

# ANNUAL REPORT 2013-2014



**B & A PACKAGING INDIA LIMITED**



*Dr. Hemendra Prasad Barooah*

*1926 - 2013*

*... We continue to follow your work ethics  
& strive towards fulfillment your  
vision...*

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## **CORPORATE INFORMATION**

<b>BOARD OF DIRECTORS</b>	: Mrs. Anuradha Farley ( <i>Chairman</i> ) Mr. Anjan Ghosh Mr. Amit Chowdhuri Mrs. Gargi Barooah Mr. Somnath Chatterjee
<b>COMPANY SECRETARY</b>	: Mr. Gunjan Kumar Chaurasia
<b>REGISTERED OFFICE</b>	: 22, Balgopalpur Industrial Area Balasore - 756 020, Odisha Phone : 06782 275725 E-mail : contact@bampl.com Webside : www.bampl.com CIN : L210210R1986PLC001624
<b>CORPORATE OFFICE</b>	: 113, Park Street, 9th Floor Kolkata - 700 016 Phone : 033 22269582
<b>FACTORY</b>	: 22, Balgopalpur Industrial Area Balasore - 756 020, Odisha
<b>STATUTORY AUDITORS</b>	: APS Associates Chartered Accountants 3C, Madan Street Kolkata - 700 072
<b>BANKER</b>	: State Bank of India Industrial Finance Branch
<b>REGISTRAR AND SHARE TRANSFER AGENT</b>	: MCS Share Transfer Agent Limited 12/1/5, Manohorpukur Road Ground Floor, Kolkata - 700 026 Phone : 033-4072 4051(3 Lines) E-mail : mcssta@rediffmail.com

**DIRECTORS' REPORT**

Your Directors have pleasure in presenting the Twenty Eighth Annual Report of the Company together with the Financial Statements for the year ended 31st March, 2014.

**OPERATING RESULTS**

(₹ In Lakh)

<b>Particulars</b>	<b>For the Year ended 31st March, 2014</b>	<b>For the Year ended 31st March, 2013</b>
Net Sales	<b>4052.25</b>	3089.39
Other Income	<b>17.81</b>	36.26
Total	<b>4070.06</b>	3125.65
Less : Total Expenditure	<b>3533.70</b>	2792.80
Profit before Interest, Depreciation and Tax	<b>536.36</b>	332.85
Less: Interest	<b>221.55</b>	218.62
Profit before Depreciation and Taxation	<b>314.81</b>	114.23
Less: Depreciation	<b>71.38</b>	68.87
Profit before Tax	<b>243.43</b>	45.36

**PERFORMANCE REVIEW**

With the Indian economy decelerating, growth rates dipped as inflation and interest costs started climbing up. Despite these constraints and the challenging environment, your Company performed well. During the year 2013-14, the gross turnover of the Company has increased to Rs.4422.14 lacs as against Rs. 3402.20 lacs for the previous year ended 31st March, 2013 representing a healthy growth. The Company has achieved higher profit before tax at Rs. 243.43 lacs compared to Rs. 45.36 lacs, during the previous year.

The Gross Turnover of the two divisions of the Company were as under:

(₹ In Lakh)

<b>Division</b>	<b>2013-14</b>	<b>2012-13</b>
Paper Sacks Division	3634.62	3131.28
Flexible Packaging Division	782.30	260.60

As reported in the last Board report, the initiatives/various measures and vigorous marketing undertaken by your company during the year under review in increasing productivity and efficiency

have led to improvement of the operational performance in terms of production, sales and profitability, which is visible from the operational performance for the year under review. Your management will continue their effort in improving the performance of the company to bring back on track by expanding market and concentrating more in value added structure to increase not only volume but also profit margins.

The results of cost reduction initiatives and operational efficiencies will be further visible in the current financial year 2014-15 as your company has continued the initiatives to optimize capacity utilization in both the units.

### **Paper Sacks Division**

During the year under review, the Paper Sacks could achieve growth of more than 15% resulting in better profitability than previous year. However, the quantity of paper sacks sold remained same compared to previous year. Your company has suffered a loss of sale by 50% at carbon black sector due to recession in the Automobile industry which has affected the division in terms of business volume. However the loss has been compensated by sale of higher volume of high value added sacks in other sectors like Chemical, powder paints and attributed significantly toward the over all growth of this division.

### **Flexible Division**

During the year under review, the performance of flexible division was satisfactory and it has achieved higher turnover than previous year. The turnover of Flexible Packaging Division was almost triple compared to the previous year. Your Company could add many new customers during the year under review which has resulted in growth in this segment. However, this Division could not be operated to its optimum level of production capacity due to severe competition and flat demand.

### **FUTURE OUTLOOK**

The Company expects that domestic market for paper sacks and flexible laminate pouches will expand, despite pressure on overall economic growth. The Company is positioned for the anticipated growth in business with an appropriate structure, strategy and capabilities. Your Company is planning to open a representative office in the Baroda, Gujarat where huge market for our brand of Products exists and will help the company to approach the potential customers. It is expected that the turnover of the Company is likely to improve considerably.

The flexible sector has suffered lot due to lesser demand, price undercut and cut throat competition. Many units have closed their operation due to severe loss in this segment. However, your company has focused from volume job at marginal contribution to small but high priced job. During the current year the company has targeted to move on along with medium sized volume at better contribution.

In the present business scenario and despite the fragmented nature of the industry which is dominated by few big players the Company is expecting 10% to 15% growth in its business. The Company is focusing more to capture the market of imported paper sacks for achieving better contribution.

**DIVIDEND**

Your Directors are pleased to recommend a dividend of 2.5% on the equity shares of Rs.10/- each of the Company for the financial year 2013-14. The distribution of dividend will result in payout of Rs. 12,40,125/- excluding tax on dividend.

**DIRECTORS**

Dr. Hemendra Prasad Barooah, Chairman of the Company ceased to be director of the company due to sad demise on 31st July, 2013. The Board expresses its profound grief on the sudden demise of Dr. Hemendra Prasad Barooah founder Chairman of the Company and place on record its deep appreciation for the valuable contribution made by him in the Corporate sector and remember his achievements, in the tea and packaging industry and also the contribution made by him during his tenure as Chairman and Whole time Director on the Board of the Company.

Mr. Panchkari Banerjee, Director of the Company ceased to be director of the company due to sad demise on 25th September, 2013. The Board expresses its deep condolences at the sad demise of Mr. Panchkari Banerjee and place on record deep appreciation for the service rendered by him during his tenure as member of the Board.

Mr. Sudipto Sarkar, Director of the Company has resigned from the Board due to personal reasons w.e.f. 2nd September, 2013. The Board placed on record its high appreciation for the valuable advice rendered by Mr. Sarkar during his tenure as a director of the Company.

The Board has appointed Mr. Amit Chowdhuri and Mrs. Anuradha Farley as an Additional Directors of the Company w.e.f. 5th November, 2013 and 13th November, 2013 respectively. Mrs. Farley has also been nominated as Chairman of the Company by the Board of Directors on that date. Pursuant to section 161 of the Companies Act, 2013, Mrs. Anuradha Farley and Mr. Amit Chowdhuri will hold office upto the date of ensuing Annual General Meeting. The Company has received notice in writing from two members of the company proposing their appointment as directors of the Company. Mr. Amit Chowdhuri has been appointed as an 'Independent Director' of the Company by the Board of Directors with effect from 23rd May, 2014 pursuant to provision of sections 149, 150 and 152 read with Schedule IV of the Companies act, 2013 and subject to approval of the members in the ensuing Annual General Meeting.

Mrs. Gargi Barooah, Director, retire by rotation at the forthcoming Annual General Meeting and being eligible offer herself for re-appointment.

As stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, the relevant details of Directors retiring by rotation and seeking re-appointment at the ensuing Annual General Meeting are given in the report of Corporate Governance.

The proposals regarding the appointment/re-appointment of the aforesaid Directors are placed for your approval.

**AUDITORS**

M/s. APS Associates, Chartered Accountants, the Statutory Auditors of the Company will retire at the ensuing Annual General Meeting and are eligible for re-appointment. The Audit Committee

at its meeting dated 23rd May, 2014 has recommended their re-appointment. As required under the provisions of section 139(1) of Companies Act, 2013 & the Companies (Audit & Auditors) Rules 2014, your Company has obtained a written certificate from the Auditors proposed to be re-appointed to the effect that, if the appointment is made it shall be in accordance with the conditions as may be prescribed.

**FIXED DEPOSITS**

Your Company has not invited or accepted any deposits from the public during the year under review.

**CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

As required by Clause 49 of the Listing Agreement with the Stock Exchange, a separate report on Corporate Governance and Management Discussion and Analysis forms part of the Annual Report. A certificate from the Statutory Auditors of the Company regarding compliance of conditions of corporate governance is annexed to this report.

**DIRECTORS' RESPONSIBILITY STATEMENT**

As required by Section 217 (2AA) of the Companies Act, 1956, your Directors state that:

- In the preparation of Annual Accounts for the year ended 31st March, 2014, the applicable accounting standards have been followed and in case of material departures, proper explanations have been given in the accounts and notes thereon.
- The accounting policies adopted in the preparation of the annual accounts have been applied consistently and reasonable and prudent judgments and estimates have been made so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2014 and of the Profit of the Company for the year ended on that date.
- Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and detecting fraud and other irregularities.
- The Annual Accounts for the year ended 31st March, 2014 have been prepared on a going concern basis.

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

The information as prescribed under Section 217 (1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988, is given in **Annexure -A** which forms a part of this Report.

**ENTERPRISE RESOURCE PLANNING (ERP)**

The Company is in the process of upgrading its existing Enterprise Resources Planning (ERP) system which will help the company more to integrates the various functions within the organization and presents in a greater manner with the greater transparency of the transactions. It will further strengthen internal controls, compliances and will help in improving the quality and efficiency of the business operations in future.



The upgraded ERP is expected to put in place strong checks and balances particularly in financial matters ensuring greater transparency.

#### **ACCOLADES & RECOGNITIONS**

During the year under review your Company has received some honours which reflect company is growing and is in the right direction. Some of the accolades/recognitions are:

- CRISIL has ranked the Company 22nd position in the East Zone of India in its Unmatched coverage of rating of 351 companies of packaging and mentioned it in its Report under CRISIL Industry Insights.
- Received trophy from Indian Institute of Packaging for contribution in the National Conference of Packaging.

#### **SAFETY, HEALTH AND ENVIRONMENT PROTECTION**

Your Company focuses on environmental management not only to comply with the applicable regulatory regime but also strives to contribute positively to the communities around its operations. The Paper sacks and its manufacturing process are both eco friendly and do not generate pollution. Your Company accords highest priority towards environment protection, occupational health and safety and is committed for this. The Company focus on the conservation of natural resources to the extent possible.

Your Company has received ISO 22000:2005 food grade certificate, ISO 14001- Environment Management System and OHSAS 18001- Occupational Health & Safety Standard certificates. Your Company is also pursuing BRC(British Retail Consortium) IOP, the highest form of auditing process for application in food packaging.

#### **COST AUDIT**

The Cost accounts maintained by the company in respect of "Paper sacks and Flexible packaging" is being audited by a reputed firm of Cost Accountant, M/s S. B. & Associates, Cost Accountants appointed by Board of Directors with the approval of the Ministry of Corporate Affairs. The Cost accounting records for the year ended 31st March, 2014 were maintained as per the Companies (Cost Audit Report) Rules, 2011.

#### **INSURANCE**

Your Company has taken adequate insurance cover for properties of the company including buildings, plant and machineries and stocks against fire, earthquake and other risks as considered necessary.

#### **OBLIGATION OF COMPANY UNDER THE SEXUAL HARRASMENT OF WOMEN AT WORKPLACE(PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

In order to prevent sexual harassment of women at work place a new act "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 "has been notified on 9th December, 2013. Under the said Act every company is required to set up a Committee to look into complaints relating to sexual harassment at work place of any women employee. In view of

the said Act, the Company has formed Internal Complaint Committee.

Your Company has not received any complaints relating to sexual harassment at work place from any women employee, during the year.

**PARTICULARS OF EMPLOYEES**

None of the employees employed throughout the year or part of the year was in receipt of remuneration the aggregate of which exceeds the limits as prescribed under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 as amended, for disclosure in the report of the Board of Directors.

**STATUTORY DECLARATION**

None of the directors of the Company are disqualified as per the provisions of section 274(1)(g) of the Companies Act, 1956. The directors have made necessary disclosures as required under the various provisions of the Act.

**ACKNOWLEDGEMENT**

Your Directors would like to express their appreciation for the continuous assistance and co-operation received from Bank, Government Authorities, customers, vendors and other business associates during the year under review and thank the Members for the confidence they have reposed in the Company and its management.

Your Directors place on record their deep appreciation for the dedicated efforts and contribution of the employees at all levels and look forward to their continued support in the future as well.

For and on behalf of the Board of Directors

**Anuradha Farley**  
*Chairman*

Date : 23rd May, 2014

Place: Kolkata

## Annexure to the Directors' Report

Annexure -A

Information under Section 217 (1) (e) of the Companies Act, 1956, read with Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 and forming part of the Directors' Report :

**1) Conservation of Energy :**

The manufacturing operation of the Company is not power intensive, However, continuous efforts are being put to conserve energy at its maximum possible level. The Flexible Packaging unit will also be using HSD besides electricity. Superior quality boiler has been chosen to make most efficient consumption of fuel.

Total energy consumption & energy consumption per unit of production in Form A is as under :

**FORM-A****Disclosure of Particulars with respect to the conservation of energy****A. Power & Fuel Consumption**

	Unit	2013-14	2012-13
<b>1. Electricity:</b>			
(a) Purchased Units	KWH	<b>798036</b>	589740
Total amount	Rs.	<b>5781927</b>	4464148
Rate/unit	Rs./KWH	<b>7.24</b>	7.56
(b) Own generation (through diesel generator)			
Unit	KWH	<b>34720</b>	55132
Total Cost	Rs.	<b>871648</b>	1074279
Units per ltr. of diesel oil	KWH/Ltr.	<b>3.21</b>	2.33
Cost/unit	Rs./KWH	<b>25.10</b>	19.5
<b>2. Coal (specify quality and where used)</b>			
Quantity (tonnes)	NA	<b>NA</b>	NA
Total cost	NA	<b>NA</b>	NA
Average rate	NA	<b>NA</b>	NA

	Unit	2013-14	2012-13
<b>3. Furnace oil</b>			
Quantity (k. ltrs.)	NA	NA	NA
Total amount	NA	NA	NA
Average rate	NA	NA	NA
<b>4. Others/internal generation (please give details)</b>			
Quantity	NA	NA	NA
Total cost	NA	NA	NA
Rate/unit	NA	NA	NA

**B. Consumption per unit of production**

	Unit	2013-14	2012-13
Products- Paper sacks	No.	<b>7774702</b>	7896414
Electricity KWH/ per sacks		<b>0.11</b>	0.07
Furnace oil	NA	NA	NA
Coal (specify quality)	NA	NA	NA
Others (specify)	NA	NA	NA

Note :- The power and fuel consumption for electricity also includes consumption for manufacturing of flexible laminates, however it is excluded by the above mentioned rule.

## 2) Technology Absorption :

## Form B

## Disclosure of Particulars with respect to technology absorption :

## Research &amp; Development (R &amp; D)

Specific areas in which R & D carried out by the Company	The Company has not taken any activity relating to research and development during the year under review.	
Benefits derived as a result of the above R&D		
Future plan of action		
<b>Expenditure on R &amp; D :</b>	<b>2013-14</b>	<b>2012-13</b>
1.Capital Expenditures	<b>NIL</b>	NIL
2.Recurring Expenditures	<b>NIL</b>	NIL
Total	<b>NIL</b>	NIL
Total R & D expenditure as a percentage of total turnover	<b>NA</b>	NA

## Technology, Absorption, Adaptation and Innovation

Efforts, in brief, made towards technology absorption, adaptation and innovation	Presently, the company is not engaged in any activity relating to technology absorption, adaptation and innovation. The Company uses the latest technology and process available in the packaging industry. Accordingly, the Company has the latest equipments and its personnel are trained, from time to time, on the use, operation and maintenance of such sophisticated equipments.
Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc	
In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year), following information may be furnished: (a) Technology imported. (b) Year of import. (c) Has technology been fully absorbed ? (d) If not fully absorbed, areas where this has not taken place, reasons there for and future plans of action.	

## 3) Foreign Exchange Earnings and outgo:

(₹ In Lakh)

Particulars	31.03.2014	31.03.2013
Earnings in Foreign Currency	<b>57.71</b>	157.78
Expenditure in Foreign Currency	<b>1264.40</b>	914.69

For and on behalf of the Board of Directors

Date : 23rd May, 2014

Place: Kolkata

**Anuradha Farley**  
Chairman

## MANAGEMENT DISCUSSION & ANALYSIS REPORT

### 1. Industry Structure and Development

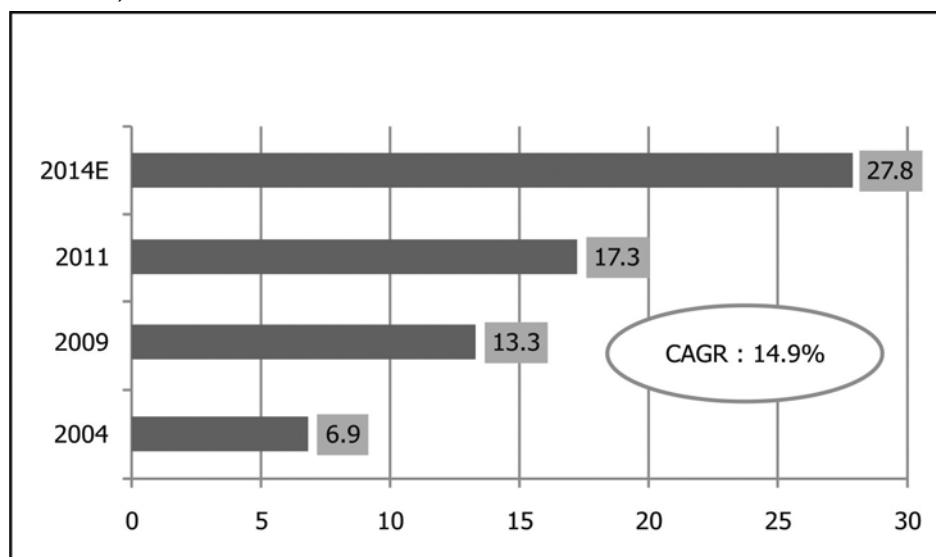
#### Packaging Industry

Indian Packaging Industry, estimated at Rs. 8000 crores categorized into rigid packaging and flexible packaging. The packaging Industry is expected to grow at a CAGR of 10-12% over the medium term. India's per capita annual packaging expenditure was US \$ 20 in 2011 as against the per capita average of US \$ 374.6 in the top 20 developed markets. This offers a huge business opportunity for packaging companies in the country. (Source: CRISIL)

The packaging industry is increasingly becoming technology oriented with innovations driving the market; this is expected to lead to packaging that increases shelf life, reduces cost and is light weight.

#### Indian Packaging Industry Growth

(US \$ Billion)



E – estimate

Source : Journal of Indian Institute of Packaging, ImaCS Research

However, as per CRISIL analysis over the industry, the fragmented nature of industry and strong bargaining power of customers, it can pass on only a portion of the cost increases to end users. Raw materials inputs for about 63 percent of the total cost and higher volatility in prices takes a toll on the margins of manufactures. Competition in the domestic packaging industry is severe due to presence of a large number of players on account of low entry barriers and limited product differentiation. (Source: CRISIL)

The technical upgradation both in the machines and processes, development of new generation of raw materials has resulted into several new players coming into industry, existing players expanding and creating new capacities thus opening new horizons. Several new high output machines both in processing as well as conversion field are established. This has resulted into over capacity in many areas and industries have been subjected to cut throat competition among players and the fittest will survive.

## **2. Opportunity and Threats**

The Indian economy is growing and so is the Packaging industry. As growth rides on increased industrial production and international trade, demands on package production have become more intense and sophisticated.

The total demand for paper is estimated to be around 6mn.tonnes, of which about 40% is consumed by the packaging industry.

Within India, increasing penetration of organised retail (including foreign players who are large consumers of flexible packaging solutions) and increasing preference for branded products has added fuel to the demand for flexible packaging solutions. The flexible packaging Industry is expected to grow at about 10-15% per annum in the coming years. The laminated products are growing at around 30% per annum.

The large and fast growing Indian middle class population and the growth of organized retail sector are the catalysts to growth in packaging. Packaging of essential products like food, beverage, milk, vegetable, food grains and pharma are the key driving segments because of the huge domestic consumption. Your Company is very particular about customer satisfaction and ensures best quality product matching to their quality specification and requirements which is potency in this growing scenario.

However, the present per capita consumption of packaging in the country is dramatically lower than the global averages. All the pointers indicate that the packaging industry is set to move to a higher level of growth between 20-25% from the present level of around 12-15 %.

Raw material price increases are threatening the financial backbone of the flexible packaging industry. The squeeze on margins caused by increased raw material prices and rising energy, transport and labour cost is putting enormous pressure on the company. There continues to be increase in capacity of packaging manufacturers resulting in over supply coupled with inflation led increases in costs of not only raw materials but also other operating expenses. Moreover, since the growth rate of eastern India is much below than nation at large therefore competition will remain severe. We have observed that this has forced two medium size and one large size companies to close down due to substantial operational loss. In paper sack industry the unpredictable foreign exchange rate may continue to hamper the contribution because the company

import more than 50% of major raw materials. The carbon black industry will remain under pressure until the global situation changes. The erratic weather situations as being predicted by meteorological department may hit the tea industry where the company has its largest share of paper sacks for bulk packaging of tea.

### **3. Risk and Concern**

The year under review has been a very challenging one for the Indian economy. The GDP growth slowed down considerably especially from June, 2013 onwards. Several macro-economic and political factors affected the overall performance of the economy. High food inflation, steep increase in energy costs, extremely volatile Forex and capital markets, all affected consumer sentiment and consumer demand. Several sectors of the economy performed below par. In 2013, India witnessed one of the weakest festival seasons in recent history.

Our customers resisted price increase on account of increases in material and other input costs. They used the fragmented nature of the industry to drive down buying prices of packaging materials sometimes to unsustainable levels.

One of the primary challenges facing the company is regulatory changes and the company is committed to comply with all the regulatory norms applicable. The high interest cost is a major concern for the company and your company is focusing on reducing financial leverage and finance costs through enhancing capital productivity and improving cash generation.

### **4. Internal Control System and Adequacy**

The company maintains an adequate and effective internal control systems and suitable monitoring procedures with regard to purchase of raw material, stores, plant and machinery, equipment and other assets as well as for sale of goods. The Company maintains a system of well established policies and procedures for internal control of operations and activities, excellent corporate governance, these are continually reviewed for effectiveness. Your Company has an adequate internal audit and control system commensurate with the size and nature of business.

The internal control systems of the Company are monitored and evaluated by internal auditors and their audit reports are periodically reviewed by the Audit Committee of the Board of Directors. The observations and comments of the Audit Committee are placed before the Board of Directors.

### **5. Outlook**

Your Company continues to maintain its relatively stable growth outlook. However, important factors that may influence the company's operations include various internal as well as external factors such as revival of Indian economy, government's policy changes which may not be in the hands of the management and company.

The initiatives taken by your company for technology up-gradation, improving operating parameters,



optimising operational costs, wider product mix, and value added products for its customers will enable the company to face challenges in coming times. Your Company is in process of exploring more opportunities for development and is optimistic about its growth.

## **6. Financial Performance**

During the year the performance of your Company has improved significantly compared to the previous year. While the gross turnover has increased by 30%, the EBIDTA has gone up to Rs. 536.36 lacs as against Rs. 332.85 lacs , during the previous year. Your Company has sold Rs. 3634.62 lacs paper sacks during the year under review compared to Rs. 3131.28 lacs during the previous year. The average price realization for paper sacks was higher than previous year. Total flexible laminates sale for the year under review was Rs. 782.30 lacs compared to Rs. 260.60 lacs during the previous financial year.

*Cautionary Statement : Statement in the Directors Report and Management Discussion & Analysis describing the Company's expectations may be 'forward looking statements' within the meaning of applicable securities laws & regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operation include global and domestic demands and supply conditions affecting selling prices, new capacity additions, availability of critical materials and their costs, changes in government policies and tax laws, economic development of the country and such other factors which are material to the business of the Company.*

**REPORT ON CORPORATE GOVERNANCE****Company's Philosophy:**

Being a responsible corporate citizen, the Company ensures continuous adherence to the prescribed corporate practices as per various clause including clause 49 of the Listing Agreement ensuring accountability, transparency, fairness in all its transactions with shareholders, bankers, customers and other stakeholders.

Details of compliances under Clause 49 are given below:

**1. BOARD OF DIRECTORS****A) Composition as on 31st March, 2014**

The Company has an optimum composition of Board of Directors in conformity with Clause 49 of the Listing Agreement with the Stock exchange. The Board comprises of a Non-Executive Chairman and four Non – Executive Director including two Independent Directors. The Composition and category of directors on the Board are as follows :

Sl. No.	Name	Designation	Category
1.	Mrs. Anuradha Farley	Chairman	Non-Executive & Non- Independent
2.	Mrs. Gargi Barooah	Director	Non-Executive & Non- Independent
3.	Mr. Somnath Chatterjee	Director	Non-Executive & Non- Independent
4.	Mr. Anjan Ghosh	Director	Non-Executive & Independent
5.	Mr. Amit Chowdhuri	Director	Non-Executive & Independent

**B) Board Meetings held during the last Financial Year ended 31st March, 2014**

The Board of Directors held five Board meetings during the year on 02.05.2013, 28.05.2013,14.08.2013,13.11.2013 and 14.02.2014.

The maximum time gap between two meetings was less than four months as stipulated under Clause 49.

**C) Attendance of Directors in Board and Annual General Meeting and Other Directorships/ Committee memberships held in Financial Year 2013-14:**

Name of the Directors	Category	No. of board meeting	Attendance at last AGM	Number of other Directorship & Committee Membership/Chairmanship		
				Other Directorship*	Member	Chairman
Mr. Hemendra Prasad Barooah **	Promoter & Executive Chairman	2	Yes	1	2	–
Mrs. Anuradha Farley \$	Chairman	1	NA	–	–	–
Mr. Panchkari Banerjee ***	Non-Executive & Independent	3	No	–	–	–
Mrs. Gargi Barooah	Non-Executive & Non-Independent	–	No	–	–	–
Mr. Anjan Ghosh	Non-Executive & Independent	5	Yes	1	3	2
Mr Sudipto Sarkar #	Non-Executive & Independent	–	No	7	4	–
Mr. Somnath Chatterjee	Non-Executive & Non-Independent	5	Yes	2	2	–
Mr. Amit Chowdhuri @	Non-Executive & Independent	2	NA	1	3	1

\* Excludes directorships held in Private Limited Companies, section 25 companies and companies incorporated outside India.

\*\* Mr. Hemendra Prasad Barooah has ceased to be member of the Board and Committee due to sad demise on 31st July,2013 at Bangkok.

\*\*\* Mr. Panchkari Banerjee has ceased to be member of the Board and Committee due to sad demise on 25th September,2013.

# Mr. Sudipto Sarkar has resigned from the Board w.e.f. 02nd September,2013.

\$ Mrs. Anuradha Farley has been appointed as an Additional Director and Chairman of the Company w.e.f. 13th November,2013

@ Mr. Amit Chowdhuri has been appointed as an Additional Director of the Company w.e.f. 5th November, 2013

**2. COMMITTEES OF BOARD OF DIRECTORS****a) Audit Committee**

The composition and terms of reference of Audit Committee is in compliance with the requirements of Section 292A of the erstwhile Companies Act, 1956 and Section 177 of Companies Act, 2013 and Clause 49 of the Listing Agreement with the Stock Exchange. During the year under review, four meetings of the Committee were held on 28.05.2013, 14.08.2013, 13.11.2013 and 14.02.2014.

Composition of Audit Committee as on 31.03.2014 together with number of meetings attended by its members during the year is given as under :

<b>Name of the Members</b>	<b>Position</b>	<b>No. of Meetings attended</b>
Mr. Anjan Ghosh	Chairman	4
Mr. Panchkari Banerjee *	Member	2
Mr. Hemendra Prasad Barooah *	Member	1
Mr. Somnath Chatterjee **	Member	2
Mr. Amit Chowdhuri **	Member	2

Mr. Gunjan Kr. Chaurasia, Company Secretary, acts as Secretary to the Committee.

\*Mr. Hemendra Prasad Barooah and Mr. Panchkari Banerjee ceased to be member of the Committee w.e.f. 31st July,2013 and 25th September,2013 respectively due to sad demise.

\*\*Mr. Somnath Chatterjee and Mr. Amit Chowdhuri were appointed as members of the Committee w.e.f. 14th August,2013 and 05th November,2013 respectively.

The brief terms of reference of Audit Committee includes:

- (a) to recommend appointment, remuneration and terms of appointment of auditors of the company.
- (b) to review and monitor the auditors independence and performance and effectiveness of audit process.
- (c) to review and examination of annual and quarterly financial statements and the auditor's report thereon.
- (d) to oversee the company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- (e) to approve or ratify any subsequent modifications of transactions of the company with related parties.
- (f) to scrutiny the inter corporate loans and investments.
- (g) to value the undertakings or assets of the company, wherever it is necessary.

- (h) to evaluate of internal financial controls and risk management systems.
- (i) to monitor the end use of funds raised through public issues and other offers and related matters.
- (j) to review with the management performance of statutory and internal auditors adequacy of the internal control systems and reviewing adequacy of internal audit functions.
- (k) to review the substantial defaults in the payment to depositors, debenture holders, and shareholders of the company.
- (l) to review of the functioning of the whistle blower mechanism.
- (m) to carry out such functions that will be delegated to the Committee from time to time

The Chairman of the Committee was present at the Annual General Meeting of the Company held in 2013 for addressing the shareholders queries, if any.

#### **b) Nomination & Remuneration Committee**

The Board of Directors in its meeting held on 23rd May,2014 renamed and reconstructed the Remuneration Committee as “Nomination & Remuneration Committee” in compliance of Companies Act,2013 and revised clause 49 of the listing agreement. The Committee comprises of three non - executive directors out of which two are Independent Directors.

The composition of Nomination & Remuneration Committee(previously Remuneration Committee) is as under:

<b>Name of the Members</b>	<b>Position</b>
Mr. Anjan Ghosh	Chairman
Mr. Hemendra Prasad Barooah *	Member
Mr. Panchkari Banerjee *	Member
Mr. Somnath Chatterjee **	Member
Mr. Amit Chowdhuri **	Member

Mr. Gunjan Kr. Chaurasia, Company Secretary, acts as Secretary to the Committee

\* Mr. Hemendra Prasad Barooah and Mr. Panchkari Banerjee ceased to be member of the Committee w.e.f. 31st July,2013 and 25th September,2013 respectively due to sad demise.

\*\* Mr. Somnath Chatterjee and Mr. Amit Chowdhuri were appointed as members of the Committee w.e.f. 13th November,2013

The brief terms of reference of the Nomination & Remuneration Committee includes :

- (a) to identify persons who are qualified to become directors and who may be appointed in senior management and to recommend the board accordingly.

- (b) to evaluate performance of every director and report to the Board.
- (c) to formulate the policy for recommendation to the board for remuneration of the directors, key management personnel and other employees.

During the year under review, no meeting was required to be held. The Chairman of the Remuneration Committee was present at the Annual General Meeting held during the year under review.

### Remuneration Policy

The remuneration of the Executive Directors is governed by the terms and conditions approved by the Remuneration Committee, the Board of Directors, the Shareholders and the Central Government (if required). While deciding the remuneration the Board of director consider the performance of the Company, the current trends in industry, the qualification of the appointee, experience, past performance and other relevant factors.

### Criteria for payment to Non-Executive Directors

Non executive directors are paid sitting fees for attending the Board and Committee meetings and they are also reimbursed expenses incurred for attending the meeting. Service tax was imposed on Director's sitting fees under Reverse Charge Mechanism and the Company paid the same accordingly.

### Remuneration paid to Directors for the financial year 2013-14

As required by Clause 49(IV) of the Listing Agreement with the Stock Exchange, the details of remuneration of Managing Director and Whole-time Director along with sitting Fees paid to Non-executive Directors during the financial year 2013-14 are stated as under :-

Name of Directors	Salary	Perquisites/ Re-imbusement	Sitting Fees	Total
Mr. Hemendra Prasad Barooah	3,20,000	–	–	3,20,000
Mr. Ranadurjoy Roy Choudhury *	11,34,776	1,10,882	–	12,45,658
Mrs. Anuradha Farley	–	2000	5,000	7,000
Mr. Panchkari Banerjee	–	6000	21,000	27,000
Mrs. Gargi Barooah	–	–	–	–
Mr Anjan Ghosh	–	10000	37,000	47,000
Mr Sudipto Sarkar	–	–	–	–
Mr. Somnath Chatterjee	–	–	–	–
Mr. Amit Chowdhuri	–	4000	16,000	20,000

\* Mr. Ranadurjoy Roy Choudhury has resigned from the Board w.e.f. 29th April, 2013, amount has been paid as full and final settlement.

**c) Stakeholder Relationship Committee**

The Board of Directors in its meeting held on 23rd May,2014 renamed and reconstructed the Investors' Grievance Committee as "Stakeholder Relationship Committee" in compliance of Companies Act,2013 and revised clause 49 of listing agreement. The Committee comprises of three non - executive directors out of which two are independent directors.

The composition of the Stakeholder Relationship Committee (previously Investors' Grievance Committee) is as under:

<b>Name of the Members</b>	<b>Status</b>
Mr. Panchkari Banerjee *	Chairman till 25.09.2013
Mr. Amit Chowdhuri **	Chairman
Mr. Anjan Ghosh	Member
Mr. Somnath Chatterjee**	Member

Mr. Gunjan Kr. Chaurasia, Company Secretary, acts as Secretary to the Committee

\* Mr. Panchkari Banerjee, erstwhile Chairman of the Committee ceased to be member of the Committee w.e.f. 25th September,2013 due to sad demise.

\*\*Mr. Amit Chowdhuri and Mr. Somnath Chatterjee has been inducted as Members of the Committee due to reconstitution of the committee on 13th November,2013. Further, Mr. Amit Chowdhuri has been elected as Chairman of the Committee.

The brief terms of reference of the Stakeholder Relationship Committee includes :

- (a) to consider and resolve the grievances of the security holders of the Company.
- (b) to consider the complaints relating to the transfer of shares.
- (c) to consider the complaints relating to the non-receipt of Balance Sheet, declared dividends.
- (d) to consider the performance of Registrar and Share Transfer Agents of the company.

During the year under review 2 fresh complaints were received from the shareholders of the Company due to non receipt of the Annual report which had been resolved to the satisfaction of shareholders and 1 case is pending from last year since the matter is subjudice. During the year under review, one meeting of the Committee was held on 18th November, 2013.

**d) Share Transfer Committee**

The Share Transfer Committee was constituted with the objective of giving approval for allotment, transfer & transmission of Shares/Debentures or any other securities including issue of duplicate certificates and new certificates on mutilation/split /consolidation/renewal etc.

The Committee met 7 (Seven) times during the year under review on 15.05.2013, 20.08.2013, 30.09.2013, 12.11.2013, 18.12.2013, 22.01.2014 and 18.02.2014. The details of meeting attended by each member of the Committee are given as under :

Name of the Members	Status	No. of Meetings attended
Mr. Panchkari Banerjee *	Chairman till 25.09.2013	2
Mr. Somnath Chatterjee **	Chairman	3
Mr. Hemendra Prasad Barooah *	Member	1
Mr. Anjan Ghosh	Member	7
Mr. Amit Chowdhuri **	Member	3

\* Mr. Hemendra Prasad Barooah and Mr. Panchkari Banerjee ceased to be member of the Committee w.e.f. 31st July,2013 and 25th September, 2013 respectively due to sad demise.

\*\*Mr. Amit Chowdhuri and Mr. Somnath Chatterjee has been inducted as Members of the Committee due to reconstitution of the committee on 13th November,2013. Further, Mr. Somnath Chatterjee has been elected as Chairman of the Committee.

### General Body Meeting

The details of last 3 General Meetings held are as under:

Financial Year Ended	Type of Meeting	Date	Venue	Special Resolutions
31st March,2013	AGM	05.07.2013	Regd. Office: 1185/1186, Tankapani Road, Bhubneswar – 751 018	Nil
31st March,2012	AGM	28.06.2012	- Do -	For the reappointment of Mr. Hemendra Prasad Barooah as Wholetime Director and Chairman of the Company
31st March, 2011	AGM	08.07.2011	- Do –	Nil

### Postal Ballot

The Company successfully completed the process of obtaining the approval of members on the Special Resolution under section 146(2) of the Companies Act,1956 for shifting the Registered Office of the Company from '1185/1186,Tankapani Road, Bhubaneswar -751018,Odisha' to '22,Balgopalpur Industrial Area, Balasore -756020,Odisha' through Postal Ballot pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2011.



Mr. Ashok Kumar Daga, Practicing Company Secretary , who was appointed as the Scrutinizer, carried out the Postal Ballot process in a fair and transparent manner. The results were announced on 25th July,2013.

**Voting Pattern and Procedure for Postal Ballot :**

1. The Board of Directors of the Company,at their meeting held on 28th May,2013, had appointed Mr. Ashok Kumar Daga, Practicing Company Secretary, as the Scrutinizer for conducting the postal ballot voting process.
2. The Company had completed on 20th June,2013 , the dispatch of postal ballot forms alongwith postage prepaid business reply envelopes to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 28th May,2013.
3. Particulars of the postal ballot forms received from the Members were entered in a register separately maintained for the purpose.
4. The postal ballot forms were kept under his safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
5. All postal ballot forms received/receivable up to the close of working hours on 19th July,2013, the last date and time fixed by the Company for receipt of the forms, had been considered for his scrutiny.
6. Envelopes containing postal ballot forms received after close of business hours on 19th July,2013, had not been considered for his scrutiny.
7. Late Hemendra Prasad Barooah, Chairman of the Company had announced the following result of the Postal Ballot as per the Scrutinizer's Report :

Number of valid postal ballot forms received	122
Number of invalid postal ballot forms received	Nil
Votes in favour of the Resolution	3605449 (72.68%)
Votes against the Resolution	1100 (0.02%)
Invalid votes	Nil

Accordingly, the Special Resolution set out in the Notice dated 28th May,2013 was duly passed by the requisite majority of the shareholders.

No special resolution is proposed to be undertaken by postal ballot at the ensuing AGM.

**Code of Conduct**

The Code of Conduct and ethics for Directors and management personnel ("the Code"), as laid down by the Board is a comprehensive code applicable to all Directors and management personnel. A copy of the Code has been put on the Company's website [www.bampl.com](http://www.bampl.com). The members of the Board and senior management of the Company have submitted their affirmation on compliance with the Code of Conduct for the effective period.

**Insider Trading**

The Company in compliance with the SEBI Regulation, 1992 has formulated well defined Insider Trading Policies which would prohibit its employees and other associates to deals in the securities of the Company based on any unpublished price sensitive information.

**Disclosure**

A periodical report on compliances of various relevant laws is placed before the meeting of the Board on every quarter in order to facilitate periodical review by the Board members and for taking steps to rectify non-compliances, if any.

There were no instances of material non-compliance and no strictures or penalties were imposed on the Company either by SEBI, Stock Exchanges or any statutory authorities on any matter related to capital market.

As required under Accounting Standard 18 transactions with related parties are furnished under note 3.06 to the Notes to the Accounts appended to the Balance sheet for the year ended 31st March, 2014, there were no transactions of materials nature with the Promoters, Directors or their relatives, etc. that may have potential conflict with the interest of the company, other than those disclosed in the said note with regards to payment of remuneration to whole time directors and loan received from holding company B & A Limited including payment of interest.

In preparation of financial Statements, the Company has followed the Accounting Standard issued by The Institute of Chartered Accountants of India. The significant Accounting Policies which are consistently applied have been set out in the Notes to the Standalone financial statements.

**Management Discussion and Analysis Report**

Annual report has a separate section for detailed Management Discussion and Analysis report.

**Means of Communication**

As an usual practice, the quarterly, half yearly and annual financial results, audited/unaudited, were submitted to the stock exchange soon after these were approved in the Board meeting and the same were also published in two newspapers, viz., "Sambad" in vernacular language having circulation in the state of Odisha, where the registered office of the Company is situated and "Business Standard" in English having nationwide circulation as per the requirements of Clause 41 of the Listing Agreement with the stock exchange. The financial results and other information's on the Company is also available on the company's website at [www.bampl.com](http://www.bampl.com).

**Profile of Directors Reappointed/newly Appointed :**

Mrs. Gargi Barooah would retire by rotation at the ensuing Annual General Meeting and being eligible, offer herself for re-appointment.

Mrs. Anuradha Farley and Mr. Amit Chowdhuri were appointed as Additional Directors of the Company w.e.f. 13th November, 2014 and 5th November, 2014 respectively. Mr. Amit Chowdhuri serves as an Independent Director on the Board of Directors of the Company. In terms of section

149, 150 and 152 read with Schedule IV of the Companies Act, 2013, the Board of Directors in their meeting held on 23rd May, 2014 have appointed Mr. Amit Chowdhuri as an Independent Director with effect from that date to hold office for a term upto 31st March, 2019 subject to approval of the shareholders in this Annual General Meeting. Mrs. Farley is proposed to be appointed as Director of the Company in this Annual General Meeting.

**Mrs. Gargi Barooah**, born in 1965, is a Arts graduate from the Jadavpur University, Kolkata. She is daughter in law of the past Chairman Late Hemendra Prasad Barooah, She has 6 year experience in the Packaging Industry activity.

**Mrs. Anuradha Farley**, daughter of the past Chairman Late Hemendra Prasad Barooah, born in 1954 is an Arts graduate and an Associate Suma Laude from USA. She was associated with Indian Airlines while she was in India later on she was engaged with the different business ventures.

**Mr. Amit Chowdhuri**, born in 1949, is a Hons. Graduate from St. Edmunds College, Shillong. In his 40 year of career he has served J. Thomas & Co. Pvt. Ltd., a Kolkata based reputed tea auction house in several capacity, including Chairman & Managing Director. He has been associated with various committee connected with the tea and tea auction throughput India. He has represented various tea delegations in India and abroad. He has also served the Board of Tengpani Tea Co. Ltd. and Grob Tea Co. Ltd..

**The informations pertaining to these Directors are as follows :**

Name of Directors	Mrs. Gargi Barooah	Mrs. Anuradha Farley	Mr. Amit Chowdhuri
Date of Birth	26.01.1965	21.02.1954	01.11.1949
Date of Appointment	25.02.2008	13.11.2013	05.11.2013
Directorship in other Companies as on 31.03.2014	NIL	1. B & A Limited	1. B & A Limited 2. Rockland Realty Pvt. Ltd.
Membership of Board committee in other Companies as on 31.03.2014	NIL	NIL	1. B & A Limited : a) Shareholders Grievances Committee-Chairman b) Remuneration Committee - Member c) Share Transfer Committee - Member
No. of shares held	2400	NIL	NIL

**General Shareholder Information**

<b>Day, date and time of 28th Annual General Meeting</b>	Wednesday, 17th September, 2014 at 10.00 A.M.
<b>Venue</b>	Registered Office of the Company, at 22, Balgopalpur Industrial Area, Balasore – 756 020, Odhisa
<b>Financial calendar (tentative) for the year 2014-2015</b>	First Quarter : On or before 14th August, 2014 Second Quarter : On or before 14th November, 2014 Third Quarter : On or before 14th February, 2015 Fourth Quarter/ Annual Result : On or before 30th May, 2015
<b>Date of Book Closure</b>	Wednesday, 10th September, 2014 to Wednesday, 17th September, 2014 (both days inclusive)
<b>Dividend payment date</b>	The dividend as recommended by the Board of Directors, if declared in the Annual General Meeting will be paid on or after 22nd September, 2014.
<b>Listing of Equity Shares on Stock Exchange</b>	Listed on Bombay Stock Exchange Limited. Listing Fees for FY 2014-15 have been paid to stock exchange .
<b>Stock Code / ID</b>	523186
<b>Stock price data</b>	The shares of the Company are in physical form and there was no trading during the period under review through stock exchange. Hence the data relating to stock price are not available.
<b>Registrar and Share Transfer Agent</b>	MCS Share Transfer Agent Limited 12/1/5, Manoharpukur Road, Ground Floor, Kolkata-26 Phone: 033 4072 4051, E-mail: mcssta@rediffmail.com
<b>Share Transfer System</b>	To expedite the transfer of shares, the power to authorise the transfers have been delegated to Share Transfer Committee of the Board. The transfers are processed within the reasonable time from the date of receipt, if the documents are completed in all respect.

## Distribution of Shareholdings as on 31st March, 2014

Range of shares held	Shares		Shareholders	
	Nos.	% total	Nos.	% total
1 to 500	451571	9.1033	2658	95.7148
501 to 1000	57900	1.1672	72	02.5927
1001 to 2000	42700	0.8608	27	00.9723
2001 to 3000	15500	0.3125	06	00.2161
3001 to 4000	15100	0.3044	04	00.1440
4001 to 5000	5100	0.1028	01	00.0360
5001 to 10000	15400	0.3105	02	00.0720
10001 to 50000	32400	0.6532	02	00.0720
50001 to 100000	100000	2.0159	01	00.0360
100001 and above	4224829	85.1694	04	00.1440
<b>Total</b>	<b>4960500</b>	<b>100.000</b>	<b>2777</b>	<b>100.000</b>

## Shareholding Pattern as on 31st March, 2014

Sl.	Category of Shareholders	No. of Shareholders	No. of Shares	% to total paid up capital
<b>A.</b>	<b>Promoters' holding</b>			
1.	Indian Promoters	8	35,90,129	72.37
2.	Foreign Promoters	1	1,00,000	2.02
	<b>Sub-total</b>	<b>9</b>	<b>36,90,129</b>	<b>74.39</b>
<b>B.</b>	<b>Non-promoters holding</b>			
<b>1.</b>	<b>Institutional Investors</b>			
	a) Mutual Funds/UTI	—	—	—
	b) Banks/Financial Institutions	1	3,00,000	6.05
	c) Insurance Companies (Central/ State Govt. Institution/Non-Govt. Institutions) and FIIs.	—	—	—
<b>2.</b>	<b>Non-Institutional Investors</b>			
	a) Bodies Corporate	6	3,72,200	7.50
	b) Individuals			
	i) Holding upto Rs 1 lacs	2,760	5,85,171	11.80
	ii) Holding in excess of Rs 1 lacs	1	13,000	0.26
<b>3.</b>	<b>Others</b>	—	—	—
	<b>Sub-total</b>	<b>2,768</b>	<b>12,70,371</b>	<b>25.61</b>
	<b>Grand Total</b>	<b>2,777</b>	<b>49,60,500</b>	<b>100.00</b>

**Location of Manufacturing Division**

The manufacturing division of the Company is located at 22, Balgopalpur Industrial Area, Balasore – 756 020, Odisha.

**Address for Correspondence :**

B & A Packaging India Limited  
113, Park Street, 9th Floor  
Kolkata- 700 016  
Tel : (033) 2226 9582, 2265 7389  
Fax : (033) 2265 1388  
E-mail : contact@bampl.com, Website : www.bampl.com

**Non-mandatory Requirements**

➤ **Chairman's Office (Non-executive)**

The Chairman of the Company was an Executive Director till his sad demise on 31st July, 2013. With effect from 13th November, 2013, Mrs. Anuradha Farley was appointed as non-executive Chairman and receive only sitting fees and out of pocket expenses for attending the meeting and performance of duties.

➤ **Audit Qualification**

No Audit qualification is given by the Statutory Auditors in their Report.

➤ **Training of Board Members**

All the members of Board of the Company are well-experienced professionals and are well acquainted with business knowledge of the industry. The Board members are provided necessary documents, reports etc to enable and to familiarise them with the Company's operations and the industry. It is therefore prudent on the part of the Company to think that there is no need for any formal training for such Directors.

➤ **Shareholders Rights**

The quarterly, half yearly and annual financial statements of the company are being published in newspapers.

➤ **Whistle Blower Policy**

The Company has formulated a Whistleblower Policy /Vigil Mechanism and procedure with an aim to deter and detect misconduct and to ensure that genuine concerns of misconduct/ unlawful conduct, which an individual believes may be taking place, are raised at an early stage in a responsible and confidential manner. Any employee may report such incident without fear to the Chairman of the Audit Committee.

➤ **Others**

The other non-mandatory requirements as laid down in Annexure ID of Clause 49 of the Listing Agreement will be introduced as and when the circumstance warrants.

For and on behalf of the Board of Directors

Date : 23rd May, 2014

**Anuradha Farley**

Place: Kolkata

*Chairman*

**AUDITORS' CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE AS STIPULATED IN CLAUSE 49 OF THE LISTING AGREEMENT**

The Members of B & A Packaging India Limited:

We have examined the compliance of the conditions of Corporate Governance by **B & A PACKAGING INDIA LIMITED** for the year ended March 31, 2014, as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchanges in India.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

We state that there is one shareholders' grievance remaining pending for a period exceeding one month as per the records maintained by the Company since the matter is subjudice.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For APS ASSOCIATES  
CHARTERED ACCOUNTANTS**  
(Registration No. 306015E)

**A. Dutta**  
*Partner*

*Membership No. 017693*

Place : Kolkata

Dated : 23rd May, 2014

**INDEPENDENT AUDITORS' REPORT**

To  
The Members of B & A Packaging India Limited

**Report on the Financial Statements**

We have audited the accompanying financial statements of **B & A PACKAGING INDIA LIMITED** ("the Company"), which comprises the Balance Sheet as at 31st March, 2014, the Statement of Profit & 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 Financial Statements**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the 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 :

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2014 ;
- (b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date ; and
- (c) 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, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that :
  - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit ;
  - (b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books ;
  - (c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account ;
  - (d) In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956 ;
  - (e) On the basis of written representations received from the directors as on 31st March, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.

**For APS ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
(Registration No. 306015E)  
**A. Dutta**  
*Partner*  
*Membership No. 017693*

Place : Kolkata  
Dated : 23rd May, 2014

**ANNEXURE TO INDEPENDENT AUDITORS' REPORT**

To

The members of B & A PACKAGING INDIA LIMITED

**Refer our report of even date**

1. i) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
  - ii) During the year the fixed assets were physically verified by the management.
  - iii) No part of the fixed assets of the Company was disposed off during the year.
2. i) During the year, inventories were physically verified by the management at reasonable intervals.
  - ii) In our opinion, the procedure of physical verification of inventories followed by the management is adequate considering the size of the Company and the nature of its business.
  - iii) Based on examination of records, we are of opinion that, the Company is maintaining proper records of inventories. The discrepancies noticed on physical verification of inventories as compared to book records were not material and have been properly dealt with in the books of account.
3. According to the information and explanations given to us, the Company has not granted any loan, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. During the year the Company has repaid existing interest free loans to a Private Limited Company and a Director and also taken unsecured loan from its holding company. In our opinion the terms and conditions of these loans are prima facie not prejudicial to the interest of the Company and the repayments were not due during the year under audit.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of inventory and fixed assets and for sale of goods. During the course of our audit, we have not come across any instance of major weakness in the internal controls.
5. a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
  - b) In our opinion and according to information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of Rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
6. The Company has not accepted any deposits from the public within the meaning of Section 58A and 58AA of the Companies Act, 1956 and the rules framed there under.

7. In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.
8. We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 209 (1) (d) of the Companies Act, 1956 and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have however, not made a detailed examination of these records with a view to determine whether they are accurate or complete.
9. i) According to the records of Company, undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, wealth tax, customs duty and excise duty have generally been regularly deposited with the appropriate authorities.
- ii) According to the information and explanations given to us, the following are the particulars of disputed dues on account of sales tax and employees' state insurance matters which have not been deposited by the Company :-

<b>Name of the Statute</b>	<b>Nature of dues</b>	<b>Amount (Rs.)</b>	<b>Relevant Period</b>	<b>Forum where dispute is pending</b>
Central Sales Tax Act	Sales Tax	27,54,267	1998-1999	Sales Tax Tribunal Cuttack
Central Sales Tax Act	Sales Tax	7,83,904	2002-2003	Sales Tax Tribunal Cuttack
Central Sales Tax Act	Sales Tax	7,72,449	2003-2004	Sales Tax Tribunal Cuttack
Central Sales Tax Act	Sales Tax	28,46,586	2006-2007 & 2007-2008	Commissioner of Sales Tax (Appeal), Cuttack
Central Sales Tax Act	Sales Tax	17,47,350	2008-2009 & 2009-2010	Commissioner of Sales Tax (Appeal), Cuttack
Central Sales Tax Act	Sales Tax	1,25,70,219	2010-2011 to 2012-2013	Commissioner of Sales Tax (Appeal), Cuttack
Orissa Value Added Tax Act	VAT	1,38,204	2006-2007 & 2007-2008	Commissioner of Sales Tax(Appeal), Cuttack
Employees' State Insurance Act	E.S.I	61,398	2002-2003	Employees' Insurance Court, Kolkata
Income Tax Act	TDS	4,38,27,820	2008-2009	Commissioner of Income Tax (Appeals), Bhubaneswar
Income Tax Act	Income Tax	35,534	2009-2010	Commissioner of Income Tax (Appeals), Bhubaneswar

- 10) The Company has no accumulated loss as on 31st March, 2014. Further, the Company has not incurred cash loss during the year ended 31st March, 2014 or in the immediately preceding financial year ended 31st March 2013.
- 11) According to the records of the Company and the information and explanations given to us, the Company has not defaulted in repayment of dues to its bankers.
- 12) According to the information given to us, the Company has not granted loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13) In our opinion and according to the information and explanations given to us, the provisions of any special statute applicable to chit fund / nidhi / mutual benefit fund / societies are not applicable to the Company.
- 14) In our opinion, the Company does not deal or trade in shares, securities, debentures or other investments.
- 15) According to the information given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions during the period.
- 16) The term loan obtained by the Company during the year from its banker has been utilised for the purpose for which the said loan was received.
- 17) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that no fund raised on short term basis were used for long term investment.
- 18) The Company has not made any preferential allotment of shares during the period.
- 19) The Company has not issued any debentures during the period.
- 20) The Company has not raised any money by way of public issue during the period.
- 21) In our opinion and according to the information and explanations given to us no fraud on or by the Company was reported during the period.

**For APS ASSOCIATES  
CHARTERED ACCOUNTANTS**  
(Registration No. 306015E)

**A. Dutta**  
*Partner*

*Membership No. 017693*

Place : Kolkata

Dated : 23rd May, 2014

## BALANCE SHEET AS AT MARCH 31st

EQUITY AND LIABILITIES		<i>(Figures in ₹ except share data)</i>	
	Note	2014	2013
<b>SHAREHOLDERS' FUNDS</b>			
Share Capital	2.01	4,98,02,500	4,98,02,500
Reserves and Surplus	2.02	6,23,01,548	4,87,61,221
		<b>11,21,04,048</b>	9,85,63,721
<b>NON-CURRENT LIABILITIES</b>			
Long-term borrowings	2.03	5,37,27,030	6,73,12,855
Deferred tax liabilities (Net)	2.04	1,08,31,195	63,79,042
Long term provisions	2.05	17,88,876	15,55,087
		<b>6,63,47,101</b>	7,52,46,984
<b>CURRENT LIABILITIES</b>			
Short-term borrowings	2.06	9,17,10,753	8,48,57,766
Trade payables	2.07	6,38,32,612	6,12,71,716
Other current liabilities	2.08	1,70,74,147	1,74,92,794
Short-term provisions	2.09	21,18,941	11,46,219
		<b>17,47,36,453</b>	16,47,68,495
		<b>35,31,87,602</b>	33,85,79,200
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Fixed assets			
Tangible assets	2.10	14,77,33,059	14,36,54,025
Capital work-in-progress		–	36,16,755
Deposits	2.11	26,26,011	25,91,011
		<b>15,03,59,070</b>	14,98,61,791
<b>CURRENT ASSETS</b>			
Inventories	2.12	8,41,93,582	8,83,50,292
Trade receivables	2.13	9,04,90,837	7,18,42,404
Cash and cash equivalents	2.14	1,15,21,969	1,07,23,936
Short-term loans and advances	2.15	1,66,22,144	1,78,00,777
		<b>20,28,28,532</b>	18,87,17,409
		<b>35,31,87,602</b>	33,85,79,200
Significant Accounting Policies and Notes on Accounts	1 & 3		

*In terms of our report of even date*

For **APS ASSOCIATES**

Chartered Accountants

**A. Dutta**

Partner

Membership No. 017693

Kolkata, 23rd May, 2014

**Anjan Ghosh**  
Director

**Somnath Chatterjee**  
Director

**Anuradha Farley**  
Chairman

**Gunjan Kumar Chaurasia**  
Company Secretary

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR

*(Figures in ₹ except share data)*

	Note	Year ended March 31st, 2014	Year ended March 31st, 2013
Revenue from operations	2.16	40,52,25,170	30,89,39,493
Other Income	2.17	17,80,792	36,25,723
<b>Total Revenue</b>		<b>40,70,05,962</b>	<b>31,25,65,216</b>
<b>Expenses</b>			
Cost of materials consumed	2.18	28,22,71,107	22,42,39,918
Changes in inventories of finished goods	2.19	(4,02,227)	(44,96,682)
Employee benefit expense	2.20	3,03,93,930	2,59,86,125
Financial costs	2.21	2,21,54,693	2,18,61,769
Depreciation and amortization expense	2.10	71,38,261	68,87,446
Other expenses	2.22	4,11,06,834	3,35,50,172
<b>Total Expenses</b>		<b>38,26,62,598</b>	<b>30,80,28,748</b>
<b>Profit before taxation</b>		<b>2,43,43,364</b>	<b>45,36,468</b>
Tax expense:			
Current tax		49,00,000	8,64,424
Deferred tax	2.04	44,52,153	35,25,868
<b>Profit/(Loss) for the year</b>		<b>1,49,91,211</b>	<b>1,46,176</b>
Significant Accounting Policies and Notes on Accounts	1 & 3		
Earning per equity share:	2.23		
Basic & Diluted		3.02	0.03

*In terms of our report of even date*

For **APS ASSOCIATES**

Chartered Accountants

**A. Dutta**

Partner

Membership No. 017693

Kolkata, 23rd May, 2014

**Anjan Ghosh**  
Director

**Somnath Chatterjee**  
Director

**Anuradha Farley**  
Chairman

**Gunjan Kumar Chaurasia**  
Company Secretary

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

	For the year ended March 31st, 2014 (₹)	For the year ended March 31st, 2013 (₹)
<b>A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before tax and extraordinary item	2,43,43,364	45,36,468
<b>Adjustments for:</b>		
Depreciation	71,38,261	68,87,446
Interest and Financial Charges	2,21,54,693	2,18,61,769
Deferred Revenue Exp./ Fixed Asset written off	-	-
Interest Received	(10,56,734)	(4,86,552)
Operating Profit before Working Capital Changes	5,25,79,584	32,799,131
<b>Adjustments for:</b>		
Trade and other Receivables	(2,24,04,801)	(1,82,87,564)
Trade Payables	21,11,587	2,93,27,609
Inventories	41,56,710	(2,45,00,407)
Cash Generated from Operations	3,64,43,080	1,93,38,769
Interest Paid	(2,21,54,693)	(2,18,61,769)
Cash Flow before Extraordinary items	1,42,88,387	(25,23,000)
Extraordinary Items	-	-
<b>Net Cash flow from Operating Activities</b>	<b>1,42,88,387</b>	<b>(25,23,000)</b>
<b>B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	(1,12,17,295)	(11,85,37,996)
Increase/Decrease in Capital work in progress	36,16,755	10,60,79,284
Sale of Fixed assets/Fixed Assets written off	-	-
Interest Received	10,56,734	4,86,552
<b>Net Cash used in Investing Activities</b>	<b>(65,43,806)</b>	<b>(1,19,72,160)</b>
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Borrowings	68,52,987	1,81,42,040
Repayment of Borrowings	(1,37,99,535)	(13,72,812)
Increase in deferred Rev.Expenses	-	-
<b>Net Cash used in Financing Activities</b>	<b>(69,46,548)</b>	<b>1,67,69,228</b>
<b>Net Increase in Cash and Cash Equivalents</b>	<b>7,98,033</b>	<b>22,74,068</b>
Cash and Cash Equivalents (Opening)	1,07,23,936	84,49,868
Cash and Cash Equivalents (Closing)	1,15,21,969	1,07,23,936

In terms of our report of even date

For **APS ASSOCIATES**

Chartered Accountants

**A. Dutta**

Partner

Membership No. 017693

Kolkata, 23rd May, 2014

**Anjan Ghosh**  
Director

**Somnath Chatterjee**  
Director

**Anuradha Farley**  
Chairman

**Gunjan Kumar Chaurasia**  
Company Secretary

**SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS****1. SIGNIFICANT ACCOUNTING POLICIES :-****1.1 Accounting System**

These financial statements have been prepared on going concern assumptions under the historical cost convention on an accrual basis and in conformity with the relevant accounting standards as notified under the Companies (Accounting Standards) Rules, 2006 and the Companies Act, 1956.

**1.2 Fixed Assets**

Fixed Assets are stated at cost ( or revalued amounts, as the case may be), less accumulated depreciation and impairment, if any. The cost of acquisition comprises purchase price inclusive of duties (net of Cenvat), taxes, incidental expenses, erection/commissioning/trial run expenses and interest etc, up to the date the assets are ready for intended use. Capital Work-in-Progress comprises of the cost of fixed assets that are not yet ready for their intended use at the reporting date.

**1.3 Inventories**

Raw Materials and Stores and Spares - Valued at cost.

Finished Goods - Valued at cost or realisable price whichever is lower.

Materials-in-process - Valued at a percentage of cost or realisable price whichever is lower.

**1.4 Depreciation and Amortization**

Depreciation is provided on Straight Line Method in accordance with the provision of Schedule XIV to the Companies Act, 1956 effecting writing off upto ninety-five percent of original cost of individual Fixed Assets.

**1.5 Sales**

Gross Sales include Excise Duty and Central Sales Tax but does not include Value Added Tax.

Export sales are accounted for on the basis of actual Rupee realisation.

**1.6 Import of Raw Materials**

Import of Raw Materials are accounted for on the basis of actual rupee payments.

**1.7 Borrowing Cost**

Borrowing costs attributable to acquisition of fixed assets and capital work in progress, are treated as part of cost of such assets and capitalised upto the stage of commercial production. All other borrowing costs are charged to revenue.

**1.8 Employees' benefits**

a) Short term benefits like Salaries, Wages, Contribution to Provident Fund and Pension Scheme and other non-monetary benefits are recognised on actual basis; pending final calculation of Allocable Surplus for the current year as required under the Payment of Bonus Act, 1965, provision for bonus is calculated on the basis of last year.

b) The Company's Rules do not provide for either accumulation or compensation for leave of its employees.

c) Long-term employee benefits are recognised as an expense in the Profit & Loss Account for the year in which the employee has rendered services. The expense is recognised at the present value of the amount payable as per Actuarial valuation. Actuarial gains and losses in respect of such benefits are recognised in the Profit and Loss A/c.

**1.9 Foreign Currency Transactions**

(a) Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of transaction.

(b) Any income or expense on account of exchange difference either on settlement or on translation is recognised in the profit and loss account; exchange difference relating to acquisition of fixed assets are adjusted to the carrying cost of such assets.

**1.10 Tax**

(a) Current Tax payable for the year is computed as per provisions of Income Tax Act, 1961.

(b) Deferred Tax, being tax on difference between profit considered for income tax purpose and profit as per the financial Statement, is recognised as per requirement of Accounting Standard 22.

**1.11 Proposed Dividend**

Dividend proposed by the Board of Directors is provided for in the books of account pending approval at the Annual General Meeting.



## SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

## 2 NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2014

PARTICULARS	As at March 31st, (in ₹)	
	2014	2013
<b>2.01 SHARE CAPITAL</b>		
<b>Authorized</b>		
80,00,000 Equity Shares of Rs.10/- each	<b>8,00,00,000</b>	8,00,00,000
<b>Issued, Subscribed and Paid up</b>		
49,60,500 Equity Shares of Rs.10/- each fully paid up (Previous Year : 49,60,500 Equity Shares)	<b>4,96,05,000</b>	4,96,05,000
Forfeited Shares ( 39,500/- Shares @ 10/- each but originally paid-up @ 5/- each)	<b>1,97,500</b>	1,97,500
	<b>4,98,02,500</b>	4,98,02,500
(i) 35,54,829 Shares(71.66%) are held by the holding company, B&A Limited.		
(ii) Shares in the company held by other Shareholders holding more than 5% shares - Industrial Promotion and Investment Corporation of Odisha Ltd. (3,00,000 shares) i.e. 6.05%		
(iii) Shares issued during five years immediately preceding this Balance Sheet - NIL		
<b>2.02 RESERVES AND SURPLUS</b>		
(a) Capital Reserve	<b>1,67,43,000</b>	1,67,43,000
(b) Other Reserves :		
Central Investment Subsidy	<b>25,00,000</b>	25,00,000
State Subsidy	<b>2,41,700</b>	2,41,700
Revenue Reserve	<b>38,77,298</b>	38,77,298
	<b>66,18,998</b>	66,18,998
(c) Surplus :		
Balance as per Last Balance Sheet	<b>2,53,99,223</b>	2,35,23,482
Add: Profit as per Statement of Profit and Loss	<b>1,49,91,211</b>	1,46,176
	<b>4,03,90,434</b>	2,36,69,658
Less: Provision for Proposed Dividend	<b>12,40,125</b>	(14,88,150)
Less: Provision for Dividend Distribution Tax	<b>2,10,759</b>	(2,41,415)
	<b>3,89,39,550</b>	2,53,99,223
Balance	<b>6,23,01,548</b>	4,87,61,221

## SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

PARTICULARS	As at March 31st, (in ₹)	
	2014	2013
<b>2.03 LONG-TERMBORROWINGS</b>		
<b>(a) TERM LOANS</b>		
<b>SECURED</b>		
<b>State Bank of India, I.F.Branch, Kolkata</b>	<b>2,75,76,837</b>	4,13,76,837
(i) Secured by 1st charge over the entire Plant & Machinery and other Fixed Assets pertaining to the Flexible Packaging Material Project and also collaterally secured by :		
a) Extension of charge over Factory Land, Building, Plant & Machinery.		
b) Equitable mortgage of Flat No.1 & 2 , 3rd Floor at 55/24 , Bimannagar, Sardarpara,Kaikhali,P.S.Rajarhat,North 24 Parganas in the name of Barooahs & Associates Pvt. Ltd.		
c) Corporate Guarantee of Barooahs & Associates Pvt.Ltd.		
(ii) Terms of Repayment: In Quarterly instalments each of ₹ 34.50 Lacs		
<b>HDFC Bank Ltd. Kolkata</b>	<b>86,821</b>	1,36,018
(i) Secured by hypothecation of a Motor Car		
(ii) Terms of Repayment: In equated monthly instalments		
<b>(b) LOAN FROM RELATED PARTIES</b>		
<b>UNSECURED</b>		
From Barooahs & Associates Pvt.Ltd.	–	2,04,00,000
From B & A Ltd.	<b>2,60,63,372</b>	–
From a Director	–	54,00,000
[Repayable on completion of repayment of Term Loan from State Bank of India as stated in (a) above]	<b>5,37,27,030</b>	<b>6,73,12,855</b>
<b>2.04 DEFERRED TAX LIABILITIES (NET)</b>		
<b>Assets</b>		
Deferred Sales Tax Liabilities	<b>2,67,066</b>	2,54,348
Provision for Retirement Benefit	<b>6,83,594</b>	8,34,704
	<b>9,50,660</b>	<b>10,89,052</b>
<b>Liabilities</b>		
Difference between Written Down Value of Assets as per Income Tax Laws and Written Down Value of Assets as per books	<b>1,17,81,855</b>	74,68,094
<b>Deferred Tax Liabilities (Net)</b>	<b>1,08,31,195</b>	<b>63,79,042</b>
Deferred Tax Liabilities for the year :	<b>44,52,153</b>	<b>35,25,868</b>

## SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

As at March 31st, (in ₹)

**PARTICULARS** **2014** **2013**

**2.05 LONG TERM PROVISIONS**

Provision for Employees' Benefits:

Provision for Gratuity 17,88,876 15,55,087

Company's Long Term benefit Scheme presently consist of Gratuity only. Following are the details of amount recognised in the financial Statements in respect of gratuity as per actuarial valuation :

**TABLE 1**

Actuarial calculations for AS 15 (Rev.2005) for the purpose of Net Asset / Liability, recognised in the Balance Sheet.

Sl.	Description	31st March, 2014	31st March, 2013
i)	Present Value of Defined Benefit Obligation	21,06,933	27,01,306
ii)	Fair Value of Plan Assets	–	–
iii)	Funded Status [ Surplus / (Deficit)	(21,06,933)	(27,01,306)
iv)	Unrecognised Past Service Cost	–	–
v)	Net Asset / (Liability) recognised in the Balance Sheet	(21,06,933)	(27,01,306)

**REVISED SCHEDULE VI COMPANIES ACT,1956**

Sl.	Current/Non-Current Liability	31st March, 2014	31st March, 2013
<b>a)</b>	<b>Current Liability</b>		
i)	Current Liability on retirement	2,62,731	10,98,124
ii)	Current Liability on attrition	55,326	48,095
	<b>Total Current Liability</b>	<b>3,18,057</b>	<b>11,46,219</b>
<b>b)</b>	<b>Non Current Liability</b>	<b>17,88,876</b>	<b>15,55,087</b>

**TABLE 2**

Actuarial calculations for AS 15 (Rev.2005) for the purpose of Disclosure of employer expense for the year ending 31st March, 2014

Sl.	Description	Year 2013-14
i)	Current Service cost (including risk premium for fully insured benefits)	2,64,991
ii)	Interest Cost	2,16,371
iii)	Expected Return of Asset(-)	–
iv)	Curtailment Cost (+)	–
v)	Settlement Cost(+)	–
vi)	Past Service Cost	–
vii)	Actuarial Gains(-) / Loss (+)	(3,61,937)
viii)	Appreciation/Depreciation of Plan Assets	–
	<b>Total</b>	<b>1,19,425</b>
	<b>Total employer expenses recognized in P &amp; L</b>	<b>1,19,425</b>

## SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

## 2.05 LONG TERM PROVISIONS (Contd.)

TABLE 3

Actuarial calculations for AS 15 (Rev.2005) purpose change in obligations / assets in the year ending 31.03.2014

## A. Change in Obligation in the year ended 31.03.2014

Sl.	Description	Year 2013-14
i)	Present Value of Defined Benefit Obligation at the beginning of the year	27,01,306
ii)	Employer Service Cost (+)	2,64,991
iii)	Interest Cost (+)	2,16,371
iv)	Curtailment Cost (+)	—
v)	Settlement Cost(+)	—
vi)	Plan Amendments	—
vii)	Acquisitions	—
viii)	Actuarial Gains(-) / Loss (+)	(3,61,937)
ix)	Benefit Payments (-)	(7,13,798)
x)	Present Value of DB obligations at the end of the year	21,06,933

## B. Change in Assets

Sl.	Description	Year 2013-14
i)	Fair Value of Plan Assets at the beginning of the year	0.00
ii)	Acquisition adjustments	0.00
iii)	Actual return on Plan Assets (+)	0.00
iv)	Actual Company Contribution (+)	0.00
v)	Benefit Payments (-)	0.00
vi)	Appreciation/Depreciation of Plan Assets	0.00
vii)	Fair Value of Plan Assets at the end of the period	0.00

TABLE 4

## Reconciliation of Net Asset / (Liability) recognized in the Balance Sheet as at 31st March, 2014

Sl.	Description	Year 2013-14
i)	Net Asset / (Liability) recognized in the Balance Sheet at the beginning of the Year	(27,01,306)
ii)	Employer Expenses	1,19,425
iii)	Employer Contributions.	7,13,798
iv)	Acquisitions.	—
v)	Net Asset / (Liability) recognized in the Balance Sheet at the end of the year	(21,06,933)

## Summary of Membership Date

Active Members	31st March, 2014	31st March, 2013
Number of Employees	85	80
Total Monthly Salaries (₹)	5,74,555	6,62,226
Avg. Monthly Salary per employee (₹)	6,759	8,277
Average past Services (yrs. )	7.72	8.70
Average future services (yrs.)	21.95	20.30
Average age at valuation date (yrs.)	36.05	38.19

## SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

PARTICULARS	As at March 31st, (in ₹)	
	2014	2013
<b>2.06 SHORT TERM BORROWINGS</b>		
<b>LOAN REPAYABLE ON DEMAND</b>		
<b>SECURED</b>		
<b>Buyer's Credit</b>	24,74,663	54,01,315
(Secured by Letter of Credit in State Bank of India, I.F. Branch. Kolkata)		
<b>Cash Credit from State Bank of India, I.F.Branch , Kolkata</b>	8,92,36,090	7,94,56,451
Secured by hypothecation of Company's stock, receivables and entire Assets both present and future and also collaterally secured by :		
a) Extension of charge over Factory Land, Building, Plant & Machinery.		
b) Equitable mortgage of the Flat No.1 & 2, 3rd Floor at 55/24, Bimannagar, Sardarpara, Kaikhali, P.S. Rajarhat, North 24 Parganas in the name of Barooahs & Associates Pvt. Ltd.		
c) Corporate Guarantee of Barooahs & Associates Pvt.Ltd.	<u>9,17,10,753</u>	<u>8,48,57,766</u>
<b>2.07 TRADE PAYABLES</b>		
Sundry Creditors for Goods *	4,92,28,120	4,65,24,627
Sundry Creditors – Freight	84,36,323	92,66,765
Sundry Creditors – Others**	61,68,169	54,80,324
	<u>6,38,32,612</u>	<u>6,12,71,716</u>
*This includes Bill Liabilities which are used in the manufacturing process.		
**This includes Bill Liabilities provided for contractors, workers, misc.bills etc.		
<b>2.08 OTHER CURRENT LIABILITIES</b>		
<b>CURRENT MATURITIES OF LONG-TERM DEBTS</b>		
<b>(a) Term Loan from State Bank of India, I.F.Branch, Kolkata</b>	1,43,17,471	1,45,26,010
(i) Secured by 1st charge over the entire Plant & Machinery and other fixed Assets pertaining to the Flexible Packaging Material Project and also collaterally secured by :		
a) Extension of charge over Factory Land, Building, Plant & Machinery.		
b) Equitable mortgage of the Flat No.1 & 2 , 3rd Floor at 55/24, Bimannagar, Sardarpara, Kaikhali, P.S. Rajarhat, North 24 Parganas in the name of Barooahs & Associates Pvt.Ltd.		
c) Corporate Guarantee of Barooahs & Associates Pvt.Ltd.		
(ii) Terms of Repayment: In Quarterly instalments each of ₹ 34.50 Lacs		
<b>(b) Term Loan from HDFC Bank Ltd, Kolkata</b>	49,197	54,368
(i) Secured by hypothecation of a Motor Car		
(ii) Terms of Repayment: In equated monthly instalments		
<b>OTHER PAYABLE</b>		
<b>(a) Deferred Sales Tax *</b>	8,23,134	8,23,134
<b>(b) Other Statutory Dues</b>	18,84,345	20,89,282
* In terms of Industrial Policies of 1986 and 1989 declared by Government of Odisha, the Company opted for the Sales Tax Deferment Scheme upto 30.11.1996 and the deferred Sales Tax balance stands at ₹ 8,23,134 as on 31.03.2014 (As on 31.03.2013 - ₹ 8,23,134)		
	<u>1,70,74,147</u>	<u>1,74,92,794</u>

## SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

PARTICULARS	<i>As at March 31st, (in ₹)</i>	
	2014	2013
<b>2.09 SHORT TERM PROVISIONS</b>		
(a) Provision for Employees' benefits :		
Provision for Gratuity	3,18,057	11,46,219
Provision for Bonus	3,50,000	-
(b) Others :		
Provision for Proposed Dividend	12,40,125	-
Provision for Dividend Distribution Tax	2,10,759	-
	<b>21,18,941</b>	<b>11,46,219</b>

## 2.10 FIXED ASSETS

Description of Assets	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Cost as at	Addition	Sale/Adj	Total as at	Upto	For the	Disposals/	Total as at	As at	As at
	01.04.2013	during the	during the	31.03.2014	01.04.2013	Year	during the	31.03.2014	31.03.2014	31.03.2013
₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
<b>TANGIBLE ASSETS:</b>										
Land (Leasehold)	11,95,859	-	-	11,95,859	-	-	-	-	11,95,859	11,95,859
Building	3,92,38,577	13,56,659	-	4,05,95,236	58,49,243	13,19,595	-	71,68,838	3,34,26,398	3,33,89,334
Plant & Machinery	19,71,14,412	74,20,465	-	20,45,34,877	10,34,32,129	47,43,986	-	10,81,76,115	9,63,58,762	9,36,82,283
Electrical Installation	1,36,39,481	10,78,013	-	1,47,17,494	15,82,533	6,20,546	-	22,03,079	1,25,14,415	1,20,56,948
Furniture & Fixture	14,65,073	5,36,612	-	20,01,685	3,28,659	81,890	-	4,10,549	15,91,136	11,36,414
Office Equipment	29,09,283	8,25,546	-	37,34,829	14,12,883	2,80,165	-	16,93,048	20,41,781	14,96,400
Vehicle	9,69,256	-	-	9,69,256	2,72,469	92,079	-	3,64,548	6,04,708	6,96,787
Total	25,65,31,941	1,12,17,295	-	26,77,49,236	11,28,77,916	71,38,261	-	12,00,16,177	14,77,33,059	14,36,54,025
Previous Period	13,79,93,945	11,85,37,996	-	25,65,31,941	10,59,90,470	68,87,446	-	11,28,77,916	14,36,54,025	

PARTICULARS	<i>As at March 31st, (in ₹)</i>	
	2014	2013
<b>2.11 DEPOSITS</b>		
Telephone	34,550	34,550
Gas cylinder	9,400	9,400
Electricity - Balasore	21,79,061	21,79,061
Others	4,03,000	3,68,000
	<b>26,26,011</b>	<b>25,91,011</b>

## 2.12 INVENTORIES

Raw materials	5,00,70,080	5,50,44,868
Finished Goods	2,20,08,667	1,61,77,157
Work-in-Process	63,88,576	1,18,17,859
Stores & Spares	57,26,259	53,10,408
	<b>8,41,93,582</b>	<b>8,83,50,292</b>

## SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

As at March 31st, (in ₹)

PARTICULARS	2014	2013
<b>2.13 TRADE RECEIVABLES</b>		
<u>Debts outstanding for a period exceeding six months</u>		
<b>UNSECURED</b>		
Considered good	45,95,068	15,08,950
Considered doubtful	–	–
Less: Provision for doubtful debts	–	–
	<u>45,95,068</u>	<u>15,08,950</u>
<u>Other debts</u>		
<b>UNSECURED</b>		
Considered good	8,58,95,769	7,03,33,454
Considered doubtful	–	–
Less: Provision for doubtful debts	–	–
	<u>8,58,95,769</u>	<u>7,03,33,454</u>
	<u>9,04,90,837</u>	<u>7,18,42,404</u>
<b>2.14 CASH AND CASH EQUIVALENTS</b>		
Cash in Hand	1,21,222	28,748
Current Account balances with Scheduled banks	5,48,600	9,77,304
Fixed Deposit Account with State Bank of India (Earmarked against Bank Guarantee and margin money of LC & BG)	1,08,52,147	97,17,884
	<u>1,15,21,969</u>	<u>1,07,23,936</u>
<b>2.15 SHORT TERM LOANS AND ADVANCES</b>		
<b>UNSECURED</b>		
Advances Recoverable in cash or in kind or for value to be received (including Advance Tax net of Provision for Taxation)	1,21,70,058	1,12,15,597
Capital Advance	–	21,50,000
Deposits for Sales Tax	37,38,015	38,00,000
Pre-paid Expenses	7,14,071	6,35,180
	<u>1,66,22,144</u>	<u>1,78,00,777</u>

## SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

PARTICULARS	(in ₹)	
	Year ended March 31st, 2014	Year ended March 31st, 2013
<b>2.16 REVENUE FROM OPERATIONS</b>		
<b>Gross Sales:</b>		
Sale of Products	44,16,92,107	33,91,87,844
Scrap sale	5,22,288	10,32,500
	<u>44,22,14,395</u>	<u>34,02,20,344</u>
Less: Excise Duty	3,69,89,225	3,12,80,851
	<u>40,52,25,170</u>	<u>30,89,39,493</u>
<b>2.17 OTHER INCOME</b>		
Miscellaneous Income	7,24,058	31,39,171
Interest	10,56,734	4,86,552
	<u>17,80,792</u>	<u>36,25,723</u>
<b>2.18 COST OF MATERIALS CONSUMED</b>		
Opening Stock	5,50,44,868	3,63,71,465
Add: Purchase	27,72,96,319	24,29,13,321
	<u>33,23,41,187</u>	<u>27,92,84,786</u>
Less: Closing Stock	5,00,70,080	5,50,44,868
Consumption of Raw Materials	<u>28,22,71,107</u>	<u>22,42,39,918</u>
<b>2.19 CHANGE IN INVENTORIES OF FINISHED GOODS AND WORK – IN – PROGRESS</b>		
PARTICULARS	Year ended March 31st, 2014	Year ended March 31st, 2013
Opening Stock :		
Finished Goods	1,61,77,157	1,67,25,619
Materials-in-Process	<u>1,18,17,859</u>	<u>67,72,715</u>
	<b>2,79,95,016</b>	<b>2,34,98,334</b>
Less:		
Closing Stock :		
Finished Goods	2,20,08,667	1,61,77,157
Materials-in-Process	<u>63,88,576</u>	<u>1,18,17,859</u>
	<b>2,83,97,243</b>	<b>2,79,95,016</b>
Decrease/(Increase)	<u>(4,02,227)</u>	<u>(44,96,682)</u>



## SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

PARTICULARS	(in ₹)	
	Year ended March 31st,2014	Year ended March 31st,2013
<b>2.20 EMPLOYEE BENEFIT EXPENSES</b>		
Salary,Wages & Benefits	2,71,25,084	2,25,09,552
Contribution to PF & Other Funds	11,52,891	13,86,552
Gratuity	1,19,425	2,02,752
Welfare Expenses	19,96,530	18,87,269
	<u>3,03,93,930</u>	<u>2,59,86,125</u>
<b>2.21 FINANCIAL COSTS</b>		
Interest on Working Capital Loan	1,18,55,511	1,05,08,413
Interest on Term Loan	68,18,952	87,92,859
Bank Commission & Charges	27,89,742	25,09,971
Interest-Others	6,90,488	50,526
	<u>2,21,54,693</u>	<u>2,18,61,769</u>
<b>2.22 OTHER EXPENSES</b>		
Power & Fuel	57,94,488	44,55,064
Sales Tax	93,45,912	77,51,459
Consumption of Stores & Spares	30,38,345	32,56,154
Repairs & Maintenance - Building	6,39,775	1,60,241
Repairs & Maintenance - Machinery	3,16,588	3,41,968
Repairs & Maintenance - Others	11,19,122	14,52,025
Rent, Rates & Taxes	7,20,665	7,26,826
Insurance	7,35,188	7,50,798
Travelling & Conveyance	39,29,922	41,59,499
Postage & Communication	8,39,768	8,47,523
Directors' Fees	79,000	96,000
Discount Allowed	7,73,971	1,56,691
Carriage Outwards	60,38,649	37,78,055
Bad Debt Written Off	57,371	4,18,862
Professional Charges	23,94,412	13,99,788
Commission	3,81,221	3,59,165
Sales Promotion	13,81,575	8,42,109
Miscellaneous Expenses	35,20,862	25,97,945
	<u>4,11,06,834</u>	<u>3,35,50,172</u>

## SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

PARTICULARS	Year ended March 31st, 2014	Year ended March 31st, 2013
<b>2.23 EARNING PER EQUITY SHARE</b>		
Disclosure as per Accounting Standard 20 is as follows :-		
a) Net Earnings (in ₹)	1,49,91,211	1,46,176
b) No. of Shares (in Nos.)	49,60,500	49,60,500
c) Earnings per Share (basic & diluted) (in ₹)	3.02	0.03

**3. NOTES ON ACCOUNTS :****3.01 Particulars in respect of Production, Stocks and Sales :**

Paper Sacks and Laminated Pouches & Reels		Year ended 31st March, 2014		Year ended 31st March, 2013	
		Quantity	Value (in ₹)	Quantity	Value (in ₹)
Opening Stock	Nos.	5,71,854		5,57,378	
	Kgs.	1,66,828	1,61,77,157	-	1,67,25,619
Production	Nos.	1,47,16,787		1,04,10,314	
	Kgs.	2,72,589		5,63,271	
Sale	Nos.	1,42,77,666		1,03,95,838	
	Kgs.	4,32,339	40,52,25,170	3,96,443	30,89,39,493
Closing Stock	Nos.	10,10,975		5,71,854	
	Kgs.	7,078	2,20,08,667	1,66,828	1,61,77,157

**3.02 Other details :**

	Year ended 31st March, 2014	Year ended 31st March, 2013
a) Value of Imports on C.I.F basis		
Raw materials	12,64,40,060	9,13,43,935
b) Earning in Foreign Currency - Export of Goods (F.O.B basis)	57,70,691	1,57,78,546
c) Expenditure in Foreign Currency - Travelling	-	1,24,754
d) Estimated amount of contracts remaining to be executed on capital account (net of advance)	-	9,41,653
e) Contingent Liabilities not provided for		
Bank Guarantee	-	77,053
Sales Tax	2,21,49,353	1,02,62,639
Bill discounting	-	5,61,466

## SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

## 3.03 DETAILS OF IMPORTED AND INDIGENOUS MATERIAL CONSUMED

(Qty. in M.T. and value in ₹)

CLASS OF GOODS	OPENING		PURCHASE		CLOSING		CONSUMPTION		% Total
	Qty.	Value	Qty.	Value	Qty.	Value	Qty.	Value	
a) Paper Imported									
<b>2013-14</b>	<b>302</b>	<b>1,81,78,221</b>	<b>888</b>	<b>6,75,07,490</b>	<b>212</b>	<b>1,47,15,580</b>	<b>978</b>	<b>7,09,70,131</b>	<b>25.14</b>
2012-13	240	1,39,16,208	1399	10,09,37,556	302	1,81,78,221	1336	9,66,75,543	43.11
Paper Indigenous									
<b>2013-14</b>	<b>332</b>	<b>2,19,44,440</b>	<b>1201</b>	<b>4,27,18,064</b>	<b>167</b>	<b>71,67,009</b>	<b>1366</b>	<b>5,74,95,495</b>	<b>20.37</b>
2012-13	393	1,42,53,811	1609	10,42,58,825	332	2,19,44,440	1670	9,65,68,196	43.06
b) Other Imported									
<b>2013-14</b>	<b>38</b>	<b>74,37,577</b>	<b>222</b>	<b>3,86,71,189</b>	<b>31</b>	<b>59,75,546</b>	<b>229</b>	<b>4,01,33,220</b>	<b>14.22</b>
2012-13	14	17,09,839	187	3,15,33,604	38	74,37,577	163	2,58,05,865	11.50
Other Indigenous									
<b>2013-14</b>	<b>-</b>	<b>74,84,630</b>	<b>-</b>	<b>12,83,99,576</b>	<b>-</b>	<b>2,22,11,945</b>	<b>-</b>	<b>11,36,72,261</b>	<b>40.27</b>
2012-13	-	64,91,607	-	61,83,336	-	74,84,629	-	51,90,314	2.33
<b>2013-14</b>		<b>5,50,44,868</b>		<b>27,72,96,319</b>		<b>5,00,70,080</b>		<b>28,22,71,107</b>	<b>100.00</b>
2012-13		3,63,71,465		24,29,13,321		5,50,44,867		22,42,39,918	100.00

(in ₹)

Year ended  
31st March, 2014Year ended  
31st March, 2013

## 3.04 PAYMENT TO WHOLE TIME DIRECTORS

Salary	<b>14,54,776</b>	22,26,250
Reimbursement (Medical & Others)	<b>1,10,882</b>	3,40,259
	<b>15,65,658</b>	25,66,509

(This amount includes Rs. 11,13,255/- paid as compensation to Managing Director who resigned on 29-04-2013)

## 3.05 MISCELLANEOUS EXPENSES IN NOTE 2.22

## (Other Expenses) INCLUDES:

Auditor's Remuneration –  
(Including service Tax)

Audit Fees	<b>89,888</b>	89,888
Tax Audit Fees	<b>11,236</b>	11,236
For certification	<b>21,349</b>	14,965
	<b>1,22,473</b>	1,16,089

## SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

3.06 During the year ended 31st March, 2014, the Company entered into transactions with related parties as per details below.

a) B&A Ltd. - Holding Company :	(₹)
Sale of Paper Sacks	60,68,327
Rent & Other Services	90,000
Outstanding Balance (Dr.)	53,359
Loan Payable (with interest ₹ 2,63,372/-)	2,60,63,372
b) Barooahs & Associates Pvt. Ltd. :	
Loan	Nil
Sale of Paper Sacks	589,560
Outstanding Balance (Cr.)	Nil

3.07 The Company has two segments viz. Paper Sacks and Flexible Laminates in terms of AS-17 of Accounting Standard Rules 2006. Segments are identified and reported taking into account nature of products and services, the differing risks and returns and the internal business reporting systems. The accounting policies adopted for segment reporting are in line with the accounting policy of the Company for segment reporting.

(₹ in Lacs)

Particulars	Paper Sacks		Flexible Laminates		Others/ Unallocable		Total	
	2013-14	2012-13	2013-14	2012-13	2013-14	2012-13	2013-14	2012-13
<b>Segment Revenue</b>								
<b>Gross Turnover</b>	<b>3634.62</b>	3131.28	<b>782.30</b>	260.60	<b>5.22</b>	10.33	<b>4422.14</b>	3402.21
Less : Excise Duty	<b>304.45</b>	287.20	<b>65.44</b>	25.61	-	-	<b>369.89</b>	312.81
<b>Net Turnover</b>	<b>3330.17</b>	2844.08	<b>716.86</b>	234.99	<b>5.22</b>	10.33	<b>4052.25</b>	3089.40
<b>Segment Results [Profit/(Loss) before Tax &amp; Finance Cost]</b>								
Profit/(Loss) Before Tax & Finance Cost	<b>551.43</b>	367.47	<b>(86.45)</b>	(103.49)	-	-	<b>464.98</b>	263.98
Less : Finance Costs	-	-	<b>68.19</b>	87.93	<b>153.36</b>	130.69	<b>221.55</b>	218.62
<b>Profit/(Loss) Before Tax</b>	<b>551.43</b>	367.47	<b>(154.64)</b>	(191.42)	<b>(153.36)</b>	(130.69)	<b>243.43</b>	45.36
<b>Segment Assets</b>	<b>1946.00</b>	1817.01	<b>1295.44</b>	1274.90	<b>290.43</b>	453.85	<b>3531.87</b>	3545.76
<b>Segment Liabilities</b>	<b>1914.80</b>	1816.10	<b>1039.28</b>	833.66	<b>577.79</b>	896.00	<b>3531.87</b>	3545.76

## SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

## 3.08 DISCLOSURE REGARDING MICRO, SMALL AND MEDIUM ENTERPRISES

The amount due to Micro and Small Enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Company. The disclosures relating to Micro and Small Enterprises pursuant to Sec. 22 of "The Micro, Small and Medium Enterprises Development Act, 2006 are as under:

(₹ in Lacs)

Sl.No.	DESCRIPTION	31st March, 2014	31st March, 2013
i)	The principal amount remaining overdue for payment to suppliers as at the end of accounting year	7.87	5.88
ii)	The interest due thereon remaining unpaid to suppliers as at the end of accounting year	0.71	0.44
iii)	The amount of interest paid in terms of Section 16, along with the amount of payment made to the suppliers beyond the appointed day during the year	–	–
iv)	The amount of interest due and payable for the period of delay in making of payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	–	0.34
v)	The amount of interest accrued during the year and remaining unpaid at the end of the accounting year	–	0.78
vi)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the Micro and Small Enterprises	–	0.15

In terms of our report of even date

For **APS ASSOCIATES**

Chartered Accountants

**A. Dutta**

Partner

Membership No. 017693

Kolkata, 23rd May, 2014

**Anjan Ghosh**  
Director

**Somnath Chatterjee**  
Director

**Anuradha Farley**  
Chairman

**Gunjan Kumar Chaurasia**  
Company Secretary



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