,029,911 | - | 1,907,962 | 35,937,873 |
| | (57,241,820) | - | (2,469,613) | (59,711,433) |
| (iii) Other | | | | |
| Sales of Plant | - | - | - | - |
| | (450,000) | | | (450,000) |
| (iv) Rendering of services | - | - | 940,797 | 940,797 |
| | - | - | (976,833) | (976,833) |
| (v) Receiving of services | - | 6,114,798 | 343,295 | 6,458,093 |
| | - | (5,352,996) | (56,031) | (5,409,027) |
| (vi) Guarantees and collaterals | 40,863,282 | - | - | 40,863,282 |
| | (60,600,000) | - | - | (60,600,000) |
| Balances outstanding at the end of the year | | | | |
| Trade receivables | 4,008,464 | - | 25,807 | 4,034,271 |
| | (5,827,922) | - | - | (5,827,922) |
| Trade Payables | - | - | 1,408,394 | 1,408,394 |
| | - | - | (553,038) | (553,038) |
| Inter Corporate Deposit including interest | 37,218,771 | - | - | 37,218,771 |
| | (37,218,771) | - | - | (37,218,771) |

Note: Figures in bracket relates to the previous year

NOTE NO. 36 DISCLOSURES UNDER ACCOUNTING STANDARD AS 20

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|---|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Earnings per share | | |
| Basic and Diluted | | |
| Net profit for the year | 23,274,132 | 15,089,664 |
| Net profit/(loss) for the year from continuing operations attributable to the equity shareholders | 23,274,132 | 15,089,664 |
| Weighted average number of equity shares | 3,000,000 | 3,000,000 |
| Par value per share | 10.00 | 10.00 |
| Earnings per share - Basic and Diluted | 7.76 | 5.03 |

NOTE NO. 37 IMPAIRMENT OF ASSETS - AS 28

As at March 31, 2016, the Company has reviewed the future earnings of all its cash generating assets in accordance with the Accounting Standard 28 "Impairment of Assets". As the carrying amount of assets does not exceed the future recoverable amount, consequently, no adjustment to carrying amount of assets is considered necessary by the management.

NOTE NO. 38 CONTINGENT LIABILITIES AND COMMITMENTS

| | 31.3.2016 | 31.3.2015 |
|--|------------|------------|
| | ₹ | ₹ |
| (i) Commitments | | |
| The Company has given irrevocable and unconditional Corporate Guarantee/ Collateral Securities to North East Development Finance Corporation Ltd. (NEDFi), Assam/ Bank of Baroda - Valsad on behalf of Synergy Films Pvt. Ltd., a Subsidiary company in which the company is holding 100 % of the equity shares as on 31/03/2016 as a collateral security for Working capital Term Loan availed by subsidiary company. | 40,863,282 | 60,600,000 |
| (ii) On account of Capital Commitments (Net of advances) | 13,853,610 | - |
| (iii) On account of Income Tax and Service Tax demand under contest | 2,197,795 | 904,795 |

NOTE NO. 39 : DISCLOSURE AS PER CLAUSE 32 OF THE LISTING AGREEMENTS WITH THE STOCK EXCHANGE

(l) Loans and advances in the nature of loans given to subsidiaries

| Name of the Party | Relationship | Amount outstanding | Maximum balance outstanding |
|-------------------------------|--------------------|----------------------|-----------------------------|
| | | as at 31 March, 2016 | during the year |
| Synergy Films Private Limited | Subsidiary Company | 37,218,771 | 37,218,771 |
| | | (37,218,771) | (37,218,771) |

(Figures in brackets represent previous year figures)

NOTE NO. 40 : DISCLOSURE OF DERIVATIVES

The foreign currency outstanding balances that have not been hedged by any derivative instrument or otherwise as at 31st March, 2016 are as follow : (in'000)

| Particulars | 31-03-2016 | | 31-03-2015 | |
|-------------|--------------------------------------|---------------|--------------------------------------|---------------|
| | Amount in Foreign Currency \$ & € | Amount in INR | Amount in Foreign Currency \$ & € | Amount in INR |
| Assets | \$153 | 10,047 | \$234 | 14,519 |
| Liabilities | \$486 | 30,835 | \$659 | 41,521 |
| | €28 | 2,134 | | |

NOTE NO. 41

The Company has imported Plant and Machineries for production of surface protection film (new Speciality Film) under Export Promotion Capital Goods Scheme (EPCG) without payment of Custom Duty. In the event of non-fulfilment of export obligations as specified, Company may be held liable to pay custom duty of Rs.33.45 lacs (Previous year Rs.33.45 lacs) in terms of the said Scheme. As on 31st March 2016 Company is not in any default under the Scheme.

NOTE NO. 42

The Company prior to it being listed had issued Bonus shares on 29th June, 1994 for Rs. 10 Million (10,00,000 equity shares of Rs. 10/- each) by capitalising part of its revaluation reserve. Accordingly, the paid up equity share capital of the company stands increased by Rs. 10 Million and the revaluation reserve stands reduced by that amount. The issue of bonus shares as aforesaid is contrary to the circular issued by the Department of Company Affairs issued in September, 1994 and the recommendations of the Institute of Chartered Accountants of India issued in November, 1994. However, the Hon'ble Supreme Court in the recent decision in the case of Bhagwati Developers Vs Peerless General Finance & Investment Co. & others (2005) Comp LJ 377 (SC) has held that there is no specific bar under the Companies Act for issue of Bonus Shares out of Revaluation Reserve and that the Department's Communique was advisory in nature, without any mandatory effect. The Management is therefore of the opinion that both according to the accounting principles and provisions of Company Law, the Company was justified in capitalizing its Revaluation Reserve.

As per our Report of even date.
For **AKKAD MEHTA & CO.**
Chartered Accountants
Firm ICAI Registration No. 100259W

For and on behalf of the Board of Directors

NIRAV MEHTA
Partner
Membership No : 152552

P. P. KHARAS
Chairman

JAYMIN B.DESAI
Managing Director

ANTONY ALAPAT
Company Secretary

M. D. DESAI
C.F.O.
Place : Mumbai
Date : 25th May, 2016

Place: Mumbai
Date: 25th May, 2016

Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies
(Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs)

| | | As at 31 March, 2016 | As at 31 March, 2015 |
|----|--|----------------------|----------------------|
| 1 | Sl. No : 1 | | |
| 2 | Name of the Subsidiary Company : Synergy Films Private Limited | | |
| 3 | Reporting Currency : INR | | |
| 4 | Share Capital : Rs. | 11,953,600 | 11,953,600 |
| 5 | Reserves & Surplus : Rs. | (18,699,385) | (24,698,005) |
| 6 | Total Assets : Rs. | 58,697,626 | 53,068,480 |
| 7 | Total Liabilities : Rs. | 65,443,411 | 65,812,884 |
| 8 | Investments : Rs. | - | - |
| 9 | Turnover : Rs. | 124,650,725 | 114,258,415 |
| 10 | Profit Before Tax : Rs. | 5,987,572 | 948,636 |
| 11 | Provision for Taxation : Rs. | - | - |
| 12 | Profit After Tax : Rs. | 5,987,572 | 948,636 |
| 13 | Proposed Dividend : Rs. | - | - |
| 14 | % of shareholding : % | 100 | 100 |

As per our Report of even date.
For **AKKAD MEHTA & CO.**
Chartered Accountants
Firm ICAI Registration No. 100259W

For and on behalf of the Board of Directors

NIRAV MEHTA
Partner
Membership No : 152552

P. P. KHARAS
Chairman

JAYMIN B.DESAI
Managing Director

ANTONY ALAPAT
Company Secretary

M. D. DESAI
C.F.O.
Place : Mumbai
Date : 25th May, 2016

Place: Mumbai
Date: 25th May, 2016

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF ECOPLAST LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **ECOPLAST LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), comprising of the Consolidated Balance Sheet as at 31st March, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors are responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

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

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2016, and their consolidated **profit** and their consolidated cash flows for the year ended on that date.

Other Matters

- (a) We did not audit the financial statements of a subsidiary, whose financial statements reflect total assets of Rs. 586.98 lacs as at 31st March, 2016, total revenues of Rs. 1246.51 lacs and net cash flows amounting to Rs. 7.12 lacs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Groups' share of net profit of Rs. 59.88 lacs for the year ended 31st March, 2016, as considered in the consolidated financial statements, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiary is based solely on the reports of the other auditor.
- (b) No adjustments have been made in the Consolidate Financial Statements for variation in accounting policies with respect to Provision for Gratuity liability, compensated absences as per AS 15 and Deferred Tax as per AS 22.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2016 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company incorporated in India, none of the directors of the Group companies, incorporated in India is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and its subsidiary and the operating effectiveness of such controls, refer to our separate report in "Annexure"; and
- (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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
1. The pending litigations as disclosed in Note No.37 (iii) of Consolidated Financial Statements would not impact financial position of the Group.
 2. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary company incorporated in India.

For **AKKAD MEHTA & Co.**
Chartered Accountants
Firm ICAI Registration No. 100259W

NIRAV MEHTA
Partner
Membership No. 152552

Place: Mumbai
Date: 25th May, 2016.

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31st, 2016, we have audited the internal financial controls over financial reporting of **Ecoplast Limited** (hereinafter referred to as "the Holding Company") and its subsidiary company, as of that date, based on the corresponding reports of the auditors of subsidiary company incorporated in India.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the of the Holding company and its subsidiary company, which is a company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company and its subsidiary company, which is a company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the information and explanation of the Company provided to us, Internal Financial Control framework and the report of the Internal Auditors on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit on Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to one subsidiary company, which is a company incorporated in India, is based on the corresponding reports of the auditor of subsidiary company.

For **AKKAD MEHTA & Co.**

Chartered Accountants
Firm ICAI Registration No. 100259W

NIRAV MEHTA

Partner
Membership No. 152552

Place: Mumbai

Date: 25th May, 2016.

| CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016 | | | |
|--|--------------|--------------------|--------------------|
| | Note No | As at 31.03.2016 | As at 31.03.2015 |
| EQUITY AND LIABILITIES | | ₹ | ₹ |
| SHAREHOLDERS' FUNDS | | | |
| Share Capital | 3 | 30,000,000 | 30,000,000 |
| Reserves and Surplus | 4 | 186,332,916 | 164,447,964 |
| | | 216,332,916 | 194,447,964 |
| NON CURRENT LIABILITIES | | | |
| Long Term Borrowings | 5 | 28,512,887 | 37,876,898 |
| Deferred Tax Liabilities (Net) | 6 | 8,021,190 | 9,321,097 |
| Long Term Provisions | 7 | 3,475,187 | 2,934,912 |
| | | 40,009,264 | 50,132,907 |
| CURRENT LIABILITIES | | | |
| Short Term Borrowings | 8 | 78,998,517 | 91,738,613 |
| Trade Payables | 9 | 93,892,674 | 91,060,999 |
| Other Current Liabilities | 10 | 14,455,269 | 22,437,486 |
| Short Term Provisions | 11 | 3,688,580 | 6,745,180 |
| | | 191,035,040 | 211,982,278 |
| | TOTAL | 447,377,220 | 456,563,149 |
| ASSETS | | | |
| NON CURRENT ASSETS | | | |
| Fixed Assets | | | |
| - Tangible Assets | 12 | 126,233,524 | 130,027,472 |
| - Capital work-in-progress | 12 | 640,959 | 906,071 |
| Goodwill on Consolidation | 13 | 11,394,805 | 13,293,939 |
| Long Term Loans & Advances | 14 | 11,536,615 | 6,486,912 |
| | | 149,805,903 | 150,714,394 |
| CURRENT ASSETS | | | |
| Inventories | 15 | 105,581,475 | 101,793,004 |
| Trade Receivables | 16 | 175,777,544 | 180,134,190 |
| Cash & Cash Equivalents | 17 | 5,415,609 | 4,810,261 |
| Short Term Loans & Advances | 18 | 8,839,212 | 16,960,025 |
| Other Current Assets | 19 | 1,957,477 | 2,151,275 |
| | | 297,571,317 | 305,848,755 |
| | TOTAL | 447,377,220 | 456,563,149 |
| Significant Accounting Policies | 2 | | |
| Notes Forming a part of the Financial Statements | 3 To 42 | | |

As per our Report of even date.
For **AKKAD MEHTA & CO.**
Chartered Accountants
Firm ICAI Registration No. 100259W

For and on behalf of the Board of Directors

NIRAV MEHTA
Partner
Membership No : 152552

P. P. KHARAS
Chairman

JAYMIN B.DESAI
Managing Director

ANTONY ALAPAT
Company Secretary

M. D. DESAI
C.F.O.
Place : Mumbai
Date : 25th May, 2016

Place: Mumbai
Date: 25th May, 2016

| CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016 | | | |
|--|---------|----------------------|----------------------|
| | Note No | 31.03.2016 | 31.03.2015 |
| | | ₹ | ₹ |
| INCOME | | | |
| Revenue from Operations | 20 | 1,021,386,727 | 997,837,722 |
| Other Income | 21 | 3,420,611 | 3,752,000 |
| Total Revenue | | 1,024,807,338 | 1,001,589,722 |
| EXPENDITURE | | | |
| Cost of Materials Consumed | 22 | 755,244,854 | 782,539,247 |
| Changes in Inventories of Finished Goods and Work in Progress | 23 | 7,176,202 | (3,689,570) |
| Employee Benefits Expense | 24 | 64,296,765 | 51,228,003 |
| Finance Costs | 25 | 16,488,644 | 21,692,870 |
| Depreciation & Amortization | 12 | 20,232,698 | 21,586,200 |
| Other Expenses | 26 | 120,522,819 | 106,356,864 |
| Total Expenses | | 983,961,982 | 979,713,614 |
| Profit Before Tax | | 40,845,356 | 21,876,108 |
| Tax Expenses: | | | |
| Current Tax | | 14,730,000 | 9,850,000 |
| Deferred Tax | | (1,299,907) | (2,713,468) |
| Tax in respect of Earlier Years | | 42,633 | 605,716 |
| Profit for the year | | 27,372,630 | 14,133,860 |
| Earnings Per Equity Share of Face Value of Rs.10 Each | | | |
| Basic & Diluted (in Rs.) | 35 | 9.12 | 4.71 |
| Significant Accounting Policies | 2 | | |
| Notes Forming a part of the Financial Statements | 3 To 42 | | |

As per our Report of even date.
For **AKKAD MEHTA & CO.**
Chartered Accountants
Firm ICAI Registration No. 100259W

For and on behalf of the Board of Directors

NIRAV MEHTA
Partner
Membership No : 152552

P. P. KHARAS
Chairman

JAYMIN B.DESAI
Managing Director

ANTONY ALAPAT
Company Secretary

M. D. DESAI
C.F.O.
Place : Mumbai
Date : 25th May, 2016

Place: Mumbai
Date: 25th May, 2016

| CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016 | | | | |
|--|---------------------------------|--------------|---------------------------------|--------------|
| Particulars | For the year ended 31 Mar, 2016 | | For the year ended 31 Mar, 2015 | |
| | ₹ | ₹ | ₹ | ₹ |
| A. Cash flow from operating activities | | | | |
| Net Profit before Tax as per Statement of Profit and Loss | | 40,845,356 | | 21,876,108 |
| <i>Adjustments for:</i> | | | | |
| Depreciation and amortization and impairment | 22,060,249 | | 23,474,289 | |
| (Profit) / loss on sale / write off of assets (net) | - | | (51,684) | |
| Finance costs | 16,488,644 | | 21,692,870 | |
| Interest income | (613,143) | | (1,192,111) | |
| Liabilities / provisions no longer required written back | (470,726) | | (493,914) | |
| Preliminary Expense Adjustments | - | | 30,725 | |
| Provision for doubtful trade and other receivables, loans and advances | - | | 449,140 | |
| | | 37,465,024 | | 43,909,315 |
| Operating profit before working capital changes | | 78,310,379 | | 65,785,422 |
| <i>Changes in working capital:</i> | | | | |
| <i>Adjustments for (increase)/decrease in operating assets:</i> | | | | |
| Inventories | (3,788,471) | | 17,201,052 | |
| Trade receivables | 4,356,645 | | (4,159,342) | |
| Short-term loans and advances | 8,120,813 | | (4,644,234) | |
| Long-term loans and advances | (5,049,703) | | 3,671,970 | |
| Other current assets | 193,798 | | (411,253) | |
| <i>Adjustments for increase/(decrease) in operating liabilities:</i> | | | | |
| Trade payables | 3,302,401 | | (12,521,893) | |
| Other current liabilities | (7,982,217) | | (2,042,142) | |
| Short-term provisions | 1,263,184 | | 713,540 | |
| Long-term provisions | 540,275 | | 820,641 | |
| | | 956,725 | | (1,371,661) |
| | | 79,267,104 | | 64,413,761 |
| Cash generated from operations | | 79,267,104 | | 64,413,761 |
| Net income tax (paid) / refunds | | (14,772,633) | | (10,455,716) |
| Net cash flow from / (used in) operating activities (A) | | 64,494,471 | | 53,958,045 |
| B. Cash flow from investing activities | | | | |
| Capital expenditure on fixed assets, including capital advances | (16,173,638) | | (15,570,220) | |
| Proceeds from sale of fixed assets | - | | 56,002 | |
| Interest received | | | | |
| - Others | 613,143 | | 1,192,111 | |
| | | (15,560,495) | | (14,322,107) |
| | | (15,560,495) | | (14,322,107) |
| Net cash flow from / (used in) investing activities (B) | | (15,560,495) | | (14,322,107) |

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

| Particulars | For the year ended 31 Mar, 2016 | | For the year ended 31 Mar, 2015 | |
|--|---------------------------------|--------------|---------------------------------|--------------|
| | ₹ | ₹ | ₹ | ₹ |
| C. Cash flow from financing activities | | | | |
| Proceeds / (Repayment) of long-term borrowing | (9,364,011) | | 5,759,277 | |
| Net increase/(decrease) in working capital borrowing | (82,568,933) | | (109,920,387) | |
| Capital Subsidy Received | - | | 4,662,329 | |
| Proceeds/(Repayment) of other short-term borrowing | 69,828,837 | | 77,972,688 | |
| Finance cost | (16,488,644) | | (21,692,870) | |
| Interim Dividends paid | (4,500,000) | | - | |
| Tax on interim dividend | (916,094) | | - | |
| Dividends paid | (3,600,000) | | (3,600,000) | |
| Tax on dividend | (719,784) | | (584,010) | |
| | | (48,328,629) | | (47,402,973) |
| Net cash flow from / (used in) financing activities (C) | | (48,328,629) | | (47,402,973) |
| Net increase / (decrease) in Cash and cash equivalents (A+B+C) | | 605,347 | | (7,767,034) |
| Cash and cash equivalents at the beginning of the year | | 4,810,261 | | 12,577,296 |
| Cash and cash equivalents at the end of the year | | 5,415,609 | | 4,810,261 |
| Cash and cash equivalents at the end of the year Comprises: | | | | |
| (a) Cash on hand | | 762,781 | | 964,577 |
| (b) Balances with banks | | | | |
| (i) In current accounts | | 888,642 | | 875,958 |
| (ii) In earmarked accounts (Refer Note (2) below) | | 3,764,186 | | 2,969,726 |
| | | 5,415,609 | | 4,810,261 |

Notes:

- The Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard - 3 "Cash Flow Statement"
- These earmarked account balances with banks can be utilized only for the specific identified purposes.
- The previous year's figures have been regrouped/ restated wherever necessary to conform to this year's classification.

As per our Report of even date.
For AKKAD MEHTA & CO.
Chartered Accountants
 Firm ICAI Registration No. 100259W

For and on behalf of the Board of Directors

NIRAV MEHTA
Partner
 Membership No : 152552

P. P. KHARAS
 Chairman

JAYMIN B.DESAI
 Managing Director

ANTONY ALAPAT
 Company Secretary

M. D. DESAI
 C.F.O.
 Place : Mumbai
 Date : 25th May, 2016

Place: Mumbai
 Date: 25th May, 2016

NOTES FORMING PART OF THE ACCOUNTS

1. Principles of Consolidation

(a) The consolidated financial statements relate to Ecoplast Limited ("the Company") and its subsidiary Synergy Films Private Limited. The consolidated financial statements have been prepared on the following basis as per Accounting Standard AS 21 "Consolidated Financial Statements" :

- ◆ The financial statements of the Company and its subsidiary have been combined on a line - by - line basis by adding together the book values of like items of assets, liabilities, income and expenses after fully eliminating intra - group balances and intra - group transactions, if any, resulting in unrealized profits or losses.
- ◆ The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the company's separate financial statements.
- ◆ The excess of cost to the company of its investment over its portion of net worth in the consolidated subsidiary at the date on which investment in such subsidiary is made is recognized in CFS as Goodwill on consolidation and carried forward in the accounts. The said Goodwill is amortized over a period of 10 years and it is tested for impairment at each Balance Sheet date and the impairment loss, if any, is provided for.
- ◆ Minority interest in the net assets of the consolidated subsidiary consists of amount of equity attributable to minority shareholder at the dates on which investments are made by the Company in the subsidiary company and further movement in their share in the Equity, subsequent to the dates of investment.
- ◆ Minority interest share in the Net Profit/ (Loss) for the year of the consolidated subsidiary is identified and adjusted against the profit after tax of the Group. Pre-acquisition share in the Net loss for the year is identified and adjusted as Cost of control against the Profit after Tax of the Group.

(b) The Subsidiary Company in the consolidated financial statement is:

| | | |
|--|---|-------------------------------|
| Name of the Company | : | Synergy Films Private Limited |
| Country of Incorporation | : | India |
| % Voting power held as at March 31, 2016 | : | 100 |

The Synergy Films Private Ltd. became subsidiary of the Company with effect from 25th November, 2011 upon the transfer of controlling interest in the said company and became wholly owned Subsidiary from 12th June, 2013.

2. Summary of Significant Accounting Policies

2.1 Basis of Accounting and preparation of financial statements

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

All the assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its Operating Cycle to be 12 months for the purpose of current-non current classification of assets and liabilities

2.2 Use of Estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

2.3 Inventories

The mode of valuing closing stock is as under:

- Raw-Materials & Packing Materials - at Cost
- Finished Goods - at lower of Cost or market value.
- Semi-Finished Goods - at lower of Cost or market value.

The cost for the purpose of valuation of Finished and Semi - Finished goods is arrived at on FIFO basis and includes Cost of conversion and other cost incurred in bringing the inventories to their present location and condition. Due allowance is estimated and made for defective and obsolete items, wherever necessary, based on the past experience of the company.

- Machinery Spares, Ink and Fuel - at cost.
- Scrap - at market value.

2.4 Cash and Cash Equivalents (for purposes of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.5 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.6 Depreciation and amortisation

- a. Depreciation is systematically allocated over the useful life of an asset in the manner and useful life as specified in part C of schedule II of Companies Act, 2013.

2.7 Revenue Recognition

- a. Domestic Sales are recognised when goods are dispatched. Sales are accounted net of amount recovered towards Excise duty, Central Sales tax and Value added tax.
- b. Export Sales are accounted for on the basis of the date of Bill of Lading.
- c. Sales rejections are accounted on actual receipt of rejected goods/settlement of claim.

- d. Price differences are accounted on actual settlement with the parties.
- e. Insurance and other claims are accounted on cash basis.
- f. Export incentives are accounted on receipt basis.
- g. Interest income is accounted on accrual basis.

2.8 Fixed Assets

- a. Fixed Assets are stated at cost of acquisition or construction or at revalued amounts wherever such assets have been revalued less accumulated depreciation.
- b. The cost of fixed assets comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use.

2.9 Machinery Spares

Machinery spares other than stand-by spares are charged to Statement of Profit & Loss as and when consumed. Machinery spares in the nature of stand - by equipments/ spares are capitalised and depreciated over the useful life of the principal item.

2.10 Foreign Currency Transactions

"Initial Recognition: All transactions in foreign currency are recorded on initial recognition at the exchange rate prevailing at the time of the transaction.

Measurement at Balance Sheet date: Monetary assets and liabilities denominated in foreign currency are reported using the closing exchange rate on each balance sheet date unless covered by forward contract.

Treatment of Exchange Differences: The exchange difference arising on the settlement of monetary items or on reporting these items at rates different from rates at which these were initially recorded/ reported in financial statements are recognised as income/expense in the Statement of Profit & Loss of the year.

2.11 Investments

Investments that are intended to be held for more than a year, from the date of acquisition, are classified as long-term investments and are carried at acquisition cost. However, provision for diminution in value of investments is made to recognise a decline, other than temporary, in the value of the investments. Investments, other than long-term investments, being current investments, are valued at cost or fair value, whichever is lower, determined on an individual basis.

2.12 Employee Benefits

Short term employees benefits

All employees benefits payable wholly within 12 months of rendering service are classified as short term employees benefits. Benefits such as salaries, wages and short term compensated absences etc. and the expected cost of bonus/ex-gratia are recognised in the period in which the employee renders the related services.

Defined Contribution Plans

Superannuation :

The Company has Defined Contribution Plan for Post employment benefits in the form of Superannuation Fund for certain class of employees as per the scheme, administered through Life Insurance Corporation (LIC) and Trust which is administered by the Trustees and is charged to revenue every year. Company has no further obligation beyond its contributions.

Employee's Family Pension :

The Company has Defined Contribution Plan for Post-employment benefits in the form of family pension for all eligible employees, which is administered by the Regional Provident Fund Commissioner and is charged to revenue every year. Company has no further obligation beyond its monthly contributions.

Provident Fund :

The Company has Defined Contribution Plan for Post-employment benefits in the form of Provident Fund for all eligible employees; which is administered by the Regional Provident Fund Commissioner and is charged to revenue every year. Company has no further obligations beyond its monthly contributions.

Defined Benefit Plans

Gratuity :

The Company has a Defined Benefit Plan for Post-employment benefit in the form of gratuity for all eligible employees which is administered through Life Insurance Corporation (LIC) and a trust which is administered by the trustees. Liability for above defined benefit plan is provided on the basis of actuarial valuation as at the Balance Sheet date, carried out by an independent actuary. The actuarial method used for measuring the liability is the Projected Unit Credit method.

Compensated Absences :

Liability for Compensated Absences is provided on the basis of valuation, as at the Balance Sheet date, carried out by an independent actuary. The Actuarial valuation method used for measuring the liability is the Projected Unit Credit method. Under this method, the Defined Benefit Obligation is calculated taking into account pattern of availment of leave whilst in service and qualifying salary on the date of availment of leave. In respect of encashment of leave, the Defined Benefit obligation is calculated taking into account all types of the decrement, salary growth, attrition rate and qualifying salary projected up to the assumed date of encashment.

Termination Benefits

Termination benefits are recognised as expense immediately

2.13 Borrowing Costs

Borrowing costs directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of the assets, upto the date the asset is put to use. A qualifying asset is an asset that necessarily takes substantial period of time to get ready for its intended use. Other borrowing costs are charged to the Statement of Profit and Loss in the year in which they are incurred.

2.14 Research and Development

Revenue expenditure, including overheads on Research & Development, is charged as an expense through the natural heads of account in the year in which incurred. Expenditure which results in the creation of capital assets is capitalised and depreciation is provided on such assets as applicable.

2.15 Cenvat Credit

Cenvat credit available on purchase of services / materials / capital goods is accounted by reducing cost of services / materials / capital goods. Cenvat credit availed of is accounted by way of adjustment against Excise duty payable on dispatch of finished goods.

2.16 Lease

For Premises taken on lease, lease rentals payable are charged to revenue

2.17 Earning per share

Basic earning per share is calculated by dividing the profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

2.18 Taxation**Current tax**

Provision for Income Tax is made on the assessable profits of the Company at the tax rate applicable to the relevant assessment year and in accordance with the provisions of the Income Tax Act, 1961.

Deferred Tax Provision

Deferred tax assets & liabilities resulting from timing differences between book profits and tax profits are accounted for under the liability method and measured at substantially enacted rates of tax at the Balance Sheet date to the extent that there is reasonable/ virtual certainty that sufficient future taxable income will be available against which such deferred tax asset/ virtual liability can be realised.

2.19 Impairment of Fixed Assets

In accordance with AS 28 on 'Impairment of Assets', where there is an indication of impairment of the company's assets related to cash generating units, the carrying amount of such assets are reviewed at each Balance sheet date to determine whether there is any impairment. An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

2.20 Provisions/Contingencies

The Company recognises a provision when there is a present obligation as result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a Contingent liability is made when there is a present obligation that may, but probably will not, require a outflow of resources. When there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure as specified in Accounting Standard 29 - 'Provisions, Contingent Liabilities and Contingent Assets, is made. Contingent Assets are neither recognised nor disclosed, in the financial statements.

2.21 Provision for Bad and Doubtful Debts/Advances

Provision is made in the accounts for Bad and Doubtful Debts which, in the opinion of the management, are considered doubtful of recovery.

NOTE NO. 3 : SHARE CAPITAL

| Particulars | As at 31 March, 2016 | | As at 31 March, 2015 | |
|---|----------------------|-------------------|----------------------|-------------------|
| | No. of Shares | ₹ | No. of Shares | ₹ |
| Authorised | | | | |
| Equity Shares of Rs.10 each with voting rights | 10,000,000 | 100,000,000 | 10,000,000 | 100,000,000 |
| Issued, Subscribed and fully paid up | | | | |
| Equity Shares of Rs.10/- each fully paid-up with voting right | 3,000,000 | 30,000,000 | 3,000,000 | 30,000,000 |
| | 3,000,000 | 30,000,000 | 3,000,000 | 30,000,000 |

3.1 The reconciliation of the number of shares outstanding is set out below:-

| Particulars | As at 31 March, 2016 | | As at 31 March, 2015 | |
|--|----------------------|-------------------|----------------------|-------------------|
| | No. of Shares | ₹ | No. of Shares | ₹ |
| Equity Shares outstanding at the beginning of the year | 3,000,000 | 30,000,000 | 3,000,000 | 30,000,000 |
| Add : Fresh issue during the year | - | - | - | - |
| Less : Buy back during the year | - | - | - | - |
| Equity Shares outstanding at the end of the year | 3,000,000 | 30,000,000 | 3,000,000 | 30,000,000 |

3.2 The Company has only one class of equity shares having a par value of Rs. 10 per share. Each Shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders.

3.3 The Paid-up Capital includes 1,500,000 Equity Shares of Rs.10 each allotted as fully paid up Bonus shares by capitalising Rs.5,000,000 out of General Reserve and Rs.10,000,000 out of Revaluation Reserve prior to Listing of Companies Equity Shares.

3.4 Details of shares held by each shareholder holding more than 5% shares :

| Class of shares / Name of shareholder | As at 31 March, 2016 | | As at 31 March, 2015 | |
|---|-----------------------|----------------------------|-----------------------|----------------------------|
| | Number of shares held | % holding in that class of | Number of shares held | % holding in that class of |
| Equity shares with voting rights | | | | |
| Mrs Amita J. Desai | 541,846 | 18.06% | 475,016 | 15.83% |
| Mrs Charulata N. Patel | 377,783 | 12.59% | 355,409 | 11.85% |
| Silver Stream Properties Pvt Ltd. | 476,827 | 15.89% | 476,827 | 15.89% |

NOTE NO. 4 : RESERVES AND SURPLUS

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| (a) Securities premium Reserve | | |
| Balance as per last Balance Sheet | 30,000,000 | 30,000,000 |
| Closing Balance | 30,000,000 | 30,000,000 |
| (b) Capital Reserve | | |
| Balance as per last Balance Sheet | 4,662,329 | - |
| Central Capital Subsidy Received during the year. | - | 4,662,329 |
| Closing Balance | 4,662,329 | 4,662,329 |
| (b) General Reserve | | |
| Balance as per last Balance Sheet | 48,281,315 | 45,781,315 |
| Add: Transferred from surplus in Statement of Profit and Loss | 2,500,000 | 2,500,000 |
| Closing Balance | 50,781,315 | 48,281,315 |

| (c) Surplus in Statement of Profit and Loss | | |
|--|--------------------|--------------------|
| Balance as per last Balance Sheet | 81,504,320 | 76,248,573 |
| Add: Profit for the year | 27,372,630 | 14,133,860 |
| | 108,876,950 | 90,382,433 |
| Less: Carrying value of assets where useful life is nil as on 01.04.2014 (after considering residual value) (Net of deferred Rs. 9,48,421) | - | 1,976,352 |
| Transferred to General reserve | 2,500,000 | 2,500,000 |
| Interim Dividend distributed to equity shareholders (1.50 per share) | 4,500,000 | - |
| Tax on Interim dividend | 916,094 | - |
| Dividends proposed to be distributed to equity shareholders (nil per share) | - | 3,600,000 |
| Tax on dividend | - | 719,784 |
| Stock Reserve | 71,584 | 81,977 |
| Closing Balance | 100,889,272 | 81,504,320 |
| Total | 186,332,916 | 164,447,964 |

NOTE NO. 5 : LONG TERM BORROWINGS

| | As at 31-03-2016 | | As at 31-03-2015 | |
|--|-------------------|------------------|-------------------|-------------------|
| | ₹ | | ₹ | |
| | Non-Current | Current | Non-Current | Current |
| SECURED | | | | |
| Term Loan from Bank | | | | |
| Bank of Baroda Term Loan II | - | - | - | 2,115,315 |
| Bank of Baroda Term Loan III | - | - | - | 1,330,808 |
| Bank of Baroda Term Loan IV | 4,243,000 | 1,764,000 | 6,007,000 | 1,764,000 |
| Bank of Baroda Coporate Loan V | 18,000,000 | 6,000,000 | 24,864,000 | 5,136,000 |
| North East Development Finance Corporation | - | - | - | 3,055,000 |
| Working Capital Loan from Bank of Baroda | - | - | - | 1,000,000 |
| UNSECURED | | | | |
| Car Loan under Hire Purchase | 600,149 | 1,129,155 | 1,725,360 | 1,169,680 |
| Inter Corporate Deposit from Related Party | 5,669,738 | - | 5,280,538 | - |
| | 28,512,887 | 8,893,155 | 37,876,898 | 15,570,803 |

5.1 Details of Security for Bank of Baroda Term Loan II, III, IV and V:

The above Loans are Secured by Equitable Mortgage of Land & Factory Building of the Company at Valsad, Office Building at Andheri (East) Mumbai & hypothecation of Plant and Machineries, Furniture & Fixtures, Office Equipments and Other Movable Fixed Assets of the Company, both present and future and further secured by personal guarantee of Managing Director.

5.2 Details of Loan from North East Development Finance Corporation of India:**Secured by :-**

- (i) 1st charge by way of Equitable Mortgage of Land and Building at Kalaphar industrial area.
- (ii) 1st charge by was of Hypothecation of Plant and Machineries and other moveable assets.
- (iii) Corporate Gaurantee of Ecopalast Ltd is NIL. (Previous year Rs. 200 Lacs)
- (iv) Personal gaurantee of Mr. J. B. Desai.

5.3 Details of Working Capital Loan from Bank of Baroda:

- (i) 1st Charge by way of Hypothecation of entire raw materials, stock-in-process, stores and spares, packing materials, finished goods and Book Debts both present and future.
- (ii) Corporate guarantees of Ecoplast Ltd. Rs.396 Lacs (previous year:Rs.406 Lacs) and personal guarantees of four others.

5.4 Interest Rate Profile of Term Loans & Deposits are set out as below:

| Particulars | Rate of Interest (p.a.) | Amount in ₹ |
|------------------------------|-------------------------|-------------------|
| Term Loan from Bank-IV | 11.80% | 6,007,000 |
| Corporate Loan from Bank-V | 12.25% | 24,000,000 |
| | | 30,007,000 |
| Car Loan under Hire Purchase | 10.78% | 805,450 |
| | 10.51% | 295,286 |
| | 10.51% | 295,286 |
| | 10.25% | 333,282 |
| | 1,729,304 | |
| Loan From Related Party | 9.5% | 5,669,738 |

5.5 Maturity Profile of Term Loans & Deposits is set out below:

| Particulars | Maturity Profile (Amount in Rs.) | | |
|------------------------------|----------------------------------|------------|----------|
| | 1-2 years | 3-4 years | >4 years |
| Term Loan from Bank-IV | 3,528,000 | 2,479,000 | - |
| Corporate Loan from Bank-V | 12,000,000 | 12,000,000 | - |
| Car Loan under Hire Purchase | 1,657,526 | 71,778 | - |
| Loan From Related Party | 5,669,738 | - | - |

NOTE NO. 6 : DEFERRED TAX LIABILITY (NET)

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|--|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Deferred tax (liability) / asset | | |
| Tax effect of items constituting deferred tax liability | | |
| On difference between book balance and tax balance of fixed assets | 12,270,809 | 12,939,056 |
| Tax effect of items constituting deferred tax liability | 12,270,809 | 12,939,056 |
| Tax effect of items constituting deferred tax assets | | |
| Provision for compensated absences, gratuity & other employee benefits | 2,368,556 | 1,739,420 |
| Provision for doubtful debts / advances | 295,014 | 321,994 |
| Provision for diminution in the value of investments | 1,586,049 | 1,556,544 |
| Tax effect of items constituting deferred tax assets | 4,249,619 | 3,617,958 |
| Net deferred tax (Liability) / Asset | (8,021,190) | (9,321,098) |

NOTE NO. 7 : LONG-TERM PROVISIONS

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|--|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Provision for employee benefits : | | |
| Provision for compensated absences | 3,475,187 | 2,934,912 |
| Total | 3,475,187 | 2,934,912 |

NOTE NO. 8 : SHORT-TERM BORROWINGS

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Loans repayable on demand | | |
| From banks | | |
| Secured | 69,869,362 | 82,568,933 |
| From Others - Unsecured | | |
| Inter Corporate Deposits | 8,000,000 | 8,000,000 |
| Car Finance under H.P. Agreement (Refer Note No. 5) | 1,129,155 | 1,169,680 |
| Total | 78,998,517 | 91,738,613 |

8.1 Details of Security for the secured short-term borrowings :

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Loans repayable on demand Bank Of Baroda | 69,869,362 | 82,568,933 |
| | 69,869,362 | 82,568,933 |

(Secured by hypothecation of inventories, book debts of the Company both present & futures and collaterally secured by equitable mortgage of Company's Land and Factory Buildings at Abrama-Valsad and Office Premises at Andheri (East) Mumbai, hypothecation of Plant and Machineries and guaranteed by Managing Director)

Interest Rate : 11.65% & 13.25%

NOTE NO. 9 : TRADE PAYABLES

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|-------------------------------------|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Trade payables : | | |
| Micro, Small and Medium Enterprises | 493,582 | 135,008 |
| Others | 93,399,092 | 90,925,991 |
| Total | 93,892,674 | 91,060,999 |

9.1 Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 :

Amount due to Micro, Small and Medium Enterprises as on 31st March, 2016 are disclosed on the basis of information available with the Company regarding status of the suppliers is as follows :

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|--|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Principal Amount due and remaining unpaid | 493,582 | 135,008 |
| Interest due on above and the unpaid interest | 15,674 | 4,799 |
| Interest paid during the year | - | - |
| Payment made beyond the appointed day during the year | 786,092 | 692,968 |
| Interest due and payable for the period of delay | 419 | 1,964 |
| Interest accrued and remaining unpaid | 16,093 | 6,763 |
| Amount of further interest remaining due and payable in succeeding years | 22,856 | 9,485 |

This information has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

NOTE NO. 10 : OTHER CURRENT LIABILITIES

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Current maturities of long-term Secured Debts (Refer Note No.5) | 7,764,000 | 14,401,123 |
| Interest accrued and due on NEDFI Term Loan | - | 41,124 |
| Unclaimed dividends* | 1,025,907 | 688,428 |
| Unclaimed matured deposits and interest accrued thereon* | 141,482 | - |
| Other payables | | |
| Statutory dues payable | 3,617,066 | 4,436,808 |
| Advances from customers | 1,153,801 | 948,562 |
| Others -Net Salaries & Wages Payable | 753,012 | 1,921,441 |
| Total | 14,455,269 | 22,437,486 |

* There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund.

NOTE NO. 11 : SHORT-TERM PROVISIONS

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|--|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Provision for employee benefits : | | |
| Provision for bonus | 1,693,824 | 747,570 |
| Provision for compensated absences | 1,413,648 | 1,219,775 |
| Provision for gratuity | 581,108 | 458,051 |
| | 3,688,580 | 2,425,396 |
| Other Provision | | |
| Provision for proposed equity dividend | - | 3,600,000 |
| Provision for tax on proposed dividends | - | 719,784 |
| | - | 4,319,784 |
| Total | 3,688,580 | 6,745,180 |

NOTE NO. 12 : FIXED ASSETS (Figures in brackets represents previous year figure)

| Tangible assets | GROSS BLOCK | | | | Accumulated depreciation and impairment | | | | NET BLOCK | |
|------------------------|------------------------------|----------------------------|----------------------------|--------------------------------------|---|----------------------------|--|--|------------------------------|------------------------------|
| | Balance as at 1-4-2015 | Additions | Disposals /Adjustments | Borrowing cost Capitalised 31-3-2016 | Balance as at 1-4-2015 | Depreciation for the year | Eliminated on disposal of assets /Adjust-ments | Retained Earnings due to Schedule II**** | Balance as at 31-3-2016 | Balance as at 31-3-2015 |
| | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ | ₹ |
| Own Assets | | | | | | | | | | |
| Land - Freehold | 5,096,185 (5,096,185) | - | - | - | 5,096,185 (5,096,185) | - | - | - | - | 5,096,185 (5,096,185) |
| Buildings * | 53,987,926 (53,987,926) | 1,281,288 | - | - | 20,686,898 (18,410,507) | 1,436,980 (1,433,868) | - | - | 22,123,877 (20,686,898) | 33,145,337 (33,301,028) |
| Plant and Equipment | 229,253,327 (233,577,427) | 14,493,366 (13,195,322) | 17,585,423 (17,585,423) | 66,000 (229,253,327) | 145,093,041 (142,701,475) | 17,205,223 (18,256,291) | - | - | 162,298,263 (145,093,041) | 81,448,429 (84,160,286) |
| Furniture and Fixtures | 3,911,762 (3,842,975) | 79,157 (68,787) | - | - | 3,500,388 (3,372,183) | 95,494 (93,066) | - | - | 3,595,882 (3,500,388) | 395,037 (411,374) |
| Vehicles ** | 9,887,791 (10,321,092) | - | - | - | 4,880,028 (4,416,463) | 896,867 (896,866) | - | (35,139) | 5,776,894 (4,880,028) | 4,110,897 (5,007,763) |
| Office equipment | 14,312,628 (12,878,448) | 584,939 (1,546,489) | - | - | 12,261,793 (11,147,311) | 598,136 (895,069) | - | - | 12,859,928 (12,261,793) | 2,037,639 (2,050,836) |
| Gross Total *** | 316,449,619 (317,355,690) | 16,438,750 (15,716,668) | - | - | 186,422,147 (180,047,939) | 20,232,698 (21,575,159) | - | - | 206,654,845 (186,422,147) | 130,027,472 (130,933,543) |
| C W I P | 906,071 (212,448) | 640,959 (906,070) | 906,071 (212,448) | - | - | - | - | - | 640,959 (906,070) | 906,071 (212,448) |
| Previous year | 317,355,690 (319,916,501) | 17,079,709 (15,716,668) | 906,071 (18,343,480) | - | 333,529,328 (317,355,690) | 20,232,698 (21,575,159) | - | - | 206,654,845 (186,422,147) | 130,933,543 (139,868,562) |

* Buildings include Rs.250 being cost of 5 shares of Rs.50 each in Riddhi Premises Co-operative Housing Society Ltd.

Details of assets acquired under hire-purchase agreements

| Particulars | Gross Block | | Net Block | |
|-------------|----------------|----------------|----------------|----------------|
| | 31 March, 2016 | 31 March, 2015 | 31 March, 2016 | 31 March, 2015 |
| Vehicles | 6,668,120 | 6,668,120 | 3,671,202 | 4,349,838 |

*** Gross Block include Rs. 19,95,221 on revaluation of Fixed Assets as on 31st March, 1994 excluding Vehicles, Furniture & Fixtures and Office Equipments.

**** The management of the Company has identified tangible fixed assets and their major components and has reviewed/determined their remaining useful lives. Accordingly, the depreciation on tangible fixed assets is provided for in accordance with the provisions of Schedule II to the Companies Act, 2013. In respect of assets where the remaining useful life is 'Nil', their carrying amount (net of tax effect) after retaining the residual value as on 1st April, 2014 as determined by the management has been adjusted against the opening balance of retained earnings Rs. 19,76,352 (Net of Tax) as on that date.

NOTE NO. 13 : GOODWILL ON CONSOLIDATION

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|--|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Goodwill at the beginning of the year | 13,293,939 | 15,223,798 |
| Less : Preliminary expenses adjusted | - | 30,725 |
| Less : Impairment for the year | 1,899,134 | 1,899,134 |
| Total | 11,394,805 | 13,293,939 |

NOTE NO. 14 : LONG -TERM LOANS AND ADVANCES

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Capital Advances | | |
| Unsecured, considered good | 3,861,500 | 8,460 |
| Security deposits | | |
| Unsecured, considered good | 4,990,227 | 4,094,398 |
| Loans and advances to employees | 1,026,275 | 362,723 |
| Prepaid expenses | 464,839 | 535,905 |
| Advance income tax net of provisions | 1,082,574 | 1,332,349 |
| Balances with government authorities | | |
| Unsecured, considered good | | |
| CST & VAT receivable on Assessment | 111,200 | 153,077 |
| Total | 11,536,615 | 6,486,912 |

NOTE NO. 15 : INVENTORIES

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|-------------------------------------|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Raw materials | 49,555,465 | 53,992,347 |
| Raw-Materials in-transit | 27,393,973 | 11,300,925 |
| Work-in-progress | 12,011,490 | 12,909,753 |
| Finished goods | 10,873,108 | 17,170,906 |
| Finished Goods in-transit | 2,273,061 | 2,253,202 |
| Packing Material, Stores and Spares | 3,460,429 | 4,160,749 |
| Others - Scrap | 13,949 | 5,122 |
| Total | 105,581,475 | 101,793,004 |

NOTE NO. 16 : TRADE RECEIVABLES

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Trade receivables outstanding for a period exceeding six months from the date they were due for payment | | |
| Unsecured, considered good | 2,207,783 | 2,263,971 |
| Doubtful | 892,277 | 992,277 |
| | 3,100,060 | 3,256,248 |
| Less: Provision for doubtful trade receivables | 892,277 | 992,277 |
| | 2,207,783 | 2,263,971 |
| Other Trade receivables* | | |
| Unsecured, considered good | 173,569,761 | 177,870,219 |
| Total | 175,777,544 | 180,134,190 |

* Includes trade receivable from other related party Rs.25,807 (Previous Year -Rs. Nil) (Refer Note No. 34).

NOTE NO. 17 : CASH AND CASH EQUIVALENTS

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Cash on hand | 762,781 | 964,577 |
| Balances with banks | | |
| In current accounts | 888,642 | 875,958 |
| Unpaid dividend accounts | 1,026,568 | 689,088 |
| In Fixed Deposit Accounts, held as margin money against Letter of Credit* | 2,737,618 | 2,280,638 |
| Total | 5,415,609 | 4,810,261 |

* Includes deposits of Rs. 12,63,282/- under Bank's Lien as a collateral security for Working Capital facilities availed by Subsidiary Company-Synergy Films Pvt. Ltd.

NOTE NO. 18 : SHORT-TERM LOANS AND ADVANCES

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|---|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Prepaid expenses | 2,881,115 | 2,289,047 |
| Balances with Government Authorities/Cenvat credit receivable | 2,152,455 | 5,175,832 |
| Service Tax credit receivable | 1,747,194 | 8,202,138 |
| Advance to Trade Payables | 1,096,071 | 611,943 |
| Loans and Advances to employees | 962,377 | 681,065 |
| Total | 8,839,212 | 16,960,025 |

NOTE NO. 19 : OTHER CURRENT ASSETS

| Particulars | As at 31 March, 2016 | As at 31 March, 2015 |
|--|----------------------|----------------------|
| | Amount ₹ | Amount ₹ |
| Accruals | | |
| Interest accrued on Fixed Deposits with Banks & Other Deposits | 462,099 | 632,643 |
| Others | | |
| TDS Refund Receivable | 439,326 | 439,326 |
| Discount Receivable | 1,056,051 | 1,079,305 |
| Total | 1,957,476 | 2,151,274 |

NOTE NO. 20 : REVENUE FROM OPERATIONS

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|--------------------------|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Sale of products | 1,129,220,172 | 1,106,916,022 |
| Processing charges | 6,297,095 | 2,662,584 |
| Other operating revenues | 1,199,793 | 531,319 |
| | 1,136,717,060 | 1,110,109,925 |
| Less: | | |
| Excise duty | 115,330,333 | 112,272,203 |
| Total | 1,021,386,727 | 997,837,722 |

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|---|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Sale of products comprises : | | |
| <u>Manufactured goods</u> | | |
| Plastic Film | 1,091,820,403 | 1,043,157,969 |
| Others | 8,765,174 | 8,672,233 |
| <u>Traded goods</u> | | |
| Others | 28,634,595 | 55,085,820 |
| Total - Sale of products | 1,129,220,172 | 1,106,916,022 |
| Sale of services comprises : | | |
| Processing charges | 6,297,095 | 2,662,584 |
| Total - Sale of services | 6,297,095 | 2,662,584 |
| Other operating revenues comprise : | | |
| Sale of Scraps | 1,199,793 | 531,319 |
| Total - Other operating revenues | 1,199,793 | 531,319 |

NOTE NO. 21 : OTHER INCOME

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|----------------------------|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Interest income | 613,143 | 1,192,111 |
| Other non-operating income | 2,807,468 | 2,559,889 |
| Total | 3,420,611 | 3,752,000 |

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|--|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Interest income comprises : | | |
| Interest from banks on Fixed Deposits | 160,338 | 588,684 |
| Interest on income tax refund | - | 132,986 |
| Interest on Deposit with Dakshin Gujarat Vij Co Ltd. | 400,323 | 437,649 |
| Interest on Employees Loan | 52,482 | 32,792 |
| Total - Interest income | 613,143 | 1,192,111 |

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|--|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Other non-operating income comprises : | | |
| Profit on sale of fixed assets | - | 56,000 |
| Liabilities / provisions no longer required written back (net) | 470,726 | 493,914 |
| Insurance Claim Received | 280,276 | 1,190,912 |
| Gain on foreign currency transactions and translation (net) | 780,434 | 172,228 |
| Miscellaneous income | 1,276,032 | 646,835 |
| Total - Other non-operating income | 2,807,468 | 2,559,889 |

NOTE NO. 22 : COST OF MATERIALS CONSUMED

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|--|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Opening stock | 54,461,179 | 65,361,303 |
| Add: Purchases | 751,113,005 | 771,639,123 |
| | 805,574,184 | 837,000,426 |
| Less: Closing stock | 50,329,329 | 54,461,179 |
| Cost of material consumed | 755,244,854 | 782,539,247 |
| Material consumed comprises : | | |
| Poly Granuals | 707,960,193 | 751,658,775 |
| Other items | 47,284,661 | 30,880,472 |
| Purchases Includes Rs.2,80,73,385 for Stock-in-trade (Previous Year Rs.5,40,04,976.) | | |
| Total | 755,244,854 | 782,539,247 |

Imported and Indigenous Raw Materials Consumed :

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|------------------|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Raw Materials : | | |
| Imported | | |
| Value | 438,806,768 | 430,890,016 |
| Percentage | 58 | 55 |
| Indigenous | | |
| Value | 316,438,086 | 351,649,231 |
| Percentage | 42 | 45 |
| Total Value | 755,244,854 | 782,539,247 |
| Total Percentage | 100 | 100 |

NOTE NO. 23 : CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|---|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Inventories at the end of the year : | | |
| Finished goods | 11,738,238 | 17,187,037 |
| Work-in-progress | 12,011,490 | 12,909,753 |
| | 23,749,728 | 30,096,790 |
| Inventories at the beginning of the year : | | |
| Finished goods | 17,187,037 | 19,481,193 |
| Work-in-progress | 12,909,753 | 7,389,916 |
| | 30,096,790 | 26,871,109 |
| Add/(Less) :- Variation in excise duty on opening and closing stock of finished goods | (829,140) | 463,889 |
| Net (increase) / decrease | (7,176,202) | 3,689,570 |

NOTE NO. 24 : EMPLOYEE BENEFITS EXPENSE

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|---|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Salaries, Wages, Bonus and Other Allowances | 55,803,766 | 44,162,021 |
| Contributions to Provident and other funds | 7,218,687 | 5,861,718 |
| Staff Welfare expenses | 1,274,312 | 1,204,264 |
| Total | 64,296,765 | 51,228,003 |

NOTE NO. 25 : FINANCE COSTS

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|-----------------------|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Interest expense on : | | |
| Borrowings* | 14,646,778 | 18,913,095 |
| Other borrowing costs | 1,841,866 | 2,779,776 |
| Total | 16,488,644 | 21,692,870 |

* Interest expense include interest on loans for fixed period

4,680,851

4,141,110

NOTE NO. 26 : OTHER EXPENSES

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|--|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Consumption of Stores and Spare parts | 3,042,398 | 2,757,625 |
| Consumption of Packing Materials | 18,469,925 | 16,388,377 |
| Consumption of Printing Cylinders | 1,157,194 | 784,154 |
| Power and fuel | 46,768,128 | 40,152,859 |
| Repairs and Maintenance - Buildings | 1,060,082 | 1,735,899 |
| Repairs and Maintenance - Machinery | 7,315,186 | 5,762,388 |
| Repairs and Maintenance - Others | 737,427 | 544,360 |
| Insurance | 2,321,507 | 2,063,876 |
| Rent including lease rentals | 68,985 | 67,956 |
| Rates and taxes | 249,537 | 154,620 |
| Communication | 799,462 | 770,868 |
| Travelling and Conveyance | 3,937,733 | 3,241,367 |
| Printing and Stationery | 1,176,008 | 1,119,196 |
| Freight and forwarding | 11,679,568 | 11,486,090 |
| Sales Commission | 111,780 | 134,411 |
| Sales discount | 11,216 | 78,015 |
| Business promotion | 101,061 | 69,868 |
| Donations and contributions | 335,000 | 348,051 |
| Motor Car Expenses | 1,031,968 | 938,360 |
| Security Charges | 1,593,301 | 1,372,429 |
| Royalty Paid | 6,038,242 | 4,750,511 |
| Directors Sitting Fees | 930,000 | 1,000,000 |
| Commission to Non-Executive Directors | 371,171 | 299,909 |
| Legal and Professional | 2,620,881 | 2,337,433 |
| Payments to Auditors | 1,065,039 | 807,168 |
| Bad trade receivables Written off | 50,000 | - |
| Net loss/(Gain) on foreign currency transactions and translation | 157,692 | - |
| Impairment of Goodwill on consolidation | 1,899,134 | 1,899,134 |
| Provision for doubtful trade receivables | - | 449,140 |
| Other Miscellaneous Expenses | 5,423,194 | 4,842,800 |
| Total | 120,522,819 | 106,356,864 |
| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
| | Amount ₹ | Amount ₹ |
| Payments to the auditors comprises | | |
| (a) To statutory auditors | | |
| Audit Fees | 320,000 | 320,000 |
| Taxation Matters | 50,000 | 50,000 |
| Company Law Matters | 50,000 | 50,000 |
| Tax Audit Fees | 50,000 | 50,000 |
| Certification and Other Services | 486,385 | 235,000 |
| Reimbursement of Expenses | 108,654 | 102,168 |
| Total | 1,065,039 | 807,168 |

NOTE NO. 27 : VALUE OF IMPORTS ON CIF BASIS

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|----------------------------|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Raw Materials | 366,536,341 | 391,391,646 |
| Components and Spare Parts | 680,514 | 1,849,617 |
| Capital Goods | 8,625,390 | 8,144,615 |

NOTE NO. 28 : EXPENDITURE IN FOREIGN CURRENCY

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|---------------------------|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Traveling Expenses | 474,001 | 211,351 |
| Interest on Buyers Credit | - | 257,316 |
| Remittance Charges | 484,514 | 551,461 |
| Royalty Paid | 6,038,242 | 4,750,511 |

NOTE NO. 29 : VALUE OF STORES AND SPARES CONSUMED

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|-------------|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Imported | | |
| Value | 1,351,652 | 1,627,207 |
| Percentage | 44 | 59 |
| Indigenous | | |
| Value | 1,690,746 | 1,130,418 |
| Percentage | 56 | 41 |
| | 3,042,398 | 2,757,625 |
| | 100 | 100 |

NOTE NO. 30 : EARNINGS IN FOREIGN EXCHANGE

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|---|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Export of Goods calculated on FOB basis | 102,214,760 | 102,463,492 |

NOTE NO. 31 DISCLOSURES UNDER ACCOUNTING STANDARD AS15

| Particulars |
|--|
| Employee benefit plans |
| <u>Defined Contribution Plans</u> |
| The Company makes Provident Fund and Superannuation Fund contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised Rs. 29,37,815 (Year ended 31 March, 2015 Rs. 24,20,399) for Provident Fund contributions and Rs. 20,24,683 (Year ended 31 March, 2015 Rs. 18,10,660) for Superannuation Fund contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes. |
| <u>Defined Benefit Plans</u> |
| The Company offers the following employee benefit schemes to its employees : |
| Gratuity |
| The following table sets out the funded status of the defined benefit schemes and the amount recognised in the financial statements : |

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|--|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| | Gratuity | Gratuity |
| Components of employer expense | | |
| Current service cost | 472,661 | 367,047 |
| Interest cost | 36,415 | 12,011 |
| Expected return on plan assets | - | - |
| Actuarial losses/(gains) | 1,287,756 | 870,352 |
| Total expense recognised in the Statement of Profit and Loss | 1,796,832 | 1,249,410 |
| Actual contribution and benefit payments for year | | |
| Actual benefit payments | - | - |
| Actual contributions | 1,673,775 | 288,763 |
| Net asset/(liability) recognised in the Balance Sheet | | |
| Present value of defined benefit obligation | (13,784,401) | (11,103,052) |
| Fair value of plan assets | 13,203,293 | 10,645,001 |
| Funded status [Surplus / (Deficit)] | (581,108) | (458,051) |
| Net asset/(liability) recognised in the Balance Sheet | (581,108) | (458,051) |
| Change in defined benefit obligations (DBO) during the year | | |
| Present value of DBO at beginning of the year | 11,103,052 | 8,989,796 |
| Current service cost | 472,661 | 367,047 |
| Interest cost | 882,693 | 837,849 |
| Actuarial (gains) / losses due to change in Financial Assumption | (131,859) | 943,545 |
| Actuarial (gains) / losses due to Experience | 1,478,162 | (35,185) |
| Past service cost | - | - |
| Benefits paid | (20,308) | - |
| Present value of DBO at the end of the year | 13,784,401 | 11,103,052 |
| Change in fair value of assets during the year | | |
| Plan assets at beginning of the year | 10,645,001 | 9,492,392 |
| Expected return on plan assets | 846,278 | 825,838 |
| Actual company contributions | 1,673,775 | 288,763 |
| Actuarial gain / (loss) | 58,547 | 38,008 |
| Benefits paid | 20,308 | - |
| Plan assets at the end of the year | 13,203,293 | 10,645,001 |
| Actual return on plan assets | 904,825 | 863,846 |
| Composition of the plan assets is as follows : | | |
| Insurer Managed Funds | 13,203,293 | 10,645,001 |
| Actuarial assumptions | | |
| Discount rate | 8.09% | 7.95% |
| Expected return on plan assets | 8.09% | 7.95% |
| Salary escalation | 8.00% | 8.00% |
| Attrition | 2.00% | 2.00% |
| Medical cost inflation | | |
| Mortality tables | LIC 2006-08 (Ultimate) | LIC 2006-08 (Ultimate) |

| Particulars | | | | | |
|--|--------------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|
| The discount rate is based on the prevailing market yields of Government of India securities as at the Balance Sheet date for the estimated term of the obligations. | | | | | |
| The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors. | | | | | |
| Experience adjustments | | | | | |
| | 31-03-2016 | 31-03-2015 | 31-03-2014 | 31-03-2013 | 31-03-2012 |
| Gratuity | | | | | |
| Present value of DBO | 13,784,401 | 11,103,052 | 8,989,796 | 8,470,855 | 7,174,358 |
| Fair value of plan assets | 13,203,293 | 10,645,001 | 9,492,392 | 7,714,384 | 7,027,952 |
| Funded status [Surplus / (Deficit)] | (581,108) | (458,051) | 502,596 | (756,471) | (146,406) |
| Experience gain / (loss) adjustments on plan liabilities | 1,478,162 | (35,185) | 432,381 | 365,830 | 169,690 |
| Experience gain / (loss) adjustments on plan assets | 58,547 | 38,008 | 21,730 | 39,705 | 79,711 |
| | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 | For the year ended 31 March, 2014 | For the year ended 31 March, 2013 | For the year ended 31 March, 2012 |
| Actuarial assumptions for long-term compensated absences | | | | | |
| Discount rate | 8.09% | 7.95% | 8.00% | 8.00% | 8.50% |
| Expected return on plan assets | 8.09% | 7.95% | 9.32% | 8.60% | 8.60% |
| Salary escalation | 8.00% | 8.00% | 8.00% | 8.00% | 8.00% |
| Attrition | 2.00% | 2.00% | 2.00% | 2.00% | 2.00% |

The discount rate is based on the prevailing market yields of Government of India securities as at the Balance Sheet date for the estimated term of the obligations.

The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.

NOTE NO. 32 DISCLOSURES UNDER ACCOUNTING STANDARD AS 16

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|---|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Details of borrowing costs capitalised | | |
| Borrowing costs capitalised during the year | - | 66,000 |

NOTE NO. 33 DISCLOSURES UNDER ACCOUNTING STANDARD AS 17

Segment Reporting :

The Company's sole business segment is Plastic Films and all activities are incidental to this sole business segment. Given this fact and that the Company services its domestic and export markets from India only, the financial statements reflect the information required by AS - 17 for the sole business segment of Plastic Films. The whole of the business assets are situated in India.

NOTE NO. 34 DISCLOSURES UNDER ACCOUNTING STANDARD AS 18

| | |
|--|--|
| Particulars | |
| Related party transactions | |
| Details of related parties : | |
| Description of relationship | Names of related |
| Key Management Personnel (KMP)* | Mr. J. B. Desai (Managing Director) |
| Relatives of KMP | - |
| Company in which KMP / Relatives of KMP can exercise significant influence | Propack Industries (Prop. Kunal Plastics Pvt. Ltd.) |

Note: Related parties have been identified by the Management.

* KMP as defined in AS 18.

Details of related party transactions during the year ended 31 March, 2016 and balances outstanding as at 31 March, 2016:

| | KMP | Entities in which relatives of KMP have significant influence | Total Amount ₹ |
|--|-------------|--|-----------------------|
| (I) Purchase of goods | - | 4,565,914 | 4,565,914 |
| | - | (2,117,167) | (2,117,167) |
| (ii) Sale of goods | - | 1,907,962 | 1,907,962 |
| | - | (2,469,613) | (2,469,613) |
| (iii) Rendering of services | - | 940,797 | 940,797 |
| | - | (976,833) | (976,833) |
| (iv) Receiving of services | 6,114,798 | 343,295 | 6,458,093 |
| | (5,352,996) | (56,031) | (5,409,027) |
| Balances outstanding at the end of the year | | | |
| Trade receivables | - | 25,807 | 25,807 |
| | - | - | - |
| Trade Payables | - | 1,408,394 | 1,408,394 |
| | - | (553,038) | (553,038) |

Note: Figures in bracket relates to the previous year

NOTE NO. 35 DISCLOSURES UNDER ACCOUNTING STANDARD AS 20

| Particulars | For the year ended 31 March, 2016 | For the year ended 31 March, 2015 |
|--|-----------------------------------|-----------------------------------|
| | Amount ₹ | Amount ₹ |
| Earnings per share | | |
| Basic and Diluted | | |
| Net profit for the year | 27,372,630 | 14,133,860 |
| Net profit/(loss)for the year from continuing operations attributable to the equity shareholders | 27,372,630 | 14,133,860 |
| Weighted average number of equity shares | 3,000,000 | 3,000,000 |
| Par value per share | 10.00 | 10.00 |
| Earnings per share - Basic and Diluted | 9.12 | 4.71 |

NOTE NO. 36 IMPAIRMENT OF ASSETS - AS 28

As at March 31, 2016, the Company has reviewed the future earnings of all its cash generating assets in accordance with the Accounting Standard 28 "Impairment of Assets". As the carrying amount of assets does not exceed the future recoverable amount, consequently, no adjustment to carrying amount of assets is considered necessary by the management except Goodwill arising on Consolidation as per AS-21.

NOTE NO. 37 CONTINGENT LIABILITIES AND COMMITMENTS

| | 31.3.2016 | 31.3.2015 |
|---|------------|------------|
| | ₹ | ₹ |
| (i) Commitments The Company has given irrevocable and unconditional Corporate Guarantee/ Collateral Securities to North East Development Finance Corporation Ltd. (NEDFi), Assam/ Bank of Baroda - Valsad on behalf of Synergy Films Pvt. Ltd., a Subsidiary company in which the company is holding 100 % of the equity shares as on 31/03/2016 as a collateral security for Working capital Term Loan availed by subsidiary company. | 40,863,282 | 60,600,000 |
| (ii) On account of Capital Commitments (Net of advances) | 13,853,610 | - |
| (iii) On account of Income Tax and Service Tax demand under contest | 2,197,795 | 904,795 |

NOTE NO. 38 : DISCLOSURE AS PER CLAUSE 32 OF THE LISTING AGREEMENTS WITH THE STOCK EXCHANGE

(I) Loans and advances in the nature of loans given to subsidiaries

| Name of the Party | Relationship as at 31 March, 2016 | Amount outstanding | Maximum balance outstanding during the year |
|-------------------------------|-----------------------------------|----------------------------|---|
| Synergy Films Private Limited | Subsidiary Company | 37,218,771 (37,218,771) | 37,218,771 (37,218,771) |

(Figures in brackets represent previous year figures)

NOTE NO. 39 : DISCLOSURE OF DERIVATIVES

The foreign currency outstanding balances that have not been hedged by any derivative instrument or otherwise as at 31st March, 2016 are as follow :

| Particulars | 31-03-2016 | | 31-03-2015 | |
|-------------|-----------------------------------|---------------|-----------------------------------|---------------|
| | Amount in Foreign Currency \$ & € | Amount in INR | Amount in Foreign Currency \$ & € | Amount in INR |
| Assets | \$153 | 10,047 | \$234 | 14,519 |
| Liabilities | \$486 | 30,835 | \$659 | 41,521 |
| | €28 | 2,134 | | |

NOTE NO. 40 INFORMATION RELATING TO SUBSIDIARY

| Particulars | Net Assets i.e. Total assest minus Total liabilities | | Share in Profit or loss | |
|----------------------------|--|---------------|-------------------------------------|---------------|
| | As % of Consolidated Net Assets | Amount in INR | As % of Consolidated Profit or loss | Amount in INR |
| Subsidiary - Indian | | | | |
| 1) Synergy Films Pvt. Ltd. | -3.12% | (6,745,785) | 21.87% | 5,987,572 |
| Total | | | | |

NOTE NO. 41

The Company has imported Plant and Machineries for production of surface protection film (new Speciality Film) under Export Promotion Capital Goods Scheme (EPCG) without payment of Custom Duty. In the event of non-fulfilment of export obligations as specified, Company may be held liable to pay custom duty of Rs. 33.45 lacs (Previous year Rs. 33.45 lacs) in terms of the said Scheme. As on 31st March 2016 Company is not in any default under the Scheme.

NOTE NO. 42

The Company prior to it being listed had issued Bonus shares on 29th June, 1994 for Rs. 10 Million (10,00,000 equity shares of Rs. 10/- each) by capitalising part of its revaluation reserve. Accordingly, the paid up equity share capital of the company stands increased by Rs. 10 Million and the revaluation reserve stands reduced by that amount. The issue of bonus shares as aforesaid is contrary to the circular issued by the Department of Company Affairs issued in September, 1994 and the recommendations of the Institute of Chartered Accountants of India issued in November, 1994. However, the Hon'ble Supreme Court in the recent decision in the case of Bhagwati Developers Vs Peerless General Finance & Investment Co. & others (2005) Comp LJ 377 (SC) has held that there is no specific bar under the Companies Act for issue of Bonus Shares out of Revaluation Reserve and that the Department's Communique was advisory in nature, without any mandatory effect. The Management is therefore of the opinion that both according to the accounting principles and provisions of Company Law, the Company was justified in capitalizing its Revaluation Reserve.

As per our Report of even date.
For **AKKAD MEHTA & CO.**
Chartered Accountants
Firm ICAI Registration No. 100259W

For and on behalf of the Board of Directors

NIRAV MEHTA
Partner
Membership No : 152552

P. P. KHARAS
Chairman

JAYMIN B.DESAI
Managing Director

ANTONY ALAPAT
Company Secretary

M. D. DESAI
C.F.O.
Place : Mumbai
Date : 25th May, 2016

Place: Mumbai
Date: 25th May, 2016

Ecoplast Limited

Regd. Office: National Highway No. 8, Water Works Cross Road, Abrama, Valsad - 396 001

CIN: L25200GJ1981PLC004375

Tel: (02632) 226157

E-mail : investor@ecoplastindia.com • Website : www.ecoplastindia.com

Attendance Slip

I hereby record my presence at the THIRTY FOURTH ANNUAL GENERAL MEETING of the Company at the Country Club, At P.O. Vashier, Valsad 396 001 on Tuesday, 13th September 2016 at 11.00 a.m.

SIGNATURE OF THE ATTENDING MEMBER / PROXY

- Notes :
1. Shareholder /Proxyholder wishing to attend the meeting must bring the Attendance slip to the meeting and hand it over at the entrance duly signed.
 2. Shareholder/Proxyholder desiring to attend the meeting should bring his / her copy of the Annual Report for reference at 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]

ECOPLAST LIMITED

Regd. Office: National Highway No. 8, Water Works Cross Road, Abrama, Valsad - 396 001

CIN: L25200GJ1981PLC004375

Tel: (02632) 226157

E-mail : investor@ecoplastindia.com • Website : www.ecoplastindia.com

Name of the Member (s) : _____

Registered address : _____

E-mail Id : _____

Folio No./Client ID : _____ DP ID No.: _____

I/We, being the member(s) of _____ equity shares of the above named company, hereby appoint

1. Name :

Address :

E-mail Id :

Signature : _____, or failing him / her:

2. Name :

Address :

E-mail Id :

Signature : _____, or failing him / her:

3. Name :

Address :

E-mail Id :

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 34th Annual General Meeting of the Company at the Country Club, At P. O. Vashier, Valsad-396 001 on Tuesday, 13th September 2016 at 11.00 a.m., and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:

| Sr. No. | Resolutions | |
|----------------|---|--|
| 1 | Consider & adopt: | |
| | a) Audited Financial Statements, Reports of the Board of Directors and the Auditors | |
| | b) Audited Consolidated Financial Statement | |
| 2 | Reappointment of Ms. Charulata Patel (holding DIN 00233935), who retires by rotation. | |
| 3 | Ratification of appointment of Auditors & fixing their remuneration. | |

Affix
Revenue
Stamp
of Rs. 1/-

Signed this _____ day of _____, 2016
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 the Registered office of the Company, not less than 48 hours before the commencement of the Meeting.