SHREE RAMA NEWSPRINT LIMITED

(formerly Rama Newsprint and Papers Limited)

Vill. Barbodhan, Taluka Olpad, District Surat. PIN : 395 005. Gujarat. (INDIA)
Tel. : 02621-224203, 224204, 224205, 224207. Fax : 02621-224206
E-mail : ramasurat@ramanewsprint.com

Date: 03/10/2017

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001.

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block - G,
Bandra Kurla Complex, Bandra(E),
Mumbai - 400 051

Dear Sir

Subject: **Submission of Annual Report for the F.Y. 2016-17.**

With reference to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find attached Annual Report for the Financial Year 2016-17.

Kindly update your record.

FOR, SHREE RAMA NEWSPRINT LIMITED

SHREE RAMA NEWSPRINT LTD

(Utkarsh Shah)
ASST. COMPANY SECRETARY

26th
Annual Report
2016-2017



SHREE RAMA NEWSPRINT LIMITED

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BOARD OF DIRECTORS

MR. GANPATRAJ L. CHOWDHARY	CHAIRMAN
MR. SIDDHARTH G. CHOWDHARY	EXECUTIVE DIRECTOR
MR. KEERTHINARAYANAN A. HEMMIGE	INDEPENDENT DIRECTOR
MR. MURLI RANGANATHAN	INDEPENDENT DIRECTOR
MR. UTKARSH SHAH	INDEPENDENT DIRECTOR
MR. K. L. CHANDAK	INDEPENDENT DIRECTOR
MRS. KAVITA PATEL (w.e.f. 10.12.2016)	INDEPENDENT DIRECTOR

Bankers
Bank of India
Oriental Bank of Commerce
Central Bank of India
ICICI Bank Ltd
Kotak Mahindra Bank Limited

Registrar & Transfer Agent
LINK INTIME INDIA PVT. LTD.
Unit : Shree Rama Newsprint Ltd.
C – 101, 247 Park,
L.B.S Marg, Vikhroli (West),
Mumbai – 400 083.
Ph. : 022 – 25963838 Fax : 022 – 25946969
Email: rnt.helpdesk@linkintime.co.in

Registered Office & Factory
Village Barbodhan, Taluka Olpad,
District Surat, Gujarat – 395 005.

Auditors
Haribhakti & Co. LLP, Mumbai

Corporate Office
10, Abhishree Corporate Park,
Nr. Swagat Bunglows BRTS Busstand,
Ambli – Bopal Road,Ambli,
Ahmedabad – 380 058
E–mail : ramanewsprint@ramanewsprint.com
Website : www.ramanewsprint.com

President (Finance) & Chief Financial Officer & Company Secretary
Mr. P. K. Mundra

This Annual Report has been printed on Paper Manufactured by **SHREE RAMA NEWS PRINT LIMITED**

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 26TH ANNUAL GENERAL MEETING OF THE MEMBERS OF SHREE RAMA NEWSPRINT LIMITED WILL BE HELD ON SATURDAY, 23RD SEPTEMBER 2017 AT 2.00 P.M. AT COMMUNITY HALL SHREE RAMA NEWSPRINT STAFF COLONY NEAR REGISTERED OFFICE OF THE COMPANY, AT VILLAGE BARBODHAN, TALUKA OLPAD, DISTRICT SURAT, GUJARAT - 395005, TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

(1) To receive, consider and adopt the Audited Balance Sheet as at 31st March 2017, the Statement of Profit and Loss for the year than ended on that date and the Reports of the Directors and Auditors thereon.

(2) To appoint a Director in place of Mr. Ganpatraj L. Chowdhary (DIN: 00344816), who retires by rotation and being eligible, offers himself for reappointment.

(3) To appoint statutory auditor and fix their remuneration and in this regard, pass the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. Batliboi & Purohit, Chartered Accountants (Registration No.101048W) be and are hereby appointed as Statutory Auditors of the Company for a term of 5(Five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the sixth Annual General Meeting from this Annual General Meeting, at such remuneration as shall be fixed by the Board of Directors of the Company."

SPECIAL BUSINESS

(4) **Appointment of Cost Auditor of the Company**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 if any and the Rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), remuneration payable to M/s. Nanty Shah and Associates, Cost Accountants holding membership No. 31497 appointed by the Board of Directors of the Company as Cost Auditors for conducting the audit of the cost records of the Company, for the financial year ending 31st March, 2018, amount not exceeding ₹30,000/- excluding out of pocket expenses and applicable Goods & Service Tax be and is hereby approved."

(5) **Appointment of Mrs. Kavita Tapan Patel as Director of the Company**

To consider and, if thought fit, to pass, with or without modification, the following resolution as **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Kavita Tapan Patel (DIN:07671628), who was appointed as an Additional Director by the Board of Directors on 10th December, 2016 pursuant to the provisions of Section 149 and 161 of the Companies Act, 2013 and whose term of office expires at this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation and to hold office for 5 (five) consecutive years for a term up to 9th December 2021."

(6) **Appointment of Mr. Siddharth G. Chowdhary as Whole Time Director (Executive Director) of the Company.**

To consider and if thought fit, to pass the following resolution, as a **Special Resolution:**

"**RESOLVED THAT** in pursuance to the provisions of section 196 and section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 consent of the Company be and is hereby given to appoint Mr. Siddharth G. Chowdhary as a Whole-time Director (Executive Director) of the Company for a period of three years w.e.f. 10th December, 2016 with a remuneration of ₹ 5,00,000/- per month and other terms are as under:

Period: From 10th December, 2016 to 9th December, 2019.

Perquisites: Perquisites payable are as under:

A. Basic salary ₹5 lacs/p.m.

B. P.F. @ 12 %

C. Gratuity: 15 days salary for each completed year.

RESOLVED FURTHER THAT notwithstanding to the above in the event of any loss or inadequacy of profit in any financial year of the Company during the tenure of Mr. Siddharth G. Chowdhary as Whole-time Director of the Company, the remuneration payable to him shall be in accordance with limit prescribed in section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorized to do all such acts, deeds and execute such documents as may be required for the purpose of implementation of this resolution."

By Order of the Board
For **SHREE RAMA NEWSPRINT LIMITED**

Place : Ahmedabad
Date : 14.08.2017

P. K. Mundra
President (Finance) & C.S. & C.F.O.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.

   A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF

THE COMPANY. A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY MAY APPOINT A SINGLE PERSON AS PROXY. HOWEVER, SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. Proxies in order to be effective must be received by the Company not less than 48 hours before the commencement of the Meeting.
3. The Explanatory Statement Pursuant to section 102(1) of the Companies Act, 2013 in respect of Item nos. 4 to 6 as set out above are annexed hereto. Books of the Company shall remain closed from 16th September, 2017 to 23rd September, 2017 (both days inclusive).
4. Members are requested to notify immediately any change in their Registered Address to the Company's Registrar, **LINK INTIME INDIA PRIVATE LIMITED,** Unit: Shree Rama Newsprint Ltd., C-101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai – 400 083.
5. Members, who hold shares in dematerialized form, are requested to bring their Client ID and DP ID Nos. for easier identification of attendance at the Meeting.
6. Shareholders seeking any information with regard to the Accounts are requested to write to the Company at an early date to enable the Management to keep the information ready.
7. The documents referred to in this Notice are open for inspection by any Member at the Registered Office of the Company during the Company's business hours on any working day up to the date of the Annual General Meeting and will also be available for inspection at the Meeting.
8. Pursuant to the Green Initiative taken by the Government, your Company shall send Annual Report and other communications from time to time to the shareholders electronically to the e-mail address provided by them.
9. The Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for availing Electronic Voting facility which is required as per provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014. Members having shares in physical form are requested to intimate their e-mail Ids to Registrar& Share Transfer Agents viz., Link Intime India Pvt. Ltd., and members holding shares in electronic form are requested to intimate their e-mail Ids to Depository Participants with whom they have maintained their Demat Account.
10. Details of Directors seeking Appointment/Re-Appointment at the Annual General Meeting (Pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and further, the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India requires certain additional disclosures with respect to appointment of Director, which are mentioned below:

Particulars	**Mr. Ganpatraj L. Chowdhary (Item No. 2)**	**Mrs. Kavita Tapan Patel (Item No. 5)**	**Mr. Siddharth G. Chowdhary (Item No. 6)**
Age	52 year	35 year	32 year
Date of Appointment on Board	23.06.2015	10.12.2016	21.05.2015
Functional Expertise	Industrialist and businessman	Human Resource Sector	Finance & Marketing
Qualifications	B.Com.	B.Com.	B.Com., MBA in International Accounts & Business Finance
Terms and Conditions of appointment	Non-Executive Director	Non – Executive Independent Director	Appointment as an Executive Director for the period of 3 years.
Remuneration Paid	No remuneration other than sitting fees for attending Board and/or Committee Meetings, if any.	No remuneration other than sitting fees for attending Board and/or Committee Meetings, if any.	₹5 lakh per month plus perquisites as approved by Board.
Directorship in other Companies	Riddhi Siddhi Gluco Biols Limited, Creelotex Engineers Private Limited, The All India Starch Manufactures' Association Private Limited, Safari Biotech Private Limited, Revival Infrastructure and Recreation Private Limited.	Nil	Riddhi Siddhi Gluco Biols Limited, Safari Biotech Private Limited
Chairman/ Member of Committee in other Companies	Member in 2 Committee	Nil	Nil
No. of Equity Shares held in the Company	Nil	Nil	Nil
Relationship with other directors, Manager and other KMP of the Company	Father of Mr. Siddharth G. Chowdhary	Not related.	Son of Chairman of the Company Mr. Ganpatraj L. Chowdhary
No. of Meetings of the Board attended during the year	3	–	3

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

In case of members receiving e-mail:

(i) Log on to the e-voting website www.evotingindia.com

(ii) Click on "Shareholders" tab.

(iii) Now, select "Shree Rama Newsprint Ltd." from the drop down menu and click on "SUBMIT"

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number printed on the address stickers on the Annual Report. • In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. if your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter **the number of shares held by you as on the cut off date** in the **Dividend Bank details field**.

(viii) After entering these details appropriately, click on "SUBMIT" tab.

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

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

(xi) Click on the EVSN for "Shree Rama Newsprint Ltd." on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.co.in and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.comand on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

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

b. The voting period begins on Wednesday 20th September, 2017 at 9 A.M. and ends on Friday 22nd September, 2017 at 5 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date , Saturday 16th September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

c. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

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

ANNEXURE TO THE NOTICE
STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM No. 4

The Board of Directors of the Company at their meeting held on 28th May, 2017 has, on recommendation of the Audit Committee appointed M/s. Nanty Shah & Associates as Cost Auditors of the Company for the Financial Year 2017-18 at a remuneration not exceeding ₹30,000/- excluding out of pocket expenses and applicable service tax.

As per Section 148 of the Companies Act, 2013 and the rules made there under the remuneration payable to the Cost Auditor is to be confirmed by the members of the Company. The Board recommends the resolution at Item No. 3 for the approval of the members as an ordinary resolution.

None of the other Directors or Key Managerial Personnel or their relatives are, in any way, concerned or interested in the passing of this resolution.

ITEM No. 5

The Board of Directors have appointed Mrs. Kavita Tapan Patel (DIN:07671628) as an Additional & Independent Director of the Company on 10th December, 2016.

Under the relevant provisions of Section 149 and 161 of the Companies Act, 2013 read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, she will hold the office up to the date 9th December 2021.

Keeping in view her experience and knowledge, the Board considers that the proposed appointment of Mrs. Kavita Tapan Patel would be of immense benefit to the Company. Accordingly, the Board recommends the resolution in relation to the appointment of Mrs. Kavita Tapan Patel as a Director of the Company. She has given a declaration to the Board that she meets the criteria of Independence as provided under section 149(6) of the Act. In the opinion of the Board, she fulfills the conditions specified in the Act and the Rules framed there under for appointment as Independent Director and she is independent of the Management.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the appointment of Independent Director is now being placed before the Members for their approval.

Except Mrs. Kavita Tapan Patel, none of the other Directors or Key Managerial Personnel (KMP) or their relatives are, in any way, concerned or interested in the passing of this resolution.

Item No. 6

The Board has appointed Mr. Siddharth G. Chowdhary, Whole-time Director (Executive Director) of the Company with a Remuneration of ₹5,00,000/- per month plus perquisites as mentioned in resolution for a period of three years in its meeting held on 10th December, 2016 as recommended by Nomination & Remuneration Committee. As per provisions of Section 196 of the Companies Act, 2013 it is required to obtain approval of members in the next general meeting of the Company for appointment of Whole-time Director. Accordingly, approval of members is sought for appointment of Mr. Siddharth G. Chowdhary as Whole – Time - Director of the Company. The Board of Directors recommend the resolution for your approval.

None of the Directors (except Mr. Ganpatraj L. Chowdhary and Mr. Siddharth G. Chowdhary), Key Managerial Personnel, relatives of Directors and Key Managerial Personnel of the Company is directly/ indirectly interested in the above resolution.

Additional information as required under schedule V of the Companies act 2013 is as under:

I. **GENERAL INFORMATION**:

(i) **Nature of Industry**:

Manufacturing and dealing in Newsprint and Writing & Printing Paper.

(ii) **Date of commencement of commercial production:**

The Company commenced commercial production in August 1996.

(iii) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus**:

Not applicable as the Company is an existing Company.

(iv) **Financial performance based on given indications – as per audited financial results for the year ended 31.03.2017**:

(₹ in lacs)

Particulars	31.03.2017	31.03.2016	31.03.2015
Sales (Gross)	39,198.52	38,286.10	37,627.02
Profit/Loss before tax	(1481.12)	886.42	(4252.80)
Profit/Loss after tax	-890.39	482.15	(4252.80)
Shareholders Funds	44,183.13	42,144.04	(846.03)

(v) Foreign investments or collaborators: NIL

II. INFORMATION ABOUT THE APPOINTEE:

(i) Shri **Siddharth G. Chowdhary**, aged 33 years is a MBA. He is having more than 9 years of experience in the procurement of Maize and was head of the most versatile unit at Pantnagar of Riddhi Siddhi Gluco Biols Limited (RSGBL) From 2008 he started involving himself at Pantnagar Plant on day to day operation in the development of RSGBL. Stationed at Pantnagar from 2008 to 2012, he ensured process stabilization and productivity improvement of Pantnagar unit. Later, he became the director in de-merged undertaking, Roquette Riddhi Siddhi Private Limited and maize procurement and Export Marketing of all plants besides overseeing the Pantnagar plant. He is also whole Time Director in RSGBL since 01.10.2016.

(ii) **Past remuneration during the financial year ended 31st March, 2017.**

Being appointed as Executive Director w.e.f. 10.12.2016 hence not applicable.

(iii) **Recognition or awards:** Not any

(iv) **Job profile and his suitability**

Shri Siddharth G. Chowdhary is responsible for the operations and the affairs of the Company and he shall perform such other duties and services as may be entrusted to him, subject to the supervision of the Board of Directors. Taking into consideration his qualifications and expertise in the relevant fields, he is best suited for the responsibilities currently assigned to him by the Board of Directors.

(v) **Remuneration proposed:**

The remuneration of Shri Siddharth G. Chowdhary is set out in the resolution.

(vi) **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:**

The remuneration of Shri Siddharth G. Chowdhary is not out of tune with the remuneration in similar sized Company in same segment of business.

(vii) **Pecuniary relationship directly or indirectly with the Company, or relationship with the management personnel, if any:**

Other than the remuneration stated above, Shri Siddharth G. Chowdhary has no other pecuniary relationship, directly or indirectly with the Company.

III. OTHER INFORMATION:

(i) **Reasons of loss or inadequate profits:**

The performance of the Company during the year ended 31st March 2017 as explained in the Boards' Report annexed, was adversely affected due to dumping of newsprint in the country. However, there is significant improvement over the previous year due to various actions and decisions taken by the Management.

(ii) **Steps taken or proposed to be taken for improvement, and Expected increase in productivity and profits in measurable terms:**

This will depend upon import prices of newsprint, however, Company is taking actions to improve production, productivity and reducing cost.

By Order of the Board
For **SHREE RAMA NEWSPRINT LIMITED**

Place : Ahmedabad
Date : 14.08.2017

P. K. Mundra
President (Finance) & C.S. & C.F.O.

DIRECTORS' REPORT

To,
The Members of
SHREE RAMA NEWSPRINT LIMITED

Your Directors are pleased to present the 26th Annual Report together with the Audited Accounts for the Financial Year ended 31st March 2017.

FINANCIAL RESULTS **Amount-₹ in lacs**

Particulars	Year Ended 31-03-2017	Year Ended 31-03-2016
Revenue from operations	39198.52	38286.10
Profit/(Loss) before Interest, Depreciation and Tax	3205.98	4793.25
Finance Cost	2420.88	3143.73
Profit/(Loss) before Depreciation and Tax	785.10	1649.52
Depreciation	2266.22	2223.10
Profit /(Loss) before Tax and exceptional items	(1481.12)	(573.58)
Deferred tax assets/liabilities	(590.73)	404.27
Exceptional Items (gain)	---	1460.00
Other comprehensive income	(3.98)	(4.19)
Net Profit/Lossafter other comprehensive income	(894.37)	477.96

PERFORMANCE:

The Company has achieved production of 1,18,071 MT (89% capacity utilization) during the F.Y. 2016-17 as against 1,17,498 MT (89% capacity utilization) achieved in FY 2015-16 i.e. higher by 573 MT (0.4%). The Company has achieved sale of 1,15,707 MT during FY 2016-17 as against 1,19,377 MT in 2015-16. During the year under review, the Company has produced only Newsprint as being the case in the previous year.

The Company has achieved turnover of ₹ 391.99 crores [with excise duty] in FY 2016-17 as against ₹ 382.86 crores [with excise duty] in FY 2015-16.

The working results of the Company were satisfactory as cash profit before depreciation and tax was ₹7.85 crores in FY 2016-17 as against ₹16.50crores in FY 2015-16(considering discounted gain on ZCD and deposits of ₹54.78 crores on transition to IND-AS, otherwise it was cash loss of ₹38.28 crores) due to higher production, productivity, unit realization, lower finance charges and reduction in cost. The Net loss was of ₹ 8.94 crores in FY 2016-17 as against Net profit of ₹4.78 crores in FY 2015-16.

EXPORT

Export in Foreign exchange of Newsprint was 2264MT worth ₹7.70 crores (FOB) in F.Y. 2016-17 as against 1580 MT worth ₹5.31 crores (FOB) in F.Y 2015-16, whereas direct and indirect export was of 3119 MT worth ₹10.64 crores in F.Y. 2016-17 asagainst 2480 MT worth ₹8.22 crores in F.Y 2015-16.

DIVIDEND

Your Directors have not recommended any dividend in view of the losses suffered by the Company.

TRANSFER TO RESERVES:

In view of losses suffered, the Company has not proposed to transfer any amount to General Reserves or any other reserve.

THE CHANGE IN NATURE OF BUSINESS:

There are no material changes and commitments, that would affect financial position of the Company from the end of the financial year of the Company to which the financial statements relate and the date of the directors report.

FINANCES

The Company has issued shares to ICICI Bank Ltd. in 2 tranches, first on 09.01.2017 where by 2,91,72,900 optionally convertible debentures (OCD) of ₹10/- each were converted into 2,91,72,900 shares of ₹10/- each and in second tranche on 30.01.2017 whereby 1,91,100 OCDs of ₹ 10/- each were converted into shares of 1,91,100 shares of ₹10/- each. The equity share capital has therefore gone up from 11,81,58,032 shares of ₹10 each to 14,75,22,032 shares of ₹10 each. The balance OCD of 6,36,000 out of total issued OCD of 3,00,00,000 were paid on 31.01.2017. Thus there is no outstanding OCD.

As per the decision of the Joint Lender Forum (J.L.F.) as confirmed by the Bankers/ lenders in the meeting held on 31-03-2015, I.C.I.CI Bank Ltd., Bank of India and Oriental Bank of Commerce & Central Bank of India had implemented the same and issued sanction letters for re-structured loans in F.Y 2015-16.

Axis Bank Ltd. has also done one time settlement (OTS) with the Company as per their sanction letter dated 04.01.2017 for ₹6.00 crores as against total dues of ₹12.76 crores. The Company has paid the entire amount by 25.06.2017.

The Company has repaid loan of ₹4.28 crores by ICICI Bank Ltd. during the year and also short term loan of ₹30 crores was paid to Kotak Mahindra Bank Ltd. by taking Inter Corporate Deposit from Riddhi Siddhi Gluco Biols Ltd.

ISSUE OF SHARES ON CONVERSION OF OPTIONALLY CONVERTIBLE DEBENTURES (OCD):

During the Year Company has allotted 2,91,72,900 equity shares on 9th January, 2017 and 1,91,100 equity shares on 30th January, 2017 in pursuance to conversion of Optionally Convertible Debentures (OCDs) to ICICI Bank Limited.

FIXED DEPOSIT:

The Company has not accepted or renewed any deposit during the year and there is no outstanding on this account in books of the Company.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

The Company does not have any joint venture, subsidiary or associate company within the meaning of Section 2(6) of the Companies Act, 2013.

EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure I".

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

The Company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013. However details of investment made by the Company is mentioned in the financial statement of the Company.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

Company has not entered into any related party transactions as enumerated in Section 188 of the Companies Act, 2013 during the year. Accordingly Company is not required to disclose the said information in Form AOC-2.

NUMBER OF MEETINGS OF THE BOARD

During the year, four Board Meetings were convened and held and details thereof are mentioned in the Report on Corporate Governance forming part of this Annual Report.The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Board of Directors appointed additional Director Mrs. Kavita Tapan Patel (DIN:07671628), on 10th December 2016 subject to approval of members in the ensuing Annual General Meeting..

Mr. V. D. Bajaj resigned as Executive Director on 16.06.2016 and Mrs. Pallavi Mittal resigned from the Board of the Company on 26.09.2016. The Company expresses sincere gratitude to them for the contribution made during their tenure as Directors of the Company.

The Company has also appointed Mr. Siddharth G. Chowdhary as an Executive Director of the Company for a period of 3 years with effect from 10.12.2016.

Shri **Ganpatraj L. Chowdhary** retires from the office by rotation but being eligible offers himself for re-appointment.

The brief resume of the Director proposed to be reappointed, nature of their expertise in specific functional areas, names of Companiesin which they holds Directorships and Memberships of Board Committees, shareholding, are provided in the Notice to Membersas per regulation 36 (3) THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, forms a part of this Annual Report

DIRECTORS' RESPONSIBILITY STATEMENT PURSUANT TO SECTION 134(3)(c) OF THE COMPANIES ACT, 2013:

The Directors hereby confirm that:-

1. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
3. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. the directors had prepared the annual accounts on a going concern basis;
5. the directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
6. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS:

Pursuant to Section 149(6) of the Companies Act, 2013, Independent Directors of the Company have made a declaration confirming the compliance of the conditions of the independence stipulated in the aforesaid section.

DETAILS OF COMMITTEE OF DIRECTORS:

The Composition of Audit Committee of Directors, Nomination and Remuneration Committee of Directors and Stake Holders Relationship/ Grievances Committee of Directors, number of meetings held of each Committee during the financial year 2016-17 and meetings attended by each member of the Committee as required under the Companies Act, 2013 are provided in Corporate Governance Report.

ANNUAL EVALUATION BY THE BOARD OF ITS OWN PERFORMANCE, ITS COMMITTEES AND INDIVIDUAL DIRECTORS:

The Company has devised a Policy for performance evaluation of the Board, Committees and other individual Directors (including Independent Directors) which includes criteria for performance evaluation of the Non-executive Directors and Executive Directors. The evaluation process inter alia considers attendance of Directors at Board and committee meetings, acquaintance with business, communicating inter-se board members, effective participation, domain knowledge, compliance with code of conduct, vision and strategy, benchmarks established by global peers, etc, which is in compliance with applicable laws, regulations and guidelines.

The Board carried out annual performance evaluation of the Board, Board Committees and Individual Directors and Chairman. The Chairman of the respective Board Committees shared the report on evaluation with the respective Committee members. The performance of each Committee was evaluated by the Board, based on report on evaluation received from respective Board Committees.

The reports on performance evaluation of the Individual Directors were reviewed by the Chairman of the Board.

In compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the performance evaluation was carried out as under Board:

Board:

In accordance with the criteria suggested by The Nomination and Remuneration Committee, the Board of Directors evaluated the performance of the Board, having regard to various criteria such as Board composition, Board processes, Board dynamics etc. The Independent Directors, at their separate meetings, also evaluated the performance of the Board as a whole based on various criteria specified by Companies Act, 2013. The Board and the Independent Directors were of the unanimous view that performance of the Board of Directors as a whole was satisfactory.

Committees of the Board:

The performance of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders Relationship Committee was evaluated by the Board having regard to various criteria such as committee composition, committee processes, committee dynamics etc. The Board was of the unanimous view that all the committees were performing their functions satisfactorily and according to the mandate prescribed by the Board under the regulatory requirements including the provisions of the Act, the Rules framed there under and the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

INDIVIDUAL DIRECTORS:

Independent Directors:

In accordance with the criteria suggested by The Nomination and Remuneration Committee, the performance of each independent director was evaluated by the entire Board of Directors (excluding the director being evaluated) on various parameters like engagement, leadership, analysis, decision making, communication, governance and interest of stakeholders. The Board was of the unanimous view that each independent director was a reputed professional and brought his/her rich experience to the deliberations of the Board. The Board also appreciated the contribution made by all the independent directors in guiding the management in achieving higher growth and concluded that continuance of each independent director on the Board will be in the interest of the Company.

Non-Independent Directors:

The performance of each of the non-independent directors (including the chair person) was evaluated by the Independent Directors at their separate meeting. Further, their performance was also evaluated by the Board of Directors. The various criteria considered for the purpose of evaluation included leadership, engagement, transparency, analysis, decision making, functional knowledge, governance and interest of stakeholders. The Independent Directors and the Board were of the unanimous view that each of the non-independent directors was providing good business and people leadership.

INTERNAL CONTROL SYSTEMS:

The Company has an adequate system of internal control procedures which is commensurate with the size and nature of business. Detailed procedural manuals are in place to ensure that all the assets are safeguarded, protected against loss and all transactions are authorised, recorded and reported correctly. 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.

APPOINTMENT AND REMUNERATION POLICY:

The Board has, on the recommendation of the Nomination & Remuneration Committee, framed a policy for selection and appointment of Directors, Senior Management and their remuneration which is available on Company's website at www.ramanewsprint.com

WHISTLE BLOWER POLICY:

The Company has formulated a Whistle Blower Policy to establish a vigil mechanism for Directors, Employees and other Stakeholders of the Company to report concerns about illegal and unethical practices, unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy which is available at the Company's website at www.ramanewsprint.com

ADOPTION OF POLICES AS PER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The board framed policies on Preservation of Documents and Determining Materiality for Disclosure to Stock Exchanges which are available at the Company's website at www.ramanewsprint.com

RISK MANAGEMENT:

During the year, the Management of the Company had evaluated the existing Risk Management Policy of the Company. The Risk Management policy has been reviewed and found adequate and sufficient to the requirement of the Company. The Management has evaluated various risks and that there is no element of risk identified that may threaten the existence of the Company.

LISTING OF SHARES

Equity Shares of Company continue to be listed on BSE Ltd. (BSE) and National Stock Exchange of India Ltd. (NSE). The Company has duly paid listing fees to the stock exchanges.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO.

Particulars with respect to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo as required u/s 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are furnished as Annexure – III to this Report and forms part of it.

CORPORATE GOVERNANCE & MANAGEMENT DISCUSSION & ANALYSIS .

Report on Corporate Governance and Management Discussion and Analysis is made part of this Annual Report.

As required by the Listing Agreements, the Certificate of Auditors on Corporate Governance compliance is also annexed to this Annual Report.

The Certificate from Chief Executive Officer and Chief Financial Officer was placed before the Board of Directors at its meeting held on 14.08.2017.

PARTICULARS OF EMPLOYEES

The information as per section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and remuneration of managerial personnel) Rules, 2014 are as per Annexure-III.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and remuneration of Managerial Personnel) Rules, 2014, the Board on the recommendations of the Audit Committee, has appointed M/s. Ravi Kapoor & Associates a sole proprietor of Company Secretaries in Practice to undertake the Secretarial Audit of the Company for the financial year ended 31st March, 2017. Secretarial Audit Report issued by M/s. Ravi Kapoor & Associates a sole proprietor, Company Secretaries, in form MR-3 forms part of this report and marked as Annexure-IV.

COST AUDIT

The audit of cost accounts of the Company is being carried out by M/s Nanty Shah and Associates for FY 2016-17 and after completion of the audit they will submit their report to the Central Government.

CASH FLOW STATEMENT

As required under clause 34 of the THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, the Cash Flow Statement is attached to the Annual report.

AUDITORS

As per the provisions of the Act, the period of office of Haribhakti & Co. LLP, Chartered Accountants of the Company, expires at the conclusion of the ensuing Annual General Meeting.

It is proposed to appoint Batliboi & Purohit, Chartered Accountants as auditor of the Company, for a term of 5 (five) consecutive years. Batliboi & Purohit, Chartered Accountants, have confirmed their eligibility and qualification required under the Act for holding office, as Statutory Auditors of the Company.

EXPLANATIONS OR COMMENTS BY BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE:

(i) by the auditor in his report;

There is no qualification, reservation or adverse remark or disclaimer in audit report issued by the auditors of the Company.

(ii) By the company secretary in practice in his secretarial audit report;

There is no qualification, reservation or adverse remark or disclaimer in secretarial audit report issued by the company secretary in practice.

CORPORATE SOCIAL RESPONSIBILITY

The Company is not required to form Corporate Social Responsibility committee or policy as per section 135 (1) of the companies act 2013 since the same is not applicable to it as per criterion laid down therein. However the Company is meeting its social obligations for local persons by providing health check up facilities including distribution of free medicines. It also supplies free drinking water to nearby villages. The Company is also running a modern English medium school for imparting quality education to local persons and undertakes various community welfare jobs from time to time.

The Company is also maintaining colony for workers & staff which has all the modern amenities.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

In terms of Section 134(3)(i) of the Companies Act, 2013, it is reported that, except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this report.

SIGNIFICANT AND MATERIAL ORDERS

There are no material orders passed by Regulators, Courts or Tribunals impacting the going concern status and company's operations in future.

INDUSTRIAL RELATIONS:

The industrial relations remained cordial throughout the year under review.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The board has developed the Sexual Harassment Policy of the Company for safety of the women employees employed in the Company. The Sexual Harassment Policy is uploaded on website of Company at www.ramanewsprint.com. Further no complaint / case has been filed / pending with the Company during the year.

ACKNOWLEDGEMENT

The Directors wish to place on record and acknowledge their appreciation and gratitude for the continued co-operation and support received from the Union Government, the State Government of Gujarat, Regulatory Bodies, participating Financial Institutions and Banks, Customers, Suppliers and Dealers. The Directors take this opportunity to express their appreciation towards the dedication, commitment and teamwork shown by employees, which has resulted in improved working results.Your Directors further thank Members/ Shareholders for their continued confidence reposed in the management of the Company.

For and on behalf of the Board

(Ganpatraj L. Chowdhary)
CHAIRMAN
DIN: 00344816

Place : Ahmedabad
Date : 14.08.2017

Annexure I
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2017

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L21010GJ1991PLC019432
2.	Registration Date	10th July, 1991
3.	Name of the Company	Shree Rama Newsprint Limited
4.	Category/Sub-category of the Company	Public Company Limited by shares
5.	Address of the Registered office & contact details	Village Barbodhan, Taluka Olpad, Dist: Surat, Gujarat- 395 005 Tel: +91-2621-224-203/4/5, Fax: +91-2621-224-206 Email: ramasurat@ramanewsprint.com Web: www.ramanewsprint.com
6.	Whether listed company	Listed
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link InTime India Pvt. Ltd. C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai-400 083 Ph: 022-25963838, Fax: 022-25946969

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Newsprint	17012	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

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

Sl. No.	Name and address of the Company	CIN/GLN	HOLDING/SUBSIDIARY/ASSOCIATE
1	Riddhi Siddhi Gluco Biols Limited	L24110GJ1990PLC013967	Holding

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i). Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% change in shareholding during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt									
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	88277677	-	88277677	74.71	88290547	-	88290547	59.85	14.86
e) Banks / FI									
f) Any other									-
Total shareholding of Promoter (A)(1)	**88277677**	**-**	**88277677**	**74.71**	**88290547**	**-**	**88290547**	**59.85**	**14.86**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% change in shareholding during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
FOREIGN:									
Individual (Non resident Individuals/ Foreign Individuals)									
Body corporate	-	-	-	-	-	-	-	-	
Institutions	-	-	-	-	-	-	-	-	
Any Other (specify)	-	-	-	-	-	-	-	-	
SUB TOTAL (A)(2)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	
TOTAL SHAREHOLDING OF PROMOTER & PROMOTER GROUP (A)=(A)(1)+(A)(2)	**88277677**	**-**	**88277677**	**74.71**	**88290547**	**-**	**88290547**	**59.85**	**14.86**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	13600	34675	48275	0.04	13600	34675	48275	0.03	(0.01)
b) Banks / FI	4100	16025	20125	0.01	29388307	16025	29404332	19.93	19.92
c) Central Govt	75	-	75	0.00	75	0	75	0.00	0
d) State Govt(s)									
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs (Foreign Portfolio Investor)	60725	-	60725	0.05	60725	-	60725	0.04%	(0.01)
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify) (Foreign Mutual Funds)	0	12300	12300	0.01	0	12300	12300	0.01	0
UTI	0	10050	10050	0.04	0	10050	10050	0.01	(0.03)
Sub-total (B)(1):-	**78500**	**73050**	**151550**	**0.15**	**29462707**	**73050**	**29535757**	**20.02**	**19.87**
2. Non-Institutions									
a) Bodies Corp.	3672695	70325	3743020	3.17	4236797	69150	4305947	2.92	(0.25)
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 2 lakh	11790108	2396020	14186128	12.00	11297295	2371070	13668365	9.27	2.73

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% change in shareholding during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
ii) Individual shareholders holding nominal share capital in excess of ₹2 lakh	8172215	-	8172215	6.90	8760210	-	8760210	5.94	(0.98)
c) Others (specify)									
Non Resident Indian (Non Repat)	53631	125	53756	0.05	56891	125	57016	0.04	(0.01)
Non Resident Indian (Repat)	1195549	73475	1269024	1.07	436411	72775	509186	0.35	(0.72)
Overseas Corporate Bodies	-	650	650	0.00	-	1675	1675	0.00	0.00
Trusts	200	-	200	0.00	200	-	200	0.00	0.00
Partnership	200	-	200	0.00		200	200	0.00	0.00
Hindu Undivided Family	1153945	550	1154495	0.98	1286542	550	1287092	0.87	(0.11)
Clearing Members	582892	-	582892	0.49	539612	-	539612	0.37	(0.12)
Office Bearers	1375	-	1375	0.00	-	1375	1375	0.00	0.00
Foreign Companies	564850	-	564850	0.47	564850	-	564850	0.38	(0.09)
Sub-total (B)(2):-	**27187460**	**2541345**	**29728805**	**25.14**	**27178808**	**2516920**	**29695728**	**20.14**	**(5.02)**
Total Public Shareholding (B)=(B)(1)+ (B)(2)	**27265960**	**2614395**	**29880355**	**25.29**	**56641515**	**2589970**	**59231485**	**40.16**	**14.85**
C. Shares held by Custodian for GDRs & ADRs	**-**	**-**	**-**	**-**	**-**	**--**	**-**	**-**	**-**
Grand Total (A+B+C)	**115543637**	**2614395**	**118158032**	**100**	**144932062**	**2663020**	**147522032**	**100**	**9.84**

(ii) Shareholding of Promoter:

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Riddhi Siddhi Gluco Biols Limited	88277677	74.71	-	88290547	59.85	88290547	(14.86)
	TOTAL	**88277677**	**74.71**	**-**	**88290547**	**59.85**	**88290547**	**(14.86)**

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

Name of the shareholder		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Riddhi Siddhi Gluco Biols Limited				
	At the beginning of the year	88277677	74.71	88277677	74.71
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	1. Increase of 6095 Equity Shares on 19.07.2016 pursuant to Open Offer. 2. Increase of 6775 Equity Shares on 24.08.2016 pursuant to Open Offer.			
	At the end of the year	88290547	59.85	88290547	59.85

(iv) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	Name of the shareholder	Shareholding at the beginning of the year		Increase/Decrease in shareholding during the year (net)		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company			No. of shares	% of total shares of the Company
1	Jagruti Shaunak Shah J/H, Shaunak Jagdish Shah	999000	0.8455	-	-	999000	0.6771
2	Shaunak Jagdish Shah J/H, Jagruti Shaunak Shah	999000	0.8455	-	-	999000	0.6771
3	Jagdish Amritlal Shah J/H, Shaunak Jagdish shah and Jagruti Shaunak Shah	999000	0.8455	-	-	999000	0.6771
4	Jamson Securities Private Limited	999000	0.8455	-	-	999000	0.6771
5	Bang Securities Private Limited	478667	0.4051			794568	0.5386
6	Indo Gulf Securities Ltd.	564850	0.4780	-	-	564850	0.4780
7	Mindset Securities Pvt. Ltd.	-	-	423707	0.2872	423707	0.2872
8	Hemang Omprakash Mehta	340000	0.2878	5000	0.0003	345000	0.2338
9	Ramesh Kumar Rochiram Narang	246839	0.2089	-	-	246839	0.1673
10	Mahendra Vasantrai Doshi	208403	0.1764	-	-	208403	0.1412
11	Hassanmiya Suleman Darvesh	750000	0.6347	(750000)	(0.63)	-	-

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Name of the Director / Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Ganpatraj L. Chowdhary	Nil	-	Nil	-
2	Siddharth G. Chowdhary	Nil	-	Nil	-
3	K. L. Chandak	6250	0.01	6250	0.01
4	Murli Ranganathan	Nil	-	Nil	-
5	Keerthinarayanan Hemmige	Nil	-	Nil	-
6	Kavita Patel	Nil	-	Nil	-
7	Utkarsh B. Shah	Nil	-	Nil	-

V. INDEBTEDNESS – Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amount ₹ In lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	20,152.28	5,433.36	229.92	25,815.56
ii) Interest due but not paid	133.92	261.87	-	395.79
iii) Interest accrued but not due	2.74	-	-	2.74
Total (i+ii+iii)	20,288.94	5,695.23	229.92	26,214.09
Change in Indebtedness during the financial year				
* Addition	-	393.63	152.77	546.41
* Reduction	(1,956.20)	-	-	(1,956.20)
Net Change	(1,956.20)	393.63	152.77	(1,409.80)
Indebtedness at the end of the financial year				
i) Principal Amount	18,330.11	6,071.65	382.69	24,784.45
ii) Interest due but not paid	-	17.21	-	17.21
iii) Interest accrued but not due	2.63	-	-	2.63
Total (i+ii+iii)	18,332.74	6,088.86	382.69	24,804.29

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER: (Amount ₹ In lacs)

SN.	Particulars of Remuneration		
		[$]Mr. V. D. Bajaj	Mr. Siddharth G. Chowdhary
1	Gross salary		
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	19.14	18.55
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	1.91	-
(c)	Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify…	-	-
5	Others, please specify	-	-
	Total (A)	21.05	18.55
	Ceiling as per the Act (p.a.)	84.00	446.40

B. REMUNERATION TO OTHER DIRECTORS (₹)

Particulars of Remuneration	Name of Directors								Total Amount
	Mr. Ganpatraj L. Chowdhary	*Mr. Siddharth G. Chowdhary	Mr. Keerthinarayanan Hemmige	Mr. Murli Ranganathan	Mr. Utkarsh B. Shah	Mrs. Pallavi Mittal	Mrs. Kavita Patel	Mr. K. L. Chandak	
Independent Directors									
Fee for attending board committee meetings	-	-	30000	37500	15000	15000	Nil	52500	150000
Commission	-	-	-	-	-	-	-	-	-
Others, please specify	-	-	-	-	-	-	-	-	-
Total (1)	-	-	**30000**	**37500**	**15000**	**15000**	**Nil**	**52500**	**150000**
Other Non-Executive Directors	-	-	-	-	-	-	-	-	-
Fee for attending board committee meetings	37500	7500	-	-	-	-	-	-	-
Commission	-	-	-	-	-	-	-	-	-
Others, please specify	-	-	-	-	-	-	-	-	-
Total (2)	37500	7500	-	-	-	-	-	-	-
Total (B)=(1+2)	**37500**	**7500**	-	-	-	-	-	-	-
Total Managerial Remuneration (A+B)	**37500**	**7500**	**30000**	**37500**	**15000**	**15000**	**Nil**	**52500**	**195000**

*Mr. Siddharth Chowdhary was appointed as Executive Director w.e.f. 10.12.2016.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (Amount ₹ In lacs)

SN	Particulars of Remuneration	Company Secretary Mr.P.K. Mundra
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	46.20
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	3.75
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	Commission	-
	- as % of profit	-
	others, specify…	-
5	Others, please specify	-
	Total	49.95

*** Other then PF, Gratuity & Leave encashment.**

$ Executive Director in CFO also hence covered in VI-A earlier.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:- NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NIL				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NIL				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment					
Compounding					

For and on behalf of the Board

Ganpatraj L. Chowdhary
Chairman
DIN: 00344816

Place : Ahmedabad
Date : 14.08.2017

ANNEXURE – II

Information as per Section 134(3)(m) of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014 and forming part of the Directors' Report to the members for the year ended 31st March, 2017.

A	**CONSERVATION OF ENERGY**		
	i)	The steps taken or impact on conservation of energy :	
		a)	VFD installation in FD and ID Fans in CE4 Boiler
		b)	Thermal insulation of identified PV Fan hot air, steam and condensate lines at paper machine.
		c)	Replacing existing wire vacuum blower with energy efficient one at PM-2
		d)	Replacing vacuum Flume pump (851-31-29A) with Turbo pump.
		e)	Reducing system voltage of in-take well.
		f)	Replacing V-pulley of Vacuum pump (851-79-04) at PM-1.
		g)	Switching off 15 MVA Siemens TG Transformer from 11 KV to 415 Volts.
		h)	Reducing transformer voltage from 3399 V to 3150 V at PM-2.
		i)	Trim Pumper (PM-1) power saving by stopping pump with pulper.
		j)	Replacing existing pumps with energy efficient pumps at Utility.
		k)	Reducing Voltage Level from 432 V to 415 V
		l)	Converting motor delta connection to star connection in various sections of the Plant.
		m)	Replacing existing motor with energy efficient / lower capacity motor.
		n)	Speed reduction of chest agitators..
		o)	Replacing conventional lights with LED lights
		p)	By lighting voltage optimization.
	ii)	The steps taken by the company for utilizing alternate sources of energy : Not any	
	iii)	The capital investment on energy conservation equipments : ₹69.69 lacs (Last year Nil)	
B	**TECHNOLOGY ABSORPTION**		
	(i)	The efforts made towards technology absorption :	
		a)	Started replacing conventional light with LED lights without compromising illumination level.
		b)	1. Boiler FD and ID fan provided with Variable Frequency Drive.
	(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution :	
		a)	Led Lights consume less power as compared to conventional lights. Hence it saves energy
		b)	Process improvement apart from energy saving.
	(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) : Not any.	
		a)	The details of technology imported.
		b)	The year of import.
		c)	Whether the technology been fully absorbed.
		d)	If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and

(iv) **The expenditure incurred on Research and Development :**

	2016-17	2015-16
Capital	-	-
Recurring	4.53	6.03
Total	4.53	6.03
Total R&D expenditure as a percentage of total turnover	-	-

C FOREIGN EXCHANGE EARNING AND OUTGO **(₹ /lacs)**

	Current year ended 31-03-2017	Previous year ended 31-03-2016
Foreign Exchange Earning	770.18	530.54
Foreign Exchange Used	10671.61	10928.21

Annexure – III
STATEMENT PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 AND RULES OF THE COMPANIES (APPOINTMENT AND REMUNERATIN OF MANAGERIAL PERSONNEL) RULES, 2014

(i)	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;	Mr. V. D. Bajaj Executive Director (till 16.6.2016)	9.46:1	
		Mr. Siddharth G. Chowdhary Executive Director (from 10.12.2016)	8.33:1	
(ii)	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	Mr. V. D. Bajaj Executive Director (till 16.6.2016)	NIL	₹21.05 Lacs in 2016-17 against ₹ 68.71 Lacs in 2015-16.
		Mr. Siddharth G. Chowdhary Executive Director (from 10.12.16)		₹18.55 Lacs (previous year Nil)
		Mr. P. K. Mundra President (Finance) & Company Secretary and C.F.O.	5.88%	₹ 49.95 .Lacs as against ₹ 11.24 Lacs (part of year from 14.12.2015)
(iii)	The percentage increase in the median remuneration of employees in the financial year;		18.39	
(iv)	The number of permanent employees on the rolls of company;		388	
(v)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.		There were no increments in salary during the previous year for Executive Director being new appointment and it was 5.88% for President (Finance) & Company Secretary as against general increase of 17% for non-managerial personnel.	
(vi)	Affirmation that the remuneration is as per the remuneration policy of the Company.		It is hereby affirmed that remuneration paid is as per the remuneration policy of the Company.	

Annexure – IV
Form No. MR- 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017
[Pursuant to section 204(1) of the Companies Act, 2013 and rule no. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
Shree Rama Newsprint Limited
Village Barbodhan Ta: Olpad
Surat, Gujarat

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

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31stMarch, 2017 according to the provisions of:

i) The Companies Act, 2013 (the Act) and the rules made thereunder;

ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA")and the rules made thereunder;

iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings to the extent of their applicability to the Company;

v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with clients;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(vi) There are no other laws which are specifically applicable to the Company.

We have also examined compliance with applicable clauses of the following

1. Secretarial Standards issued by the Institute of Company Secretaries of India.

2. Provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that:

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

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

iii) All decisions at Board Meetings & Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or the Committees of the Board, as the case may be.

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

We further report that during the audit period the company there are no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For, Ravi Kapoor & Associates
Ravi Kapoor
Company Secretary in practice
FCS No. 2587
C P No.: 2407

Place : Ahmedabad
Date : 14.08.2017

To,
The Members
Shree Rama Newsprint Limited
Village Barbodhan Ta: Olpad
Surat, Gujarat.

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events, etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For, Ravi Kapoor & Associates

Ravi Kapoor
Company Secretary in practice
FCS No. 2587
C P No.: 2407

Place : Ahmedabad
Date : 14.08.2017

CORPORATE GOVERNANCE REPORT

(As required by Regulation 27(2) of Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015
(The Corporate Governance Report is for the Year under review i.e. from 1.04.2016 to 31.03.2017)

1) **Company's Philosophy on Code of Corporate Governance**

The Company has ingrained the objectives of good quality Corporate Governance, which will lead to creation of value for all its stakeholders. The Company adopts the best of the Corporate Governance practices in its spirit, whereby the highest level of transparency, accountability and equity is maintained at all levels of its operations. The Company policies are drawn keeping in mind the interest of all its stakeholders and with an ultimate objective of creation of wealth for its stakeholders.

By following good corporate governance practices, the Company ensures transparency in its policies, processes, reporting and decision making processes. The Company emphasizes on effective and efficient accounting system, internal control mechanism and planning process. The practices adopted by the Company emphasize that all the resources are utilized optimally and effectively so that the Company grows from strength to strength and creates wealth for its stakeholders.

The Board of Directors of the Company has appropriate composition of Executive and Non-Executive Directors including Independent Directors. The Board of Directors through their active participation ensures that the discussions and decisions on the policy matters are taken after due deliberation and discussion and in consonance with good corporate governance practices.

2) **Board of Directors – Constitution and Composition**

The composition of the Board of Directors meets with the requirements of corporate governance prescribed in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on 31.03.2017, Board of Directors of the Company consists of eight (7) Directors comprising one (1) Executive Director and six (6) Non-Executive Directors including five (5) Independent Directors.

None of the Directors on the Board are Members in more than ten Committees and they do not act as Chairman of more than five Committees across all Companies in which they are Directors.

a) **Number of Board Meetings and Attendance Record of the Directors**

The Company has complied with the provisions with regard to holding of Board Meetings during the period under review, i.e. from 01.04.2016 to 31.03.2017. The intervening period between the Board Meetings was within the maximum time gap prescribed under the Companies Act, 2013 and Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year ended 31.03.2017 the Company had four (4) Board Meetings. These were on 30.05.216, 08.09.2016, 10.12.2016, 09.02.2017.

The composition of Directors during the year under review and the attendance at the Board Meetings during the year under review and the last Annual General Meeting as also number of other Directorships and Committee Memberships are given below:

Sr. No.	Name of Director	Position	No. of Board Meetings attended	Attendance at last AGM	No. of other Public Co. Directorships**	No. of Committee Membership in other Public Company*	
						Chairman	Member
1	Shri V. D. Bajaj (Resigned on 16.06.2016)	Executive Director	1	N.A.	-	-	-
2	Shri Ganpatraj L. Chowdhary	Non-Executive Director-Promoter, Chairman	3	No	2	0	3
3	Shri Siddharth G. Chowdhary	Executive Director	3	No	2	0	0
4	Shri Keerthinarayanan A. Hemmige	Non-Executive Independent Director	2	Yes	0	0	0
5	Shri Murli Ranganathan	Non-Executive Independent Director	3	No	0	0	0
6	Smt. Pallavi Mittal (resigned on 26.09.2016)	Non-Executive Independent Director	1	No	0	0	0
7	Shri Utkarsh Shah	Non-Executive Independent Director	1	No	1	0	0
8	Smt. Kavita Patel (appointed w.e.f. 10.12.2016)	Non-Executive Independent Director	1	No	0	0	0
9	Mr. K. L. Chandak	Non-Executive Independent Director	4	No	1	0	0

* This relates to Committee referred to in Regulation 18 & 20 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements Regulations), 2015 viz. Audit Committee and Stakeholders Relationship Committee.

** Excluding Private, Foreign and Companies registered under Section 8 of the Companies Act, 2013.

Shri Ganpatraj L. Chowdhary is relative of Shri Siddharth G. Chowdhary. (Father & Son)

3) **Directors' Interest in the Company**

For the sake of transparency, the Company is committed to make full disclosures regarding the interest of and payments to all Directors. The Company did not have any material pecuniary relationship or transactions with the Non-Executive Directors during the year under review.

Sometimes, the Company does enter into contracts with Companies in which some of the Directors of the Company are interested as Director or member. However, these contracts are in the ordinary course of the Company's business without giving any specific weightage to them. Directors regularly make full disclosures to the Board of Directors regarding the nature of their interest in the companies in which they are Directors and particulars of contracts, if any, entered with companies in which Directors are directly or indirectly concerned or interested are recorded in the Register of Contracts.

Code of Conduct:- The Board of Directors has adopted the CODE OF CONDUCT to be observed by all the Directors and Senior Management while executing their official duties and responsibilities. The Code of Conduct is posted on the website of the Company. All Directors and designated senior management personnel of the Company have affirmed compliance of the Code of Conduct. The declaration to this effect signed by the Executive Director is annexed to this report.

CEO/CFO Certification:- As required under Regulation 17(8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Executive Director/Chief Financial Officer (CFO) has certified to the Board the financial statements for the year ended 31.03.2017.

4) **Separate Meeting of Independent Directors:**

As stipulated by the Code of Independent Directors under Companies Act, 2013 and Regulation 25 of SEBI (LODR) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on 09.02.2017 to review the performance of Non-independent Directors (including the Chairman) and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board.

5) **Familiarization Programme**:

Periodically Company provides familiarization programme to the Independent Directors to enable them to understand the business of the Company. At the meetings of the Board of Directors relevant updates are provided to the Directors on the business of the Company. The details of the familiarization programme has been displayed on the Company's website at www.ramanewsprint.com.

6) **Audit Committee**

Terms of reference of the Audit Committee are as per Section 177 of the Companies Act, 2013 and the guidelines set out in the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 with the Stock Exchanges that inter-alia, includes overseeing financial reporting process, reviewing periodic financial results, financial statements and adequacy of internal control system with the Management and adequacy of internal audit function, discussions with auditor about the scope of audit including the observation of the auditors and discussion with internal auditors on any significant findings. The Committee also reviews all matters and information required to be reviewed, discussed or investigated as per the provisions of the Corporate Governance clause and best of the corporate governance practices including but not limited to related party transactions, appointment or removal of internal auditors, compliances of legal provisions and accounting standards etc.

Composition of Audit Committee as on 31.03.2017

During the year under review following is the composition of the Audit Committee of the Board:

Name of the Member	Status
Mr. Keerthinarayanan A. Hemmige	Chairman - Independent – Non Executive Director
Mr. K. L. Chandak[from 10.12.2016]	Independent – Non Executive Director
Mr. Murli Ranganathan	Independent – Non Executive Director
Mr. Siddharth G. Chowdhary	Executive Director
Mrs. Pallavi Mittal [till 26.9.2016]	Independent – Non Executive Director
Mr. Utkarsh Shah [till 10.12.2016]	Independent – Non Executive Director

During the year under review, four meetings of the Audit Committee were held on the following dates:

(i) 28.05.2016 (ii) 08.09.2016 (iii) 10.12.2016 (iv) 09.02.2017

Attendances of Members at Audit Committee Meetings were as under:

Name of the Member	No. of Meetings attended
Mr. Keerthinarayanan A. Hemmige	3
Mr. Utkarsh Shah	1
Mrs. Pallavi Mittal	2
Mr. K. L. Chandak	1
Mr. Siddharth G. Chowdhary	2
Mr. Murli Ranganathan	1

The Statutory Auditors, Internal Auditors and the Head of Finance are invitees to the Audit Committee Meetings. The Company Secretary is in attendance at these Meetings. All members are financially literate and majority have accounting & financial expertise. The Audit Committee was reconstituted on 10.12.2016.

5) **Nomination and Remuneration Committee**

The Nomination and Remuneration Committee was constituted to decide the remuneration of Executive Director. The composition of the Remuneration Committee during the year under review was as follows:-

Name of Member	Status
Mr. Keerthinarayanan A. Hemmige	Chairman – Independent – Non Executive Director
Mr. Murli Ranganathan	Independent – Non Executive Director
Mr. Ganpatraj L. Chowdhary	Non-Executive Director – Non Independent Director
Mr. V. D. Bajaj (till 16.06.2016)	Executive Director

During the year under review, one (1) meeting of the Nomination and Remuneration Committee was held on 09.12.2016.

Attendances of Members at Nomination and Remuneration Committee Meeting were as under:

Name of the Member	No. of Meetings attended
Mr. Keerthinarayanan A. Hemmig	1
Mr. Murli Ranganathan	1
Mr. Ganpatraj L. Chowdhary	1
Mr. V. D. Bajaj (till 16.06.2016)	N.A.

The Nomination and Remuneration Committee in compliance with Remuneration Policy as laid down before the board relating to the remuneration of the directors, key managerial personnel and other employees. The Committee was reconstituted on 10.12.2016.

6) **Details of remuneration for the year ended 31st March 2017**

(i) **To Executive Director**

(Amount – ₹ In lacs)

Name	Salary & Allowance	Commission	Perquisites	Retirement Benefits	TOTAL
Shri V. D. Bajaj Executive Director (Till 16.06.2016)	19.14	-	1.91	-	21.05
Shri Siddharth G. Chowdhary (from 10.12.2016)	18.55	-	-	-	18.55

The above figures are exclusive of Company's contribution to provident fund, gratuity and leave encashment.

Apart from above salary, the Executive Directors have received no remuneration or incentive during the year under review.

The appointment of the Executive Director is contractual in nature.

There are no Stock options available / issued to any Directors of the Company and this does not form a part of their contract with the Company.

(ii) **To Non-Executive Directors**

During the year ended 31.03.2017, the Company paid remuneration to Non-executive directors by way of sitting fees of ₹15,000/- per meeting for attending meetings of Board. Apart from payment of Sitting Fees, the company had no other pecuniary relationship or transactions with individual non-executive directors. There are no Stock options available / issued to any Directors of the Company. None of the Non–Executive Directors have shareholding in the Company except the following:-

Director	Shares held as on 31.03.2017
Shri K. L. Chandak	6,250

7) **Stakeholders Relationship Committee**

The composition of the Stakeholders Relationship Committee during the year under review is as follows:

Name of Member	Status
Mr. Keerthinarayanan A. Hemmig	Non-Executive Independent Director (Chairman)
Mr. Murli Ranganathan	Non-Executive Independent Director
Shri K. L. Chandak [from 10.12.2016]	Non-Executive Director –Independent Director
Mrs. Pallavi Mittal [till 26.9.2016]	Non-Executive Director –Independent Director

The Committee oversees the redressal of complaints of the shareholders and investors in relation to transfer of shares, non-receipt of annual reports, etc. and also approves split/consolidation of shares, issue of duplicate share certificate, etc. The Committee was reconstituted on 10.12.2016.

- Name and designation of Compliance Officer:

  Mr. P. K. Mundra – President (Finance), Company Secretary & Chief Financial Officer

Number of Shareholder Complaints Received, Solved and Pending:

No. of Complaint Received	No. of Complaint Solved	No. of Complaint Pending
60	60	0

During the year ended 31.03.2017, there were four Stakeholders Relationship Committee Meetings held on:-

(1) 28.05.2016 (2) 08.09.2016 (3) 10.12.2016 (4) 09.02.2017

Attendances of Members at Share Transfer / Stakeholder Relationship Committee Meetings were as under:

Name of Member	No. of Meetings attended
Mr. Murli Ranganathan	1
Mr. Keerthinarayanan A. Hemmige	3
Mr. K. L. Chandak	1
Mrs. Pallavi Mittal (Till 26.09.2016)	2

8) **General Body Meetings**

a) Annual General Meeting (AGM)

The last three Annual General Meetings (AGM) were held at Village Barbodhan, Taluka Olpad, District Surat, Gujarat – 395 005, as per details given below:

Year	Date	Day	Time
23rd AGM – 2014	27.09.2014	Saturday	2.00 P.M.
24th AGM - 2015	30.09.2015	Wednesday	2.00 P.M.
25th AGM - 2016	10.09.2016	Saturday	2.00 P.M.

Special Resolutions passed in the previous 3 Annual General Meetings:-

23rd AGM – 1. Empowering the Board to borrow money upto a limit of ₹ 750 crores u/s 180(1)(c)
2. Empowering the Board to create mortgage/ security upto a limit of ₹ 750 crores u/s 180(1)(a)

24th AGM – None

25th AGM – 1. Empowering the Board to borrow money upto a limit of ₹1200 crores u/s 180(1)(c).
2. Empowering the Board to create mortgage/security upto a limit of ₹1200 crores u/s 180(1)(a).
3. Create, offer and issue equity shares on preferential basis as per strategic debt restructuring Scheme of Reserve Bank of India.

b) Extra Ordinary General Meetings (EGM)

22.06.2015 EGM – 1. Adoption of new section of Articles of Association of the Company
2. Create, offer and issue upto 6,00,00,000 equity shares and Optionally Convertible Debentures (OCD) not exceeding ₹ 30,00,00,000/- on Preferential Basis.

27.07.2015 EGM – 1. Create, offer and issue secured and/or unsecured, listed and/or unlisted non – convertible redeemable debentures and/or other debt securities not exceeding ₹125 crores on Preferential Basis.
2. Resolution for ratification of pre and post shareholding pattern from members of the Company

No special resolutions were required to be put through postal ballot during the year.

9) **Disclosures on materially significant related party transactions:**

The related party transactions entered during the year are disclosed in the notes to the accounts in this Annual Report.

Code of Conduct:

The Code of Conduct for all Board Members and Senior Management of the Company has been prescribed by the company.

Certification under Regulation 17(8):

The Executive Director of the Company has furnished the requisite certificate to the Board of Directors under Regulation 17(8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015.

Cases of Non-compliance / Penalties:

There are no non-compliances by the Company on any matter related to capital markets, during the last three years. Similarly, there are no penalties or strictures imposed on the Company by Stock Exchanges, SEBI or any other statutory authorities on any matter related to capital markets during the last three years.

10) **Means of Communication**

Quarterly/Yearly results are published in English and vernacular newspapers in Financial Express and Economic Times etc. as prescribed under regulation 47(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015.

(i) The annual report is also posted to every shareholder of the Company.

(ii) The Company's website: www.ramanewsprint.com is regularly updated with financial results and any Official news releases are given directly to the press.

11) **General Shareholder Information**

(i) Annual General Meeting

Date & Time : Please refer to Notice of the Annual General Meeting being sent alongwith the Annual Report.

Venue : Registered Office at Village Barbodhan, Taluka Olpad, Dist. Surat, Gujarat-395005.

(ii) The Company has furnished information as required by Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 relating to the appointment and re-appointment of Directors.

(iii) Financial Year: 1.04.2017 to 31.03.2018.

12) **Dates of Book Closure**

16.09.2017 to 23.09.2017.

13) **Listing of Equity Shares on Stock Exchanges, etc.**

The Company's shares are listed on BSE Limited & National Stock Exchange of India Ltd.

Stock Market price data for the year ended 31.03.2017.

Month	BSE		NSE		SENSEX	
	High	Low	High	Low	High	Low
April, 2016	28.90	21.80	23.00	22.05	26100.54	24523.20
May, 2016	26.20	19.80	23.60	22.80	26837.20	25057.93
June, 2016	27.85	22.45	27.95	24.55	27105.41	25911.33
July, 2016	27.30	23.70	24.30	23.75	28240.20	27034.14
August, 2016	26.40	22.25	24.90	23.80	28532.25	27627.97
September, 2016	29.65	23.70	26.00	24.50	29077.28	27716.78
October, 2016	30.00	23.80	28.60	28.00	28477.65	27488.30
November, 2016	37.70	25.20	33.10	30.65	28029.80	25717.93
December, 2016	37.65	28.00	35.30	33.80	26803.76	25753.74
January, 2017	41.75	31	34.80	32.35	27980.39	26447.06
February, 2017	37.40	31.50	32.45	31.80	29065.31	27590.1
March, 2017	34.70	30.70	33.90	31.90	29824.62	28716.21

14) **Stock Codes & ISIN No.**

BSE Ltd.: 500356

National Stock Exchange of India Ltd.: RAMANEWS

ISIN of the Company: INE278B01020

15) **Share Transfer Agent**

The Company has engaged the services of M/s. LINK INTIME INDIA PVT. LTD., C- 101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai – 400 083, a SEBI registered Registrar, as their Share Transfer Agents, for processing the transfers, sub-division, consolidation, splitting of securities, etc. Since trades in Company's shares are required to be done only in dematerialized form, request for demat and remat should be sent through the Depository Participants (DP) to

M/s. LINK INTIME INDIA PVT. LTD.
Unit: Shree Rama Newsprint Ltd.
M/s. LINK INTIME INDIA PVT. LTD.,
C- 101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai – 400 083
Phone No. 022 - 49186000 Email – rnt.helpdesk@linkintime.co.in

16.1) **Share Transfer System**

The Company's shares are traded on the Stock Exchanges compulsorily in demat mode. Therefore, Investors / Shareholders are requested to kindly note that physical documents, viz. Demat Request Forms (DRF) and Share Certificates, etc. should be sent by their Depository Participants (DP's) directly to the Share Transfer Agents. Any delay on the part of the DP's to send the DRF and the Share Certificates beyond 15 days from the date of generation of the DRF by the DP will be rejected / cancelled. This is being done to ensure that no demat requests remain pending with the Share Transfer Agent beyond a period of 15 days. Investors / Shareholders should, therefore, ensure that their DP's do not delay in sending the DRF and Share Certificates to Share Transfer Agent after generating the DRF. Shares in physical are processed by Registrar & Transfer Agent who attend to share transfer formalities normally once in 10 days.

16.2) **Investor Grievance Redressal System**

The Investors' grievances against the Company are handled by the Company's Registrars and Share Transfer Agents, M/s. Link Intime India Pvt. Ltd., in consultation with the Head of the Secretarial Dept. of the Company. The Registrars have adequate infrastructure facilities coupled with skilled staff with professional qualifications for speedy redressal of Investors' grievances.

All investor complaints, which cannot be settled at the level of the Company Secretary or the Share Transfer Registrars, are forwarded to the Stakeholders Relationship Committee for final settlement. During the year under review the Company received **59** complaints from Shareholders and same were attended and no complaints were outstanding as on 31.03.2017.

17) **Distribution of Shareholding as on 31.03.2017**

No. of Shares	No. of Shareholders	No. of Shares
Upto 500	85290	5885258
501 – 1000	1903	1561169
1001 – 2000	1062	1595108
2001 – 3000	388	999580
3001 – 4000	177	640922
4001 – 5000	214	1022779
5001 – 10000	287	2238357
10001 and above	326	2238357
Total	89647	147522032

18) **Pattern of Shareholding as on 31.03.2017**

Category	No. of shares held	Percentage of shareholding
Promoters	88290547	59.85
Mutual Funds & UTI	48275	0.03
Banks, Financial Institutions	29404332	19.93
Foreign Institutional Investors	60725	0.04
Foreign Mutual Funds	0	0
Others		
a) Private Corporate Bodies	4305947	2.92
b) Indian Public	22428575	15.21
c) NRIs / OCBs	566202	0.39
d) Others	2417429	1.63
Grand Total	**147522032**	**100.00**

19) **Dematerialization of Shares**

As on 31.03.2017, 14,48,71,337 shares of the Company representing 98.20% of total paid-up share capital were held in dematerialized form and the balance 26,50,695 shares representing 1.80% of total paid-up share capital were in physical form.

20) **Factory Location**

The Company's factory is located at Village Barbodhan, Taluka – Olpad, District – Surat, Gujarat–395 005.

21) **Address for Correspondence**

The Company's Registered Office is situated at Village Barbodhan, Taluka – Olpad, District – Surat, Gujarat – 395 005.

All Shareholders correspondence should be addressed to any of the following:-

SHREE RAMA NEWSPRINT LTD. 10,Abhishree Corporate Park, Nr Swagat Bunglows BRTS Bus Stop, Ambali – Bopal Road, Ahmedabad – 380 058. Tel. No: 02717 - 298600 Email: ushah@ramanewsprint.com Contact Person: Company Secretary/Compliance Officer	**LINK INTIME INDIA PVT. LTD.** Unit: Shree Rama Newsprint Ltd. C- 101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai – 400 083. Phone No: 25963838 Fax: 25946969 Email: rnt.helpdesk@linkintime.co.in

22) **Management Responsibility Statement**

The Management confirms that the financial statements are in full conformity with requirements of the Companies Act, 2013 and the Generally Accepted Accounting Principles (GAAP) in India. The Management accepts responsibility for the integrity and objectivity of these financial statements as well as for estimates and judgments relating to matters not concluded by the period end. The management believes that the financial statements of operation reflect fairly the form and substance of transactions and reasonably present the Company's financial condition and the results of operations. The Company has a system of internal control, which is reviewed, evaluated and updated on an ongoing basis. The Internal Auditors have conducted periodic audits to provide reasonable assurance that the Company's established policy and procedures have been followed.

23) Outstanding global depository receipts or American depository receipts or Warrants or any convertible instruments, conversion date and likely Impact on equity: There is no outstanding ADR/GDR, Warrants, or any other convertible securities likely impact on equity.

24) Commodity price risk or foreign exchange risk and hedging activities: In order to reduce the uncertainty arising on account of exchange rate movements and currency movement on foreign exchange exposures, Company has in place the hedging policy to secure forex exposures either naturally or otherwise so that the volatility does not impact the core business of the Company.

CERTIFICATION FROM CEO AND CFO OF THE COMPANY

To
The Board of Directors
Shree Rama Newsprint Limited
Barbodhan,
Surat

CERTIFICATE

We have reviewed the financial results and the cash flow statement of Shree Rama Newsprint Limited for the financial year ended 31.03.2017 and certify that:

(a) These results and statements, to the best of our knowledge and belief:
  (i) do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  (ii) present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) To the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.

(c) We accept responsibility for establishing and maintaining internal controls and have evaluated the effectiveness of the internal control systems of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls of which we are aware, and the steps taken and proposed to be taken to rectify these deficiencies.

(d) We have also indicated to the Auditors and the Audit committee:
  (i) Significant changes in the internal controls with respect to financial reporting during the year;
  (ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  (iii) To the best of our knowledge and belief, there are no instances of fraud involving either the Management or employees having a significant Role in the Company's internal control systems with respect to financial reporting.

Siddharth G. Chowdhary
Executive Director
DIN: 01798350

P. K. Mundra
President (Finance)
& C.S. & C.F.O.

Date : 14.08.2017
Place : Ahmedabad

CODE OF CONDUCT DECLARATION

I hereby declare that all Board members of the Company and senior management personnel have affirmed compliance with the Code of Conduct of the Company.

For Shree Rama Newsprint Ltd.

Siddharth G. Chowdhary
Executive Director
DIN: 01798350

Dated : 14.08.2017
Place : Ahmedabad

COMPLIANCE CERTIFICATE BY PRACTICING COMPANY SECRETARY

To,
The Members of
Shree Rama Newsprint Limited

We have examined the Compliance Conditions of Corporate Governance by Shree Rama Newsprint Limited for the year ended on 31.03.2017 as per para E of Schedule V read with Regulation 34(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the period 01.04.2016 to 31.03.2017. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of certification.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the 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 explanation given to us, and the representation made by the Directors and the Management, we certify that the Company has materially complied with the conditions of Corporate Governance as stipulated Listing Regulations.

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, Ravi Kapoor & Associates
Company Secretaries

Ravi Kapoor
Proprietor
Membership No.2587

Date : 14.08.2017
Place : Ahmedabad

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A] INDUSTRY STRUCTURE AND DEVELOPMENTS

There are about 750 – 800 paper mills (organized & unorganized sector) in the country with Installed capacity of 13 Million tonnes with the domestic demand for all varieties of paper in India is estimated at around 15.30 Million tonnes in FY 2015-16 (production 13.30 Million tonnes - Exports 0.6 Million tonnes & Import 2.6 Million tonnes) which is 3% of global demand of 400 Million tonnes even though population of 121 crores as per 2011 census is 17% of world population.

Wood based industry accounts for 24% of production while waste paper and agri residue accounts for 65% & 11% respectively. Capacity-wise industrial Paper accounts for about 40%, Printing & Writing Paper 35%, Speciality Paper 6% and Newsprint 19% of total production.

The demand writing & printing paper accounts for approx. 4.64 Million tonnes, packaging grades for approx. 7.50 Million tonnes and newsprint about 2.54 Million tonnes apart from specialty grade about 0.62 Million tones based on data for FY 2015-16.

The estimated turnover of the industry is INR 50,000 crore approximately and its contribution to the exchequer is around INR 4,500 crore. The industry provides employment to more than 0.5 million people directly and 1.5 million people indirectly.

There are about 121 units manufacturing newsprint with installed capacity of 2.6 million tonnes in our country whereas demand of newsprint is estimated at around 2.74 Million tonnes in FY 2016-17 (production 1.06 Million tonnes – Imports 1.68 Million tonnes. The per capita consumption is about 2 kg and it is expected to grow in line with GDP growth which is projected to be 6.75 to 7.50 % as per Economic survey 2017.

The global demand is estimated to 23 million tonnes per annum [down from peak of 32 million tonnes per annum] with surplus capacity due decline in demand caused by trends in advertising, electronic data transmission and storage, and the Internet with adverse effects on the demand for traditional print media Neither the timing nor the extent of those trends can be predicted with certainty. The aging population and declining birth rate also affected demand of newsprint. This sector is to compete with, other forms of media and advertising and electronic data transmission and storage, such as television, electronic readers and websites which has reduced consumption of newsprint.

Some of the leading newsprint manufactures have either closed capacity or converted machines to produce LWC container board etc. The decline in newsprint worldwide is estimated to be 10 % in year 2015 and 5% in year 2016 with decline reported from Europe, Oceania, South Africa and North America.

The consumption of newsprint was 6.5 million tonnes in Europe 3.4 million tones in North America whereas it was 11.0 million tones in Asia and Oceania in year 2016.

The Ministry of Power, Government of India has notified unit-specific "energy use norms" for the paper industry vide Notification dated 30.03.2012 and the industry had to comply the same by the target year 2014-15. Non-compliance of the same leads to penalties whereas improvement over the norms is rewarded by issue of Energy Saving Certificates. The Company had reported improvements and has been issued 5054 Energy Saving Certificates.

B] OPPORTUNITIES & THREATS

The low per capita consumption of paper/paperboard in the country is bound to increase with the growth in the GDP, rising income of middle class, increasing demand for computer stationery and spending by Government on education sector and ban on plastic packaging starting with Gutka manufacturing units. The consumption of newsprint is also expected to raise on lines of GDP growth irrespective of decline worldwide which also appears to have bottomed out.

The Import duty on paper & paper board for ASEAN countries has been reduced from 2.50% to 0% with effect from 01.01.2014 vide notification No.57/2013 dated 31.12.2013 which had implications in terms of cheaper imports being of 2.60 million tonnes in 2015-16. Newsprint is not subject to any import duty which continues to remain a threat to domestic industry.

The company has swing facility on one of the machine to manufacturer writing & printing paper as per market conditions and has restarted production of writing & printing paper from Feb.2017 and 1257 MT was produced in 2016-17 .

The industry imports waste paper for sustained production of newsprint and depreciation of rupee against US dollar may lead to increase in input cost. There was sudden jump in imported waste paper rates in Q3 of 2016-17 due to demand by China.

C] **SEGMENT WISE OR PRODUCT WISE PERFORMANCE**

The company is operating only in paper and newsprint segment hence segment wise reporting is not applicable

D] **OUTLOOK**

India is the fastest growing paper market in the world with expected CAGR of 6 to 6.5% in next 5 years due to thrust on education, urbanization and growth in economy. Newsprint sector is also expected to grow in line with GDP growth.

E] **RISK & CONCERNS**

The Company has derived 99 % of revenue from newsprint business in 2016-17 hence may be affected due to import of newsprint. Further absence of organized collection of waste paper and therefore reliance on imported waste paper may affect it with deprecation of rupee against US dollar. However, plant is located near to Hazira port which gives it advantage over competitors in the segment.

F] **INTERNAL CONTYROL SYSTEMS AND THEIR ADEQUACY**

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The Company has engaged Earnst & Young for Internal Audit and yearly audit programme is submitted to the audit committee of the Board. The audit reports are reviewed by the management and the Audit Committee of the Board from time to time. Implementation of SAP ERP has also strengthened the internal control systems of the company

G] **DISCUSSION ON FINANCEIL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

This has been dealt with in the Directors' Report.

H] **MATERIAL DEVELOPMENT IN HUMAN RESOURCES /INDUSTRIAL RELATIONS FRONT INCLUDING NO OF PEOPLE EMPLOYED**

The Company had entered into bipartite long term wage revision settlement with the recognized union on 11th July 2015 for period of 7 years from July 2013 to June 2020. The company's industrial relations are cordial. Your Directors acknowledge the support and co-operation from employees at all levels.

The Company has drawn specific programme to improve the skills of the workers. Further, it is providing necessary training as part of TPM. There is continuous interaction among the Management, Union and Labour for improving the knowledge and training of the workers.

The Company employs 388 people as on 31.3.2017 as against 411 people employed as on 31.3.2016.

I) CAUTIONARY STATEMENT

The statements in this report on Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability, changes in Government regulations, tax regimes, economic developments within India and other factors such as litigation and industrial relations. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

INDEPENDENT AUDITOR'S REPORT

To the Members of Shree Rama Newsprint Limited

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS Financial Statements of Shree Rama Newsprint Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement, the Statement of Changes in Equity for the year then ended and a summary of significant accounting policies and other explanatory information, (hereinafter referred to as "Ind AS Financial Statements").

Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS Financial Statements that give a true and fair view of the (state of affairs) financial position, profit or loss (financial performance including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act, read with relevant rules thereunder and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls and ensuring their operating effectiveness and the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS 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 Ind AS Financial Statements based on our audit.

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs (financial position) of the Company as at March 31, 2017, its loss (financial performance including other comprehensive income), its cash flows and changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

(1) As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in "Annexure 1", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

(2) As required by Section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

c. The Balance Sheet, the Statement of Profit and Loss, Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

d. In our opinion, the aforesaid Ind AS Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with relevant rules issued thereunder;

e. On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017 from being appointed as a director in terms of Section 164 (2) of the Act;

f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, we give our separate Report in "Annexure 2".

g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company has disclosed the impact of pending litigations on its financial position in its Ind AS Financial Statements – Refer Note 29 on Contingent Liabilities;

(ii) The Company did not have any long-term contracts including derivative contracts. Hence, the question of any material foreseeable loss does not arise;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) The Company has provided requisite disclosures in its Ind AS Financial Statements as to holdings as well as dealings in Specified Bank Notes during the period from November 08, 2016 to December 30, 2016 and these are in accordance with the books of account maintained by the Company.

For **Haribhakti & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.103523W/W100048

Atul Gala
Partner
Membership No. 048650

Date : 29.05.2017
Place : Ahmedabad

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Shree Rama Newsprint Limited on the financial statements for the year ended 31.03.2017]

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) During the year, fixed assets have been physically verified by the management as per the regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. As informed, no material discrepancies were noticed on such verification.

(c) The title deeds of immovable properties, recorded as fixed assets in the books of account of the Company, are held in the name of the Company.

(ii) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable. As informed, no material discrepancies were noticed on physical verification carried out during the year.

(iii) As informed, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, paragraph 3 (iii)(a), 3 (iii)(b) and 3 (iii)(c) of the Order are not applicable to the Company.

(iv) Based on information and explanation given to us in respect of loans, investments, guarantees and securities, the Company has complied with the provisions of Section 185 and 186 of the Act.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the provisions of Sections 73 to 76 of the Act and the rules framed there under.

(vi) We have broadly reviewed the books of account maintained by the Company in respect of products where the maintenance of cost records has been specified by the Central Government under sub-section (1) of Section 148 of the Act and the rules framed there under and we are of the opinion that prima facie, the prescribed accounts and records have been made and maintained.

(vii) (a) The Company is generally regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, customs duty, excise duty, cess and any other material statutory dues applicable to it, however, there have been slight delay in few cases.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, customs duty, excise duty, cess and any other material statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us, the dues outstanding with respect to, income tax, sales tax, service tax, value added tax, customs duty, excise duty on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount ₹ in lacs	Period to which the amount relates	Forum where dispute is pending
Central Excise Act	Excise duty	470.72	Various years	Deputy Commissioner Excise and Customs
Bombay Stamp Act	Stamp Duty and registration fee including penalty	130.75	2000-2001	Judge (Senior Division) Surat Civil Court
Income Tax Act, 1961	Income Tax	334.17	FY 2006-07	ITAT, Mumbai
Sales tax Act	GVAT	55.28	FY 2011-12	Commissioner Appeal, Surat

(viii) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to Banks and debenture holders. Further the Company does not have any dues payable to financial institution or government.

(ix) The Company has neither raised money by way of public issue offer nor has obtained any term loans during the year. Therefore, paragraph 3(ix) of the Order is not applicable to the Company.

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

(xi) According to the information and explanations given to us, managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, paragraph 3(xii) of the Order is not applicable to the Company.

(xiii) According to the information and explanation given to us, all transactions entered into by the Company with the related parties are in compliance with Sections 177 and 188 of Act, where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.

(xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Therefore, paragraph 3(xiv) of the Order is not applicable to the Company.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him during the year.

(xvi) According to the information and explanation given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

Haribhakti & Co. LLP
Chartered Accountants
ICAI Firm Registration No.103523W/W100048

Atul Gala
Partner
Membership No. 048650

Date : 29.05.2017
Place : Ahmedabad

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Shree Rama Newsprint Limited on the financial statements for the year ended 31.03.2017]

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Shree Rama Newsprint Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For **Haribhakti & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.103523W/W100048

Atul Gala
Partner
Membership No. 048650

Date : 29.05.2017
Place : Ahmedabad

BALANCE SHEET AS AT MARCH 31, 2017

(₹ in lacs)

Particulars	Note No.	As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
ASSETS				
(1) Non-Current Assets				
(a) Property, Plant and Equipment	3	66,235.66	67,980.76	70,067.83
(b) Capital work-in-progress		171.77	66.99	65.76
(c) Other Intangible assets	4	97.91	-	-
(d) Intangible assets under development		-	108.16	-
(e) Financial Assets				
(i) Investments	5	5.85	4.29	3.90
(ii) Trade receivables		-	-	-
(iii) Other financial assets	6	184.64	254.03	216.74
(f) Other non-current assets	7	3,106.86	2,845.94	2,719.41
Total Non - Current Assets		**69,802.69**	**71,260.17**	**73,073.64**
(2) Current Assets				
(a) Inventories	8	6,414.33	3,233.36	3,857.01
(b) Financial Assets	9			
(i) Investments		-	-	-
(ii) Trade receivables		2,548.32	4,025.86	2,040.87
(iii) Cash and cash equivalents		72.48	152.48	31.65
(iv) Bank balances other than (iii) above		21.95	135.08	234.91
(v) Loans		-	-	-
(vi) Other financial assets		494.04	42.13	54.27
(c) Other current assets	10	458.77	198.59	306.37
Total Current Assets		**10,009.89**	**7,787.50**	**6,525.08**
Total Assets		**79,812.58**	**79,047.67**	**79,598.72**
EQUITY AND LIABILITIES				
EQUITY				
(a) Equity Share Capital	11	14,752.20	11,815.80	5,815.80
(b) Other Equity	12	29,430.93	30,328.24	29,462.66
Total Equity		**44,183.13**	**42,144.04**	**35,278.46**
LIABILITIES				
(1) Non-Current Liabilities				
a) Financial Liabilities	13			
(i) Borrowings		12,795.39	16,420.48	12,482.08
(ii) Trade Payables		-	-	-
(iii) Other Financial Liabilities		-	-	-
(b) Provisions	14	341.25	334.74	338.61
(c) Deferred tax liabilities (Net)	30 (2)	195.84	788.29	385.82
(d) Other non-current liabilities	15	149.26	136.00	-
Total Non - Current Liabilities		**13,481.74**	**17,679.51**	**13,206.51**
(2) Current Liabilities				
a) Financial Liabilities	16			
(i) Borrowings		10,416.56	8,737.35	11,180.04
(ii) Trade Payables				
Dues of Micro and Small Enterprises		3.83	7.23	-
Dues other than of Micro and Small Enterprises		9,555.83	8,894.88	11,995.57
(iii) Other Financial Liabilities		1,443.07	928.70	4,467.25
(b) Other current liabilities	17	504.59	517.25	3,390.32
(c) Provisions	18	223.83	138.71	80.57
(d) Current Tax Liabilities (Net)		-	-	-
Total Current Liabilities		**22,147.71**	**19,224.12**	**31,113.75**
Total Equity and Liabilities		**79,812.58**	**79,047.67**	**79,598.72**

Summary of Significant Accounting Policies 1-38

The Notes referred to above forms an integral part of the Financial Statements

As per our attached report of even date
For Haribhakti & Co. LLP
Chartered Accountants
ICAI FRN No. 103523W/W100048

Atul Gala
Partner
Membership No. 048650

For and on behalf of Board of Directors of
Shree Rama Newsprint Limited

Keerthinarayanan A. Hemmige
Director
DIN No. 07182621

Siddharth G. Chowdhary
Executive Director
DIN No. 01798350

P.K. Mundra
President (Finance), Chief Financial Officer & Company Secretary

Place : Ahmedabad
Date : 29.05.2017

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON MARCH 31, 2017

(₹ in lacs)

Particulars			Note No.	For the year ended on March 31, 2017	For the year ended on March 31, 2016
I.	**INCOME**				
	(a)	Revenue from operations	19	39,198.52	38,286.10
	(b)	Other Income	20	1,635.36	6,210.88
		Total Income		**40,833.88**	**44,496.98**
II.	**EXPENSES**				
	(a)	Cost of materials consumed	21	24,701.16	24,452.09
	(b)	Excise duty on sale of goods		171.63	116.26
	(c)	Changes in stock of finished goods & work-in-progress	22	(936.81)	578.41
	(d)	Employee benefit expense	23	1,882.65	1,801.07
	(e)	Finance costs	24	2,420.88	3,143.73
	(f)	Depreciation and amortisation expense	3 & 4	2,266.22	2,223.10
	(g)	Other expenses	25	11,809.27	12,755.90
		Total Expenses		**42,315.00**	**45,070.56**
III.	**Profit / (Loss) before exceptional items and tax (I) - (II)**			**(1,481.12)**	**(573.58)**
IV.	Exceptional Items			-	(1,460.00)
V.	**Profit / (Loss) before tax (III) - (IV)**			**(1,481.12)**	**886.42**
VI.	**Tax Expense**		**30 (1)**		
	Current tax			-	-
	Deferred tax			(590.73)	404.27
	Total tax expense			**(590.73)**	**404.27**
VII.	**Profit / (Loss) after tax for the period (V) - (VI)**			**(890.39)**	**482.15**
VIII.	**Other comprehensive income**				
	(i)	Items that will not be reclassified to profit or loss		(5.70)	(5.99)
	(ii)	Income tax relating to items that will not be reclassified to profit or loss		1.72	1.80
IX.	**Total comprehensive income for the period**			**(894.36)**	**477.96**
X.	Earnings per equity share (Face value of ₹ 10 each)		27		
	(1)	Basic		(0.71)	0.48
	(2)	Diluted		(0.71)	0.48
Summary of Significant Accounting Policies			1-38		
The Notes referred to above forms an integral part of the Financial Statements					

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For and on behalf of Board of Directors of
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Keerthinarayanan A. Hemmige
Director
DIN No. 07182621

Siddharth G. Chowdhary
Executive Director
DIN No. 01798350

P.K. Mundra
President (Finance), Chief Financial Officer & Company Secretary

Place : Ahmedabad
Date : 29.05.2017

CASH FLOW STATEMENT FOR THE YEAR ENDED ON MARCH 31, 2017

(₹ in lacs)

Particulars		For the year ended on March 31, 2017	For the year ended on March 31, 2016
A.	**Cash Flow from Operating Activities**		
	(Loss) before tax	**(1,481.12)**	**886.42**
	Adjustments for:		
	- Depreciation and Amortization	2,266.22	2,223.10
	- Exceptional Item (Provisions, Impairment Losses of Intangible Assets and Loss on Discarded Assets)	-	-
	- Provision for Doubtful Debt	(31.82)	78.93
	- Provision for Non-Moving Inventories	-	-
	- Government Grants /OCI impact	-	-
	- Finance Costs	1,842.89	3,143.73
	- Unrealized Foreign Exchange Rate Different (Gain) / Loss (Net)	(149.34)	(12.18)
	- Interest Income	(210.45)	(108.46)
	Operating Profit Before Working Capital Changes	**2,236.38**	**6,211.54**
	Changes in operating assets and liabilities:		
	(Increase) / Decrease in Operating Assets:		
	- Non-current Financial Assets & Other Assets	(213.26)	(221.41)
	- Inventories	(3,180.97)	623.65
	- Trade Receivables	1,509.36	(2,063.92)
	- Current Financial Assets	(451.91)	12.14
	- Other current assets	(260.18)	107.78
	Increase / (Decrease) in Operating Liabilities:		
	- Long-term Provisions	6.51	(3.87)
	- Trade Payables	806.89	(3,081.28)
	- Other Current Financial Liabilities	514.37	(3,538.55)
	- Other Current Liabilities	(19.92)	(2,879.45)
	- Short-term Provisions	85.12	58.14
	- Other Non Current Liabilities	13.26	136.00
	Cash (used in) / generated from Operations	**1,045.65**	**(4,639.23)**
	- Direct Taxes paid	21.73	57.59
	Net cash (used in) Operating Activities (A)	**1,067.38**	**(4,581.64)**
B.	**Cash Flow from Investing Activities**		
	- Capital expenditure on Property, Plant and Equipment, including capital advances	(615.65)	(245.42)
	- Interest Received	210.45	108.46
	- Fixed Deposits Placed	113.13	99.83
	Net cash flow (used in) investing activities (B)	**(292.07)**	**(37.13)**

(₹ in lacs)

Particulars	For the year ended on March 31, 2017	For the year ended on March 31, 2016
C. Cash Flow from Financing Activities		
- Proceeds from Equity	-	-
- Proceeds from Long Term Borrowings	-	10,326.02
- Repayment of Long-term Borrowings	(691.63)	-
- Proceeds from Short-term Borrowings (Net)	1,679.21	(2,442.69)
- Interest and Finance Charges paid	(1,842.89)	(3,143.73)
Net cash flow from financing activities (C)	(855.31)	4,739.60
Net increase / (decrease) in cash and cash equivalents (A + B + C)	(80.00)	120.83
Cash and Cash Equivalents at the beginning of year	152.48	31.65
Cash and Cash Equivalents at the end of year (Refer Note - 16)	72.48	152.48

Summary of Significant Accounting Policies 1-38

The Notes referred to above forms an integral part of the Financial Statements

Notes:

1. The above cash flow statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard - 7 Cash Flow Statements specified under Section 133 of the Companies Act, 2013.
2. During the year the Company has converted its Optionally Convertible Debentures in Equity Share Capital which is adjusted with Long Term Borrowings in above cash flow.

As per our attached report of even date
For Haribhakti & Co. LLP
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ICAI FRN No. 103523W/W100048

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For and on behalf of Board of Directors of
Shree Rama Newsprint Limited

Keerthinarayanan A. Hemmige
Director
DIN No. 07182621

Siddharth G. Chowdhary
Executive Director
DIN No. 01798350

P.K. Mundra
President (Finance), Chief Financial Officer & Company Secretary

Place : Ahmedabad
Date : 29.05.2017

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON MARCH 31, 2017

For the year ended March 31, 2016 (₹ in lacs)

Particulars	Share Capital	Other Equity		Total
	Equity Shares	Capital Reserve	Retained Earnings	
Balance as at April 1, 2015	5,815.80	10,953.85	18,508.81	35,278.46
Profit for the year	-	-	482.15	482.15
Other comprehensive income	-	-	(4.19)	(4.19)
Total Comprehensive Income	**-**	**-**	**477.96**	**477.96**
Equity Shares issued during the year to the Holding Company	6,000.00	-	-	6,000.00
Equity Component of compound Financial Instruments	-	-	393.62	393.62
Share issue Expenses	-	-	(6.00)	(6.00)
Balance as at March 31, 2016	**11,815.80**	**10,953.85**	**19,374.39**	**42,144.04**

For the year ended March 31, 2017 (₹ in lacs)

Particulars	Share Capital	Other Equity		Total
	Equity Shares	Capital Reserve	Retained Earnings	
Balance as at April 1, 2016	11,815.80	10,953.85	19,374.39	42,144.04
Profit / (Loss) for the year	-	-	(890.39)	(890.39)
Other comprehensive income	-	-	(3.98)	(3.98)
Total Comprehensive Income	**-**	**-**	**(894.37)**	**(894.37)**
Conversion of Equity instrument in Equity	2,936.40	-	-	2,936.40
Share issue Expenses	-	-	(2.94)	(2.94)
Balance as at March 31, 2017	**14,752.20**	**10,953.85**	**18,477.08**	**44,183.13**

As per our attached report of even date
For Haribhakti & Co. LLP
Chartered Accountants
ICAI FRN No. 103523W/W100048

Atul Gala
Partner
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Place : Ahmedabad
Date : 29.05.2017

For and on behalf of Board of Directors of
Shree Rama Newsprint Limited

Keerthinarayanan A. Hemmige
Director
DIN No. 07182621

Siddharth G. Chowdhary
Executive Director
DIN No. 01798350

P.K. Mundra
President (Finance), Chief Financial Officer & Company Secretary

1. Corporate Information:

Shree Rama Newsprint Limited ("the Company") is a public company incorporated and domiciled in India. It is engaged in the business of manufacturing and selling of Newsprint and Writing & printing papers. The Company's equity share is listed on the Bombay Stock Exchange Ltd. and National Stock Exchange of India Ltd.

2. SIGNIFICANT ACCOUNTING POLICIES

a. Basis of Preparation:

i) Statement of Compliance with Ind AS:

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

These financial statements for the year ended 31st March, 2017, comprising of Balance Sheet, Statement of Profit and Loss, Statement of Changes in Equity and Statement of Cash Flows, are the first financials with comparatives, prepared under Ind AS. For all previous periods including the year ended 31st March, 2016, the Company had prepared its financial statements in accordance with the accounting standards notified under companies (Accounting Standard) Rule, 2006 (as amended) and other relevant provisions of the Act (hereinafter referred to as 'Previous GAAP') used for its statutory reporting requirement in India.

The accounting policies are applied consistently to all the periods presented in the financial statements, including the preparation of the opening Ind AS Balance Sheet as at 1st April, 2015 being the date of transition to Ind AS.

ii) Historical cost convention:

The financial statements have been prepared on a historical cost basis, except for the following:

1) certain financial assets and liabilities that are measured at fair value; and

2) defined benefit plans - plan assets measured at fair value;

iii) Current non-current classification:

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

iv) Rounding of amounts:

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lacs as per the requirement of Schedule III, unless otherwise stated.

b. Use of Estimates and Judgements:

The preparation of the financial statements, in conformity with the recognition and measurement principles of Ind AS, requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of the financial statements, disclosures relating to contingent liabilities as at the date of Financial Statements and the reported amounts of revenues and expenses during the reporting Year. Estimates and underlying assumptions are reviewed on an ongoing basis. Such Estimates & assumptions are based on management evaluation of relevant facts & circumstances as on date of financial statements. Differences between actual results and estimates are recognized in the year in which the results are known / materialized.

c. Revenue Recognition:

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, discounts, value added taxes and amounts collected on behalf of third parties.

Sale of Product: Revenue is recognized when the significant risks & rewards of ownership of the goods have passed to the buyer.

Interest and Dividend Income: Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable. Dividend income is recognized when the shareholders' right to receive dividend is established.

Export Incentive: Incentive on Export Income is recognized when certainty of receipts is established.

Insurance Claim: Claims receivable are accounted at the time when such income has been earned by the Company depending on the certainty of receipts.

Rent: Rent Income is recognized on the accrual basis based on agreement entered by the Company with the tenants.

d. Property, Plant and Equipments:

Property, plant & equipment are stated at cost less accumulated depreciation thereon. The cost of property, plant & equipment comprises purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Project under commissioning and other capital work-in-progress are carried at cost, comprising direct cost, related incidental pre-operative expenses, and attributed interest.

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the statement of profit or loss.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Transition to Ind AS

On transition to Ind AS, the Company has opted for fair valuation of its Freehold Land, Buildings and Plant & Machinery. For other assets, the Company has opted to continue with their net carrying value as on April 01, 2015 as per the previous GAAP. These fair valued amount and net carrying value are treated as deemed cost of property, plant and equipment.

Freehold Land, Buildings and Plant & Machinery are recognised at fair value based on valuations by external independent valuer, less subsequent depreciation on Buildings and Plant and Machinery.

Increases in the carrying amounts arising on fair valuation of Freehold Land, Buildings and Plant & Machinery are recognised, net of tax, in other equity on the transition date.

e. Depreciation:

Depreciation on property, plant and equipment is provided on a Straight Line Method. The Company depreciates its property, plant and equipment over the useful life in the manner prescribed in Schedule II to the Act, and management believe that useful life of assets are same as those prescribed in Schedule II to the Act, except for buildings and plant and machinery which based on an independent technical evaluation, is different from that prescribed in schedule II to the Act and the life ranges from 10 to 43 years. Life of other assets existing on the date of transition to Ind AS i.e. April 1, 2015 has been estimated to be 2 years.

The residual values are not more than 5% of the original cost of the asset. The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

f. Intangible Assets and Amortisation:

Intangible assets are stated at cost of acquisition less accumulated amortization and accumulated impairment loss, if any. Intangible asset i.e. Software, is amortized over its estimated useful life of 5 years on straight line basis.

g. Borrowing Costs:

Borrowing Costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial year of time to get ready for intended use. All other borrowing costs are recognised in the statement of profit or loss in the period in which they are incurred.

h. Foreign Currency Transactions:

(i) Functional and Presentation Currency

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

(ii) Foreign Currency Transactions

Foreign Currency Current Assets and Current Liabilities are recorded at the actual transaction rate. The gain or loss arising out of settlement/ translation of the assets and liabilities at the closing rates due to exchange fluctuations is recognized as income/ expenditure in the Statement of Profit and loss.

Premium or discount arising at the inception of forward exchange contract is amortized as expense or income over the life of the contract. Any gain or loss arising due to exchange difference at the end of the year on such contract are recognized in Statement of Profit & loss.

Foreign exchange differences regarded as an adjustment to borrowing cost are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis.

i. Impairment Of Assets:

The carrying value of Company's assets / cash generating units are reviewed for impairment annually or more often if there is an indication of decline in value. If any indication of such impairment exists, the recoverable amount of those assets are estimated and impairment loss is recognized, if the carrying amount of those assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price or their value in use, or value in use is arrived at by discounting the estimated future cash flows to their present value based on appropriate discount factor. Net selling price is the estimated selling price in the ordinary course of business, less estimated cost of completion and to make the sale. As per the assessment conducted by the Company at March 31, 2017, there were no indications that the fixed assets have suffered an impairment loss.

j. Taxation:

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are excepted to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Minimum Alternate Tax credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there

is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

k. Inventories:

Inventories are valued at Lower of cost and Net Realizable Value. Goods-in-Transit are stated 'at cost'. Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. The costs for the purpose of valuation are determined as under:

Finished goods and Stock-in-process: Manufacturing Costs.

Raw materials & others : Weighted Average Cost

Coal & Chemicals : Weighted Average cost.

Stores & Spares : Weighted Average cost

l. Central Excise Duty:

Excise Duty payable on finished goods is accounted for on clearance of goods. CENVAT Credit on Capital Goods and inputs is accounted for on the date of actual receipt of the same, respectively.

m. Investments:

The Company's management has made an irrevocable choice, on initial recognition, to present fair value gains and losses on equity investments in other comprehensive income and there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to the statement of profit and loss.

n. Research & Development Expenditure:

Revenue expenditure on research & development is charged to Statement of Profit & Loss account and capital expenditure is added to the cost of fixed assets in the year in which it is incurred.

o. Bad Debts / Advances:

Bad debts or advances are written off in the year in which they become irrecoverable.

p. Cash Flow Statement:

The Cash Flow Statement is prepared by the "indirect method" set out in Indian Accounting Standard 7 (Ind AS 7) on "Statement of Cash Flows" and presents the cash flows by operating, investing and financing activities of the Company. Cash and cash equivalents presented in the Cash Flow Statements consist of cash on hand and balances with bank.

q. Derivative Contracts:

Derivative financial instruments such as forward contracts, option contracts and cross currency swaps, to hedge its foreign currency risks are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value with changes in fair value recognised in the Statement of Profit and Loss in the period when they arise.

r. Provisions, Contingent Liabilities and Contingent Assets:

A provision is recognized when the Company has a present legal or constructive obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding long term benefits) are not discounted to its present value and are determined based on best estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognized but are disclosed in the notes to the Financial Statements. A contingent asset is not recognized but is disclosed when an inflow of economic benefits is probable.

s. Leases:

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Operating Lease: Company as a lessee

Payments made under operating leases are charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the Company's expected inflationary cost increases.

t. Borrowings:

Borrowings are initially recognised at net of transaction costs incurred and measured at amortised cost.

The fair value of zero coupon optionally non-convertible debentures is determined using a base interest rate for other bank borrowing. This amount is recorded as a liability on an amortised cost basis until extinguishment on conversion or redemption of debentures. The remainder of the proceed is booked as other income.

The fair value of the liability portion of zero coupon optionally convertible debentures is determined using a market interest rate for an equivalent debenture. This amount is recorded as a liability on an amortised cost basis until extinguishment on conversion or redemption of debentures. The remainder of the proceed is attributable to the equity portion of the compound instrument. This is recognised and included in the shareholders' equity and is not subsequently remeasured.

u. Other Financial Assets:

The Company classifies its financial assets in the following measurement categories:

(1) those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and

(2) those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Profit and Loss are expensed in the Statement of Profit and Loss.

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

v. Employee Benefits:

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and

are measured at the amounts expected to be paid when the liabilities are settled.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

(iii) Post-employment obligations

The Company operates the following post-employment schemes:

(a) defined benefit plans such as gratuity; and

(b) defined contribution plans such as provident fund & employees' state insurance.

Gratuity obligations:

The liability recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Defined Contribution Plans:

Defined Contribution Plans such as Provident Fund and Employees' State Insurance are charged to the Statement of Profit and Loss as incurred. The Company has no further payment obligations once the contributions have been paid.

w. Earnings Per Equity Share:

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

x. Contributed Equity:

Equity Shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

y. Recent Accounting Pronouncements:

Standards issued but not yet effective

In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of cash flows' and Ind AS 102, 'Share-based payment.' These amendments are in accordance with the recent amendments made by International Accounting Standards Board (IASB) to IAS 7, 'Statement of cash flows' and IFRS 2, 'Share-based payment,' respectively. The amendments are applicable to the Company from April 1, 2017.

(i) Amendment to Ind AS 7:

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

The Company is evaluating the requirements of the amendment and the effect on the financial statements is being evaluated.

(ii) Amendment to Ind AS 102:

Not applicable as the company is not having any share base payment to its employees.

(iii) Critical Estimates and Judgements:

The preparation of financial statements requires the use of accounting estimates which by definition will seldom equal the actual results. Management also needs to exercise judgment in applying the accounting policies.

This note provides an overview of the areas that involved a higher degree of judgment or complexity, and items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgment are:

Estimation of Defined benefit obligation – refer note 26

Estimation of Intangible Assets & Property, Plant & Equipment – refer note 2(d), 2(e) & 2(f).

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

NOTE - 3 : PROPERTY, PLANT & EQUIPMENT (₹ in lacs)

Particulars	Freehold Land	Buildings	Plant and Equipment	Furniture and Fixtures	Office Equipments	Vehicles - Owned	Total
Year ended March 31, 2016 Gross carrying amount							
Deemed cost as at April 01, 2015	24,997.35	8,117.61	36,885.00	32.72	18.55	16.60	70,067.83
Additions during the year	-	104.97	60.29	3.53	3.08	-	171.87
Disposals	-	(19.06)	-	(0.55)	(0.44)	(15.79)	(35.84)
Closing gross carrying amount	**24,997.35**	**8,203.52**	**36,945.29**	**35.70**	**21.19**	**0.81**	**70,203.86**
Accumulated depreciation and impairment							
Depreciation charge during the year	-	242.31	1,963.23	12.17	5.02	0.37	2,223.10
Disposals	-	-	-	-	-	-	-
Closing accumulated depreciation	**-**	**242.31**	**1,963.23**	**12.17**	**5.02**	**0.37**	**2,223.10**
Net carrying amount	**24,997.35**	**7,961.21**	**34,982.06**	**23.53**	**16.17**	**0.44**	**67,980.76**
Year ended March 31, 2017 Gross carrying amount							
Opening gross carrying amount	24,997.35	8,203.52	36,945.29	35.70	21.19	0.81	70,203.86
Additions during the year	-	-	389.59	-	92.34	28.94	510.87
Disposals	-	-	-	-	-	-	-
Closing gross carrying amount	**24,997.35**	**8,203.52**	**37,334.88**	**35.70**	**113.53**	**29.75**	**70,714.73**
Accumulated depreciation and impairment							
Opening accumulated depreciation	-	242.31	1,963.23	12.17	5.02	0.37	2,223.10
Depreciation charge during the year	-	244.85	1,970.67	19.07	20.31	1.07	2,255.97
Disposals	-	-	-	-	-	-	-
Closing accumulated depreciation	**-**	**487.16**	**3,933.90**	**31.24**	**25.33**	**1.44**	**4,479.07**
Net carrying amount	**24,997.35**	**7,716.36**	**33,400.98**	**4.46**	**88.20**	**28.31**	**66,235.66**

Note: Capital work-in-progress as on March 31, 2017 comprises of cost incurred on new plant and equipment imported in India, pending installation. (as at March 31, 2016 ₹ 66.99 lacs and as at March 31, 2015 ₹ 65.76 lacs)

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

NOTE- 4- OTHER INTANGIBLE ASSETS (₹ in lacs)

Intangible Assets	Software	Total
Year ended March 31, 2016 Gross carrying amount		
Deemed cost as at April 01 ,2015		-
Additions during the year		-
Closing gross carrying amount	**-**	**-**
Accumulated amortisation and impairment		
Amortisation charge during the year		-
Impairment loss		-
Closing accumulated amortisation	**-**	**-**
Net carrying amount	**-**	**-**
Year ended March 31, 2017 Gross carrying amount		
Opening gross carrying amount	-	-
Additions during the year	108.16	108.16
Closing gross carrying amount	**108.16**	**108.16**
Accumulated amortisation and impairment		
Opening accumulated amortisation	-	-
Amortisation charge during the year	10.25	10.25
Closing accumulated amortisation	**10.25**	**10.25**
Net carrying amount	**97.91**	**97.91**

NOTE- 5- INVESTMENTS (₹ in lacs)

	Investment in Equity Instruments (Quoted and fully paid up) at Fair value through Other Comprehensive Income	Face Value Per Share ₹	No. of Shares	Amounts		
				As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
	The International Paper APPM Ltd.	10	50	0.16	0.14	0.16
	Bengal & Assam Co. Ltd.	10	3	0.05	0.01	0.01
	Orient Paper Mills Ltd.	1	1,000	0.81	0.35	0.23
	Orient Cement Ltd.	1	1,000	1.31	1.52	1.78
	West Coast Paper Mills Ltd.	2	250	0.44	0.17	0.12
	Shree Vindhya Paper Mills Ltd.	10	165	0.13	0.01	0.13
	Nath Pulp & Paper Mills Ltd.	10	50	0.02	0.01	0.02
	Pudumjee Pulp & Paper Mills Ltd.	10	500	0.10	0.10	0.11
	Ballarpur Industries Ltd.	2	300	0.05	0.04	0.04
	Sirpur Paper Mills Ltd.	10	100	0.01	0.01	0.01
	Citadel Realty & Developers Ltd	10	50	0.01	0.01	0.01
	J.K.Lakshmi Cement Ltd.	10	180	0.84	0.58	0.51
	Mysore Paper Mills Ltd.	10	100	0.01	0.01	0.01
	Tamilnadu Newsprint and Papers Ltd.	10	600	1.89	1.31	0.74
	Total Quoted (A)			**5.83**	**4.27**	**3.88**
(B)	**Unquoted**					
	Titaghur Paper Mills Ltd.	10	100	0.02	0.02	0.02
	Total Unquoted (B)			**0.02**	**0.02**	**0.02**
	Total (A+B)			**5.85**	**4.29**	**3.90**

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

(₹ in lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
6. OTHER FINANCIAL ASSETS (NON-CURRENT)			
Other Financial Assets (Unsecured and considered good)			
Security and Tender Deposits	184.64	254.03	216.74
Total	**184.64**	**254.03**	**216.74**
7. OTHER NON-CURRENT ASSETS			
Unsecured and considered good, unless otherwise stated			
Advance for Capital Goods	172.54	-	-
CENVAT Credit Receivable	2,786.52	2,719.87	2,650.93
Advance Income Tax / TDS	147.80	126.07	68.48
Total	**3,106.86**	**2,845.94**	**2,719.41**
8. INVENTORIES			
Raw Materials [(Includes in transit - ₹ 262.21 lacs) (Previous Year March 16- ₹ 149.41 lacs & March 15 ₹ 36.50 lacs)]	3,441.23	1,749.18	949.13
Work-in-Progress	99.04	48.97	90.67
Finished Goods	1,092.55	205.81	678.29
Store & Spares	1,150.91	666.13	1,686.86
Chemical	279.32	207.64	159.73
Packing Materials	56.29	54.77	64.22
Coal	294.99	300.86	228.11
Total	**6,414.33**	**3,233.36**	**3,857.01**
9. FINANCIAL ASSETS (CURRENT)			
(i) Trade Receivables			
Trade Receivables	2,580.14	4,104.79	2,040.87
Less: Allowance for doubtful debts	31.82	78.93	-
Total Trade Receivables	2,548.32	4,025.86	2,040.87
Unsecured, considered good	2,548.32	4,025.86	2,040.87
Doubtful	31.82	78.93	-
Total	**2,580.14**	**4,104.79**	**2,040.87**
Allowance for doubtful debts	31.82	78.93	-
Total Trade Receivables	**2,548.32**	**4,025.86**	**2,040.87**

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

(₹ in lacs)

Particulars		As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
(ii)	**Cash and Cash Equivalents**			
	Cash on Hand	17.31	4.16	1.37
	Balance with Banks			
	- in Current Accounts	55.17	148.32	30.28
	Total	**72.48**	**152.48**	**31.65**
	There are no repatriation restrictions with regards to cash and cash equivalents as at the end of the reporting period and prior periods.			
(iii)	**Bank Balances other than Cash and Cash Equivalents**			
	Margin Money against Guarantee (Maturity with in one year)	21.95	135.08	234.91
	Total	**21.95**	**135.08**	**234.91**
(iv)	**Other Financial Assets**			
	Security Deposit	-	29.40	-
	Insurance Claims Receivable	485.00	-	41.78
	Interest Receivables on Fixed Deposits	9.04	12.73	12.49
	Total	**494.04**	**42.13**	**54.27**

10.	**OTHER CURRENT ASSETS**			
	Advances to Suppliers	295.98	139.47	164.96
	Advances to employees	0.64	3.65	1.87
	Export Incentive Receivable	46.09	28.77	59.40
	Prepaid expenses	116.06	26.70	74.67
	Balance with Government Authorities			
	- Sales Tax Credit Receivable	-	-	5.47
	Total	**458.77**	**198.59**	**306.37**

11.	**EQUITY SHARE CAPITAL**			
	Authorised Equity Share Capital			
	20,30,00,000 (PY March 2016 & 2015 :20,30,00,000) Equity Shares of ₹10 each	20,300.00	20,300.00	20,300.00
	30,00,000 (PY March 2016 & 2015 :30,00,000) Preference Shares of ₹100/-each	3,000.00	3,000.00	3,000.00
		23,300.00	**23,300.00**	**23,300.00**
	Issued, Subscribed and Paid up :			
	14,75,22,032 Equity Shares (PY March 16 :11,81,58,032 & March 15 : 5,81,58,032) Equity Shares of ₹10 each fully paid - up	14,752.20	11,815.80	5,815.80
		14,752.20	11,815.80	5,815.80

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

(i) Reconciliation of number of equity shares outstanding at the beginning and at the end of the reporting year

Particulars		As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
Balance at the beginning of the year	Nos.	118,158,032	58,158,032	58,158,032
Issued during the year	Nos.	29,364,000	60,000,000	-
Balance at the end of the year	Nos.	147,522,032	118,158,032	58,158,032

(ii) The Company had issued Optionally Convertible Debentures (OCD) of ₹ 3,000.00 Lacs (3 Crore OCD of ₹ 10 each) to ICICI Bank Ltd. (The Bank) on July 31, 2015. Consequent upon conversion option selected by the Bank, the Company allotted 2,93,64,000 shares of ₹ 10 each to the Bank in two trenches i.e. 2,91,72,900 shares on January 09, 2017 and 1,91,100 shares on 30th January, 2017. The balance 6,36,000 OCD were redeemed at par on January 31, 2017.

(iii) Rights, Preferences and Restrictions attached to equity shares

The Company has one class of equity shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held. The dividend, if any proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, if any, in proportion to their shareholding.

(iv) Shares held by Holding Company:

The details of equity shares held by holding company are as under :

Particulars		As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
Riddhi Siddhi Gluco Biols Limited	Nos.	88,290,547	88,290,547	-

(v) Shareholders holding more than 5% of total equity shares

Particulars		As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
ICICI Bank Limited	Nos.	29,364,000	-	-
	%	19.90%		
Riddhi Siddhi Gluco Biols Limited	Nos.	88,290,547	88,290,547	-
	%	59.85%	74.72%	
West Coast Paper Mills Limited	Nos.	-	-	21,124,791
	%	36.32%		

(vi) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash or by way of bonus shares or equity shares bought back for the period of 5 years immediately preceding the balance sheet date:

Particulars		As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
Equity shares allotted as fully paid-up shares for a consideration other than cash pursuant to the Contract	Nos.	-	-	-
Equity shares allotted as fully paid-up bonus shares	Nos.	-	-	-
Equity shares Bought Back	Nos.	-	-	-

(vii) Company has not reserved any share for issue under options and contracts or commitments for the sale of shares or disinvestment.

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

(₹ in lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
12. OTHER EQUITY			
(i) Capital Reserve			
Balance at the beginning of the year	10,953.85	10,953.85	10,953.85
Add : Adjustment during the year	-	-	-
Balance at the end of the year	**10,953.85**	**10,953.85**	**10,953.85**
(ii) Retained Earnings			
Balance at the beginning of the year	19,374.39	18,508.81	18,508.81
Profit / (Loss) for the year	(890.39)	482.15	-
Equity Component of compound Financial Instruments		393.62	
Share Issue Expenses	(2.94)	(6.00)	
Items of other comprehensive income recognised directly in retained earnings			
Actuarial Loss on employee benefits	(7.26)	(6.38)	
Fair Value of Investment	1.56	0.39	-
Income tax related to above items	1.72	1.80	
Balance at the end of the year	**18,477.08**	**19,374.39**	**18,508.81**
Total Other Equity (i)+(ii)	**29,430.93**	**30,328.24**	**29,462.66**

Note :- Capital Reserve is utilised in accordance with provision of the Act.

13. FINANCIAL LIABILITIES (NON-CURRENT)			
Borrowings			
From banks (Secured)			
- Term Loan from ICICI Bank Ltd. (Refer Note A)	10,272.18	10,699.99	15,375.33
	10,272.18	**10,699.99**	**15,375.33**
Less : Current Maturities of Long-term Borrowings (Refer repayment schedule below)	(1,189.81)	(427.81)	(2,893.25)
	9,082.37	**10,272.18**	**12,482.08**
Secured Debentures (Refer Note B)			
- 5,61,350 (PY March 16 : 5,61,350 & March 15 : Nil) Zero Coupon Non Convertible Debentures of ₹1,000 each (₹ 1,377.00 lacs payable on 21.03.2026 , ₹ 1,874 lacs payable on 09.08.2025 and ₹2,362.50 Lacs payable on 04.08.2025)	2,451.66	2,233.86	-
Zero Coupon Optionally Convertible Debentures (Refer Note C) (PY March 16 : 3,00,00,000 & March 15 : Nil) of ₹ 10/- each, convertible into equity of ₹ 10/- each at the option of the holder on or before 31.01.2017	-	2,765.13	-
	2,451.66	**4,998.99**	**-**
Unsecured Debentures			
- Zero Coupon Non Convertible Debentures	1,261.36	1,149.31	-
300 (PY March 16 : 300 & March 15 : Nil) Zero Coupon Non Convertible Debentures of ₹ 10,00,000/- each redeemable on 16.08.2027.	-	-	-
	1,261.36	**1,149.31**	**-**
Total Long Term Borrowings	**12,795.39**	**16,420.48**	**12,482.08**

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

Notes :

A) The Term Loans are secured by first charge ranking pari passu over all the present and future moveable and immovable property, plant and equipments of the Company and second pari passu charge on all present and future current assets.

B) Non convertible secured debenture holders are having first charge on future property, plant and equipments of the Company and pari passu second charge on existing property, plant and equipments of the Company.

C) The Company allotted Equity Shares 293,64,000 of ₹ 10/- each to ICICI Bank Limited on conversion of 293,64,000 OCD of ₹ 10/- each in January 2017 and balance 6,36,000 OCD of ₹ 10/- each were redeemed in January 2017.

D) There is no default in repayment of loans and interest.

E) Financial Covenants for Term Loan from ICICI Bank Ltd.:

Financial covenants to be monitored annually on the basis of audited SFS. 1st testing to be done on 31/10/2018. Total debt/Total Net Worth to be as follows :

FY 2018 : 7.0

FY 2019 : 5.0

FY 2020 and beyond : 4.0

Year wise repayment schedule:

(₹ in lacs)

Particulars	Term Loan (ICICI Bank)	Particulars	Term Loan (ICICI Bank)
FY 2017-18	1,189.81	FY 2022-23	1,009.30
FY 2018-19	1,260.81	FY 2023-24	1,093.00
FY 2019-20	1,270.52	FY 2024-25	1,200.00
FY 2020-21	1,807.54	FY 2025-26	300.00
FY 2021-22	1,141.20	Total	10,272.18
(Interest Rate is Base Rate i.e. 9.75% P.A. as at 31.03.2017)			

(₹ in lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
14. NON-CURRENT PROVISIONS			
For Employee Benefits			
Gratuity (Refer Note 26)	262.71	259.61	262.57
Leave Benefits	78.54	75.13	76.04
Total	**341.25**	**334.74**	**338.61**
15. OTHER NON-CURRENT LIABILITIES			
Deposits (Refer Note 34)	149.26	136.00	-
Total	149.26	136.00	-

(₹ in lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
16. FINANCIAL LIABILITIES (CURRENT)			
(i) Borrowings			
Secured Loans:			
- Loan Repayable on Demand from Banks (Refer Note - a)	5,606.27	4,453.30	8,809.04
Unsecured Loans:			
- Loan Repayable on Demand from Banks (Refer Note - b)	1,670.29	3,590.88	-
Inter Corporate Deposits:			
- From Related Parties	3,140.00	693.17	620.00
- From Others	-	-	1,751.00
Total	**10,416.56**	**8,737.35**	**11,180.04**

Note :

a) Loan Repayable on Demand from Banks are secured by hypothecation of stocks of finished goods, stock in process, raw materials, stores and spares and receivables on first pari passu charge basis and by a pari passu second charge on existing property, plant and equipments of the company and pari passu first charge on the future property, plant and equipments of the Company.

b) Unsecured Loan Repayable on demand is guaranteed by Riddhi Siddhi Gluco Biols Limited (Holding Company)

c) There is no default in repayment of loans and interest.

d) The carrying amounts of financial and non-financial assets pledged as security for current & non-current borrowing are disclosed as:
Property, plant and equipment in Note No. 3, Inventory in Note No. 8 & Current Assets of ₹ 3,595.56 lacs as per Note No. 9 & 10.

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
(ii) Trade Payables			
Micro and small enterprises	3.83	7.23	-
Others	9,555.83	8,894.88	11,995.57
Total	**9,559.66**	**8,902.11**	**11,995.57**
Dues to Micro and Small Enterprises:-			
The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), The disclosure pursuant to the said MSMED are as under-			
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	3.83	7.23	-
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-	-
Principal amount due to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-	-
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-	-
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-	-
Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-	-
Further interest remaining due and payable for earlier years.	-	-	-

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

(₹ in lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
(iii) Other Financial Liabilities			
Current Maturities of Long-term Borrowings (Refer Note -13)	1,189.81	427.81	2,893.85
Current Maturities of Sales Tax Loan-Govt. of Gujarat	-	-	667.91
Interest accrued but not due on Borrowings	2.63	2.74	46.24
Interest accrued and due	17.20	396.41	691.73
Payable for Capital Goods	-	7.82	-
Trade Deposits	233.43	93.92	167.52
Total	**1,443.07**	**928.70**	**4,467.25**

17. OTHER CURRENT LIABILITIES

Advance received for sale of Capital Goods	-	-	1,460.00
Advances from Customers	0.52	-	-
Statutory Liabilities	153.27	274.59	1,493.28
Other Payable	350.80	242.66	437.04
Total	**504.59**	**517.25**	**3,390.32**

18. CURRENT PROVISIONS

For Employee Benefits			
- Gratuity (Refer Note 26)	66.34	50.88	50.88
- Leave Benefits	40.16	29.17	29.69
For Others - Provision for Export Obligation (Refer Note below)	117.33	58.66	-
Total	**223.83**	**138.71**	**80.57**

Note :- Company had made provision for liability for Export obligation of ₹ 58.66 lacs in March 2016 and also remaining 50% of ₹ 58.66 lacs in March 17.

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

(₹ in lacs)

Particulars		For the year ended on March 31, 2017	For the year ended on March 31, 2016
19.	**REVENUE FROM OPERATIONS**		
(a)	Sales of Products (Including Excise Duty)	38,844.14	38,115.26
(b)	Other Operating Revenue		
(i)	Sales of Scrap	354.38	170.38
(ii)	Export Incentive	-	0.46
Total		**39,198.52**	**38,286.10**
20.	**OTHER INCOME**		
	Foreign Exchange Rate Difference (Net)	224.55	40.05
	Interest Income	210.45	108.46
	Profit on Sale of Assets	-	50.00
	Insurance Claim Received	550.54	6.54
	Unclaimed Balances/ Excess Provision W/Back (Net)	599.62	312.32
	Dividend Income (Refer Note below)	0.02	0.05
	Fair Valuation Gain of ZCD & Deposits (Refer Note No 34)	-	5,478.19
	Other Income	50.18	215.27
Total		**1,635.36**	**6,210.88**

Note: All dividends from equity investments designated at FVOCI relate to investments held at the end of the reporting period. There are no dividend income relating to investments derecognised during the reporting period.

21.	**COST OF MATERIAL CONSUMED**		
	Cost of raw materials including packing materials consumed		
	Stock at the beginning of the year		
-	Raw Materials	1,749.18	949.13
-	Chemical	207.64	159.73
-	Packing Materials	54.77	64.22
		2,011.59	**1,173.08**
	Add : Purchases during the year		
-	Raw Materials	23,126.23	21,508.51
-	Chemical	2,836.34	3,263.10
-	Packing Materials	503.84	518.99
		26,466.41	**25,290.60**
	Less : Stock at the end of the year		
-	Raw Materials	3,441.23	1,749.18
-	Chemical	279.32	207.64
-	Packing Materials	56.29	54.77
		3,776.84	**2,011.59**
	Cost of materials consumed	24,701.16	24,452.09
	Raw Materials Consumed	21,434.18	20,708.46
	Chemicals Consumed	2,764.66	3,215.19
	Packing Materials	502.32	528.44
	Cost of Materials Consumed	**24,701.16**	**24,452.09**

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

(₹ in lacs)

Particulars		For the year ended on March 31, 2017	For the year ended on March 31, 2016
22.	**CHANGES IN STOCK OF FINISHED GOODS & WORK IN PROCESS**		
	Inventories at the Beginning of the Year		
	Work in Progress	48.97	90.67
	Finished Goods	205.81	742.52
		254.78	833.19
	Less : Inventories at the End of the Year		
	Work in Progress	99.04	48.97
	Finished Goods	1,092.55	205.81
		1,191.59	254.78
	Net Change in stock of finished goods & work in process	**(936.81)**	**578.41**
23.	**EMPLOYEE BENEFITS EXPENSE**		
	Salaries, Wages and Bonus	1,604.86	1,558.97
	Contribution to Provident and Other Funds	105.42	101.51
	Gratuity Expenses	100.73	82.93
	Staff Welfare Expenses	71.64	57.66
		1,882.65	**1,801.07**
24.	**FINANCE COSTS**		
	Interest expense on		
	- Term Loans	1,048.72	1,215.04
	- Interest on ICD / Other Interest	82.62	362.70
	- Working Capital	662.11	1,162.98
	Other borrowing costs		
	- Bills Discounting Charges and other Bank Charges	49.45	60.41
	- Unwinding of Interest on ZCD & Deposits	577.98	342.60
		2,420.88	**3,143.73**

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

(₹ in lacs)

Particulars	For the year ended on March 31, 2017	For the year ended on March 31, 2016
25. OTHER EXPENSES		
Directors Sitting Fee	2.17	3.91
Stores and Spares Consumed	1,150.95	2,152.56
Rent, Rates and Taxes	82.16	147.91
Repairs		
- Plant and Machinery	303.91	212.95
- Building	85.89	83.53
- Others	30.86	6.49
Contract Labour Charges	1,292.16	1,014.91
Legal and Professional Charges	119.83	167.41
Power and Fuel	6,888.75	6,871.87
Water charges	532.47	545.32
Payments to Auditors		
- Statutory Audit Fees	6.90	5.72
- Tax Audit Fees	0.86	0.92
- Certification Fees / Other Services	5.33	4.59
- Re-imbursement of expenses	0.12	0.13
Security Expense	62.21	65.37
Insurance Expenses	54.15	54.20
Provision for Doubtful Debt	-	78.93
Selling & Distribution Expenses	165.99	132.32
Commission Expenses	766.86	928.77
Office Expenses	188.56	160.94
Miscellaneous Expenses	69.14	117.15
	11,809.27	**12,755.90**

26. EMPLOYEE BENEFITS:

Defined Benefit Plans

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

Gratuity: The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded.

Risk Exposure: The defined benefit plans exposes the Company to actuarial risk, such as longevity risk, interest rate risk and market (investment) risk. The Company actively monitors how the duration and the expected yield of investments are matching the expected cash outflows arising from the employee benefit obligations. The Company has not changed the processes used to manage its risks from previous periods and monitors such obligation on regular basis.

Principal actuarial assumptions

Principal actuarial assumptions used to determine the present value of the defined benefit obligation are as follows:

Actuarial Assumptions	2017	2016
Discount Rate	7.26	7.99
Expected rate of salary increase	5.00	5.00
Mortality	-	-
Withdrawal Rates	2%	2%
Retirement Age (Years)	58	58

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

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

(₹ in lacs)

	Gratuity	
Amount recognized in Statement of Profit and Loss for the year ended March 31, 2017	**2017**	**2016**
Current Service Cost	20.42	21.32
Past Service Cost	-	-
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)	24.15	24.76
Total Expenses	44.57	46.08

Experience Adjustments

Particulars	**Defined Benefit obligation at the end of the period**	**Experience Adjustments**
March 31,2017	329.05	(12.14)
March 31,2016	310.49	(2.78)
March 31,2015	313.44	(1.86)
March 31,2014	275.62	10.67
March 31,2013	279.20	29.77
March 31,2012	219.13	-

Reconciliation of Closing balances of changes in present value of the Defined Benefit Obligation

Particulars	**Gratuity**	
	2017	**2016**
Present Value of Obligation as at the beginning	302.22	313.44
Current Service Cost	20.42	21.31
Interest Expense	24.15	24.76
Re-measurement (or Actuarial) (gain) / loss arising from:		
- change in financial assumptions	19.32	9.17
- experience variance	(12.14)	(2.78)
Past Service Cost	-	
Benefits Paid	-	(63.68)
Closing defined benefit obligation	**353.97**	**302.22**

Net Liability recognized in the Balance sheet	**Gratuity**	
	2017	**2016**
Present Value of funded obligation recognized as liability	353.97	302.22
Fair value of plan assets	24.92	-
Net Liability recognized in the Balance sheet	**329.05**	**302.22**
Actuarial (gains) / losses	7.18	6.38
Return on plan assets, excluding amount recognised in net interest expense	0.08	-
Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling		
Components of defined benefit costs recognised in other comprehensive income	**7.26**	**6.38**

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

Category of assets: (₹ in lacs)

Particulars	Gratuity	
	2017	2016
Insurance Fund	24.92	-

Prescribed contribution for next twelve months as on March 31, 2017 is ₹ 66.34 lacs (₹ Nil for March 31, 2016).

Sensitivity

The sensitivity of the defined benefit obligation to changes in the weighted key assumptions are:

Significant Assumptions	As at 31st March 2017			As at 31st March 2016		
	Change in assumption	Increase in present value of plan liabilities	Decrease in present value of plan liabilities	Change in assumption	Increase in present value of plan liabilities	Decrease in present value of plan liabilities
Discount rate	1%	(26.04)	29.48	1%	(20.76)	23.56
Salary Escalation Rate	1%	29.86	(26.81)	1%	24.03	(21.51)
Attrition Rate	1%	4.16	(4.59)	1%	4.89	(5.38)

The sensitivity analyses above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the method (Projected Unit Credit Method) used to calculate the liability recognised in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous period.

For the Year Ended March 31st	As at 31st March 2017	As at 31st March 2016
Ist Year	29.15	55.92
II Year	14.50	11.24
III Year	26.20	20.95
IV Year	18.65	21.49
V Year	32.41	16.03
thereafter	157.33	127.68

27. COMPUTATION OF EARNINGS PER SHARE (EPS)

(₹ in lacs)

Particulars	For the Year ended on March, 31, 2017	For the Year ended on March, 31, 2016
Net Profit after tax as per Statement of Profit and Loss	(890.39)	482.15
Add: Interest on potential equity shares	-	158.74
Net Profit After Tax attributable to Equity shareholders	(890.39)	640.89
Total Number of Equity Shares	147,522,032	118,158,032
Less : Equity Shares on which calls-in-arrears	-	-
Weighted Average Number of Shares (Nos.) for Basic EPS	124,743,881	99,469,507
Weighted Average Number of Shares (Nos.) for Diluted EPS	124,743,881	118,158,032
Basic Earnings Per Share (In ₹)	(0.71)	0.48
Diluted Earnings Per Share (In ₹)	(0.71)	0.48
Face Value per share (In ₹)	10.00	10.00

Note: The conversion of Zero Coupon Optionally Convertible Debentures outstanding in previous year March 31, 2016 into equity shares would result into increase in profit per share. Hence, it is ignored being anti-dilutive.

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

28. RELATED PARTY DISCLOSURES:

(a) Related Parties and their relationship are as follows :

(i)	**Holding Company**	Riddhi Siddhi Gluco Biols Limited	
(ii)	**Key Management Personnel (KMP)**	Mr. Ganpatraj L Chowdhary	Chairman
		Mr. Siddharth G. Chowdhary	Executive Director (from December 10, 2016)
		Mr. V D Bajaj	Executive Director (till June 16, 2016)
		Mr. Shree Kumar Bangur	Chairman (till Aug 26, 2015)
		Mr. P K Mundra	Company Secretary and Chief Financial Officer
(iii)	**Associates / Promoter Group** (Related party relationship ceased w.e.f. 21.05.2015)	The West coast Paper Mills Ltd.	Associates
		Veer Enterprises Ltd.	Promoter Group
		Orbit Udyog P Ltd.	Promoter Group
		Shree Satyanarayan Investment Co. Ltd	Promoter Group
		The Diamond Co. Ltd.	Promoter Group
		The Thirumbadi Rubber Co. Ltd.	Promoter Group
		The Indra Co. Ltd.	Promoter Group
		Saumya Trade & Fiscal Services Pvt. Ltd.	Promoter Group

(b) Transaction with related parties for the year ended March 31, 2017 (₹ In Lacs)

Particulars	Name of the related party	For the year ended March 31, 2017	For the year ended March 31, 2016
Inter Corporate Deposit (Net)	Riddhi Siddhi Gluco Biols Limited	2201.31	693.17
Interest on Inter Corporate Deposit	Riddhi Siddhi Gluco Biols Limited	47.84	272.80
Remuneration*	Mr. V D Bajaj	21.05	68.71
	Mr. Siddharth G. Chowdhary	18.55	-
	Mr. P K Mundra	49.95	11.24
Sitting Fee	Mr. Ganpatraj L Chowdhary	0.38	0.46
	Mr. Siddharth G. Chowdhary	0.08	0.50
	Mr. Shree Kumar Bangur	-	0.20

(c) Balances with related parties as at March 31, 2017 (₹ In Lacs)

Particulars	Name of the related party	As at 31st March 2017	As at 31st March 2016	As at April 01, 2015
Inter Corporate Deposit & Interest payable thereon	Riddhi Siddhi Gluco Biols Limited (Max O/s during FY 2015-16 ₹ 8050.00 lacs & during FY 2016-17 ₹ 3147.56 lacs)	3147.56	938.68	-
	The West coast Paper Mills Ltd.	-	-	70.00
	Veer Enterprises Ltd.	-	-	75.00
	Orbit Udyog P Ltd.	-	-	25.00
	Shree Satyanarayan Investment Co. Ltd	-	-	175.00
	The Diamond Co. Ltd.	-	-	175.00
	The Thirumbadi Rubber Co. Ltd.	-	-	50.00
	The Indra Co. Ltd.	-	-	25.00
	Saumya Trade & Fiscal Services Pvt. Ltd.	-	-	25.00
Remuneration payable	Mr. V D Bajaj	-	1.62	-
	Mr. Siddharth G. Chowdhary	18.55	-	-
	Mr. P K Mundra	2.05	1.88	-

*Excluding other retirement benefit funds, leave encashment and other perquisite incurred for business purposes.

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

29. CONTINGENCIES (TO THE EXTENT NOT PROVIDED FOR)

(₹ in lacs)

Particulars		As at March 31, 2017	As at March 31, 2016
(a)	**Claims against the Company not acknowledged as debts:**		
	Excise Duty	470.72	470.72
	Sales Tax	55.28	-
	Income Tax	334.17	334.17
	Stamp Duty	130.75	130.75
	Other claims not acknowledge as debts (including electricity charges, water charges, etc)	1,238.10	1,322.97
	Total	**2,229.02**	**2,258.61**
(b)	**Capital and Other Commitments:**		
	Capital Commitments (net of Capital advances)	1,070.47	39.98
	Total	**1,070.47**	**39.98**
(c)	**Others**		
	Unexpired Letter of Credit established in respect of Plant & Machinery, Raw Materials and Stores & spares	1,021.00	958.31
	Bank Guarantees issued by Banks	349.69	123.60
	Total	**1,370.69**	**1,081.91**

30. INCOME TAX EXPENSES

This note provides an analysis of the Company's income tax expense and related disclosures as required by Ind-AS 12:

1. Tax Expense recognized to Statement of Profit and Loss:

(₹ in lacs)

Particulars	For the Year ended on March, 31, 2017	For the Year ended on March, 31, 2016
Current Tax Expense	-	-
Deferred Tax Charge / (Credit)	(590.73)	404.27
Total	**(590.73)**	**404.27**

2. Deferred Tax Assets / Liabilities - (Net):

(₹ in lacs)

Particulars	As at 31st March 2017	As at 31st March 2016	As at April 01, 2015
Deferred Tax Liabilities	20,383.09	21,083.30	19,844.15
Fair Valuation of Property, Plant & Equipment	18,852.32	19,373.96	19,843.45
Fair Valuation of Investments	0.84	0.82	0.70
Amortization of Debentures & Deposits	1,529.93	1,708.52	-
Deferred Tax Assets	**20,187.25**	**20,295.01**	**19,458.33**
Employee Benefits	139.61	152.87	129.52
Unabsorbed Business Losses	7,472.07	7,319.60	6,506.26
Unabsorbed Depreciation	12,575.57	12,822.54	12,822.55
Deferred Tax Liabilities (Net)	**195.84**	**788.29**	**385.82**

The company has recognized deferred tax asset on unabsorbed depreciation to the extent of the corresponding deferred tax liability on the difference between the book balance and the written down value of fixed assets under Income tax.

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

3. Reconciliation of tax expense and the accounting profit multiplied by applicable tax rate:

(₹ in lacs)

Particulars	As at March 31, 2017	As at March 31, 2016
Profit/(Loss) before income tax expense	**(1,481.12)**	**886.42**
Tax at applicable tax rate – 30.9%	(457.67)	273.90
Tax effects of amounts which are not deductible (taxable) in calculating taxable income	**-**	**-**
Recognition of deferred tax (income)/expenses on account of following:		
Property, plant & equipment	(521.64)	(469.50)
Adjustment on amortisation of borrowing	(51.16)	1,565.42
Others	(126.95)	143.23
Unabsorbed Loss	(152.47)	(813.34)
Employee benefit	14.51	(21.54)
Unabsorbed Depreciation	246.98	-
Income Tax Expenses	**(590.73)**	**404.27**

31. FINANCIAL INSTRUMENTS:

The carrying value and fair value of financial instruments by categories as of March 31, 2017 were as follows:

(₹ in lacs)

Particulars	Fair value through P&L	Fair value through OCI	At cost	Amortised cost	Total carrying and Fair value
Financial Assets					
Investment	-	5.85	-	-	5.85
Trade receivables	-	-	-	2,548.32	2,548.32
Cash and cash equivalents	-	-	-	72.48	72.48
Bank deposits other than Cash and cash equivalents	-	-	-	21.95	21.95
Loans	-	-	-	-	-
Other Financial Assets	-	-	-	678.69	678.69
Total	**-**	**5.85**	**-**	**3,321.44**	**3,327.29**
Financial Liabilities					
Borrowings	-	-	-	23,211.95	23,211.95
Trade payables	-	-	-	9,559.66	9,559.66
Other Financial Liabilities	-	-	-	1,443.07	1,443.07
Total	**-**	**-**	**-**	**34,214.68**	**34,214.68**

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

The carrying value of financial instruments by categories as of March 31, 2016 is as follows:

(₹ in lacs)

Particulars	Fair value through P&L	Fair value through OCI	At cost	Amortised cost	Total carrying and Fair value
Financial Assets					
Investments	-	4.29	-	-	4.29
Trade receivables	4,025.86	4,025.86			
Cash and cash equivalents	152.48	152.48			
Bank balances other than Cash and cash equivalents	135.08	135.08			
Loans	-	-			
Other Financial Assets	296.16	296.16			
Total	**-**	**4.29**	**-**	**4,609.58**	**4,613.87**
Financial Liabilities					
Borrowings	-	-	-	25,157.83	25,157.83
Trade payables	-	-	-	8,902.11	8,902.11
Other Financial Liabilities	-	-	-	928.70	928.70
Total	**-**	**-**	**-**	**34,988.64**	**34,988.64**

The carrying value of financial instruments by categories as of April 1, 2015 is as follows:

(₹ in lacs)

Particulars	Fair value through P&L	Fair value through OCI	At cost	Amortised cost	Total carrying and Fair value
Financial Assets					
Investments	3.90	-	3.90		
Trade receivables	-	-	-	2,040.87	2,040.87
Cash and cash equivalents	-	-	-	31.65	31.65
Bank balances other than Cash and cash equivalents	-	-	-	234.91	234.91
Loans	-	-	-	-	-
Other Financial Assets	-	-	-	271.01	271.01
Total	**-**	**3.90**	**-**	**2,578.44**	**2,582.34**
Financial Liabilities					
Borrowings	-	-	-	23,662.12	23,662.12
Trade payables	-	-	-	11,995.57	11,995.57
Other Financial Liabilities	-	-	-	4,467.25	4,467.25
Total	**-**	**-**	**-**	**40,124.94**	**40,124.94**

Fair value hierarchy

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments and mutual funds that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV and listed equity instruments are being valued at the closing prices on recognised stock exchange.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

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

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

The Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

32. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the Audit Committee is responsible for overseeing the Company's risk assessment and management policies and processes.

The Company's financial risk management policy is set by the management. Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. The Company manages market risk which evaluates and exercises independent control over the entire process of market risk management. The management recommend risk management objectives and policies, which are approved by Senior Management and the Audit Committee.

a. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. Credit risk arises from cash held with banks as well as credit exposure to clients, including outstanding accounts receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. An impairment analysis is performed at each reporting date on an individual basis for major customers. The Company also hold security deposits for outstanding trade receivables. The history of trade receivables shows a negligible provision for bad and doubtful debts.

b. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

Maturities of financial liabilities

The tables below analyze the company's financial liabilities into relevant maturity groupings based on their contractual maturities:

(₹ in lacs)

Contractual maturities of financial liabilities as at March 31, 2017	Total Carrying Value	On due within 1 year	Over 1 year Within 3 years	Over 3 year Within 5 years
Borrowings	23,211.95	10,416.56	2,531.33	2,948.74
Trade Payables	9,559.66	9,559.66		-
Other Financial Liabilities	1,443.07	1,443.07		-
Total	**34,214.68**	**21,419.29**	**2,531.33**	**2,948.74**

(₹ in lacs)

Contractual maturities of financial liabilities as at March 31, 2016	Total Carrying Value	On due within 1 year	Over 1 year Within 3 years	Over 3 year Within 5 years
Borrowings	25,157.83	8,737.35	2,450.62	3,078.06
Trade Payables	8,902.11	8,902.11	-	-
Other Financial Liabilities	928.70	928.70	-	-
Total	**34,988.64**	**18,568.16**	**2,450.62**	**3,078.06**

Contractual maturities of financial liabilities as at April 1, 2015	Total Carrying Value	On due within 1 year	Over 1 year Within 3 years	Over 3 year Within 5 years
Borrowings	23,662.12	11,180.04	1,189.81	2,531.33
Trade Payables	11,995.57	11,995.57	-	-
Other Financial Liabilities	4,467.25	4,467.25	-	-
Total	**40,124.94**	**27,642.86**	**1,189.81**	**2,531.33**

c. Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates, foreign currency exchange rates and commodity prices) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments and all short term and long-term debt. The Company is exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and the market value of its investments. Thus, the Company's exposure to market risk is a function of investing and borrowing activities.

d. Foreign exchange risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates.

The Company's foreign exchange risk arises from its foreign currency borrowings (primarily in USD). As a result, if the value of the Indian rupee appreciates relative to these foreign currencies, the Company's revenues measured in Indian rupees may decrease.

The following table sets forth information relating to foreign currency exposure (other than risk arising from derivatives disclosed below):

(₹ in lacs)

Particulars	As at March 31, 2017		As at March 31, 2016	
	USD	INR	USD	INR
Foreign Currency Exposures	56.38	3,655.60	12.02	796.01
Total	**56.38**	**3,655.60**	**12.02**	**796.01**

The above foreign currency exposures are not hedged by the derivative instruments.

The sensitivity of profit or loss due to changes in the exchange rates arises mainly from non-derivative foreign currency denominated financial instruments (mainly financial instruments denominated in USD). The same is summarized as below:

(₹ in lacs)

Particulars	Impact on Profit	
	As at 31.03.2017	As at 31.03.2016
USD Sensitivity		
INR / USD – Increase by 10%	(365.56)	(79.60)
INR / USD – Decrease by 10%	365.56	79.60

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. However the company's exposure to foreign currency loan is of fixed interest rate.

The Company's investments in term deposits (i.e., margin money) with banks are for short durations, and therefore do not expose the Company to significant interest rates risk.

(i) Interest rate risk exposure

The exposure of the company's borrowing to interest rate changes at the end of the reporting period are as follows:

Variable rate borrowings (₹ in lacs)

Particulars	As at March 31, 2017		As at March 31, 2016	
	Balance O/s. (₹ in lacs)	Weighted Average Interest Rate	Balance O/s. (₹ in lacs)	Weighted Average Interest Rate
Working Capital Loan	7,276.56	9.70	8,044.18	9.70
Term Loan	10,272.18	9.75	10,699.99	9.85
Total	**17,548.74**	**9.73**	**18,744.17**	**9.79**

(ii) Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

(₹ in lacs)

Particulars	Impact on Profit after tax	
	For the year ended March 31, 2017	For the year ended March 31, 2016
Interest rates – increase by 10%	(170.74)	(183.42)
Interest rates – decrease by 10%	170.74	183.42

33. Details of Specified Bank Notes (SBNs) held and transacted during the period from November 8, 2016 to December 30, 2016 pursuant to requirement of notification G.S.R. 308(E) dated March 30, 2017 issued by Ministry of Corporate Affairs are stated as under:

(₹)

Particulars	SBN	Other Denominations	Total
Closing Balance as on November 08, 2016	**2,875,000**	**151,000**	**3,026,000**
Permitted Receipts	-	416,000	416,000
Permitted Receipts - Withdrawal from Bank	470,000	470,000	
Permitted Payments	-	770,000	770,000
Amount Deposited in Bank	2,875,000	-	2,875,000
Closing Balance as on December 30, 2016	**-**	**267,000**	**267,000**

34 FIRST-TIME ADOPTION OF IND AS – MANDATORY EXCEPTIONS, OPTIONAL EXEMPTIONS:

These financial statements for the year ended March 31, 2017, are the Company's first Ind AS financial statements which has been prepared in accordance with Ind AS. For periods up to and including the year ended March 31, 2016, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with relevant rules of the Companies (Accounts) Rules, 2014 (Indian GAAP).

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on March 31, 2017, together with the comparative period data as at and for the year ended March 31 , 2016, as described in the summary of significant accounting policies. The Company has prepared the opening balance sheet as per Ind AS as of April 1, 2015 (the transition date) by recognizing all assets and liabilities whose recognition is required by Ind AS, not recognizing

items of assets or liabilities which are not permitted by Ind AS, by reclassifying items from Previous GAAP to Ind AS as required under Ind AS, and applying Ind AS in measurement of recognized assets and liabilities.

Exemptions and Exceptions Availed

A. Ind AS optional exemptions

1. Deemed Cost

Ind AS 101 permits a first-time adopter to elect to measure an item of its property, plant and equipments at the transition date at its fair valuation or to continue with the carrying value for its property, plant and equipment as recognised in the financial statements, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities.

Accordingly, the Company has elected for fair valuation of its Freehold Land, Buildings and Plant & Machinery. For other assets, the Company has elected to continue with their net carrying value as on April 01, 2015 as per the previous GAAP. These fair valued amount and net carrying value are treated as deemed cost of property, plant and equipment.

2. Designation of previously recognised financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at FVOCI on the basis of the facts and circumstance at the date of transition to Ind AS.

The company has opted to apply this exemption for its investments in equity instruments.

B. Ind AS mandatory exceptions

1. Estimates

An entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates as at April 1, 2015 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Company made following estimates in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

Investment in equity instruments carried at FVOCI.

C. Transition to Ind AS - Reconciliations

The following reconciliations provide a quantification of the effect of significant differences arising from the transition from previous GAAP to Ind AS as required under Ind AS 101 :

(i) Reconciliation of balance sheet as previously reported under IGAAP to Ind AS

(ii) Reconciliation of Statement of Profit and Loss as previously reported under IGAAP to Ind AS

(iii) Reconciliation of Equity as at March 31, 2016 and April 1, 2015

(iv) Reconciliation of Total Comprehensive Income for the year ended March 31, 2016

The presentation requirements under Previous GAAP differs from Ind AS and hence, Previous GAAP information have been regrouped for ease of reconciliation with Ind AS. The Regrouped Previous GAAP information is derived from the Financial Statement of the Company prepared in accordance with Previous GAAP.

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

(i) Reconciliation of balance sheet as previously reported under IGAAP to Ind AS (₹in lacs)

Particulars	Note to first time Adoption	As at April 1, 2015			As at March 31, 2016		
		IGAAP	Effect of transition to Ind-AS	Ind AS	IGAAP	Effect of transition to Ind-AS	Ind AS
ASSETS							
(1) Non-Current Assets							
(a) Property, Plant and Equipment	(III)	20,352.68	49,715.15	70,067.83	68,824.46	(843.70)	67,980.76
(b) Capital work-in-progress		65.76	-	65.76	66.99	-	66.99
(c) Other Intangible assets		-	-	-	-	-	-
(d) Intangible assets under development		-	-	-	108.16	-	108.16
(e) Financial Assets		-	-	-	-	-	-
(i) Investments	(I)	1.63	2.27	3.90	3.89	0.40	4.29
(ii) Trade receivables		-	-	-	-	-	-
(iii) Other financial assets		216.74	-	216.74	254.03	-	254.03
(f) Other non-current assets		2,719.41	-	2,719.41	2,845.94	-	2,845.94
Total Non - Current Assets		**23,356.22**	**49,717.42**	**73,073.64**	**72,103.47**	**(843.30)**	**71,260.17**
(2) Current Assets							
(a) Inventories		3,857.01	-	3,857.01	3,233.36	-	3,233.36
(b) Financial Assets							
(i) Investments		-	-	-	-	-	-
(ii) Trade receivables		2,040.87	-	2,040.87	4,025.86	-	4,025.86
(iii) Cash and cash equivalents		31.65	-	31.65	152.48	-	152.48
(iv) Bank balances other than (iii) above		234.91	-	234.91	135.08	-	135.08
(v) Loans		-	-	-	-	-	-
(vi) Other financial assets		54.27	-	54.27	42.13	-	42.13
(c) Other current assets		306.37	-	306.37	198.59	-	198.59
Total Current Assets		**6,525.08**	**-**	**6,525.08**	**7,787.50**	**-**	**7,787.50**
Total Assets		**29,881.30**	**49,717.42**	**79,598.72**	**79,890.97**	**(843.30)**	**79,047.67**
EQUITY AND LIABILITIES							
EQUITY							
(a) Equity Share Capital		5,815.80	-	5,815.80	11,815.80	-	11,815.80
(b) Other Equity		(6,661.83)	36,124.49	29,462.66	26,044.81	4,283.43	30,328.24
Total Equity		**(846.03)**	**36,124.49**	**35,278.46**	**37,860.61**	**4,283.43**	**42,144.04**
LIABILITIES							
(1) Non-Current Liabilities							
(a) Financial Liabilities							
(i) Borrowings	(VI)	12,482.08	-	12,482.08	21,949.68	(5,529.20)	16,420.48
(ii) Trade Payables		-	-	-	-	-	-
(iii) Other Financial Liabilities		-	-	-	-	-	-
(b) Provisions		338.61	-	338.61	334.74	-	334.74
(c) Deferred tax liabilities (Net)	(V)	(13,207.11)	13,592.93	385.82	385.82	402.47	788.29
(d) Other non-current liabilities		-	-	-	136.00	-	136.00
Total Non - Current Liabilities		**(386.42)**	**13,592.93**	**13,206.51**	**22,806.24**	**(5,126.73)**	**17,679.51**
(2) Current Liabilities							
(a) Financial Liabilities							
(i) Borrowings		11,180.04	-	11,180.04	8,737.35	-	8,737.35
(ii) Trade Payables		11,995.57	-	11,995.57	8,902.11	-	8,902.11
(iii) Other Financial Liabilities		4,467.25	-	4,467.25	928.70	-	928.70
(b) Other current liabilities		3,390.32	-	3,390.32	517.25	-	517.25
(c) Provisions		80.57	-	80.57	138.71	-	138.71
(d) Current Tax Liabilities (Net)		-	-	-	-	-	-
Total Current Liabilities		**31,113.75**	**-**	**31,113.75**	**19,224.12**	**-**	**19,224.12**
Total Equity and Liabilities		**29,881.30**	**49,717.42**	**79,598.72**	**79,890.97**	**(843.30)**	**79,047.67**

(ii) Reconciliation of Statement of Profit and Loss as previously reported under IGAAP to Ind AS (₹in lacs)

Particulars			Note to first time Adoption	For the year ended March 31, 2016		
				IGAAP	Effect of transition to Ind-AS	Ind AS
I.	**INCOME**					
	(a)	Revenue from operations		38,286.10	-	38,286.10
	(b)	Other Income	(II)	732.69	5,478.19	6,210.88
	Total Income			**39,018.79**	**5,478.19**	**44,496.98**
II.	**EXPENSES**					
	(a)	Cost of materials consumed		24,452.09	-	24,452.09
	(b)	Excise duty on sale of goods		116.26	-	116.26
	(c)	Changes in stock of finished goods & work-in-progress		578.41	-	578.41
	(d)	Employee benefit expense	(IV)	1,807.45	(6.38)	1,801.07
	(e)	Finance costs	(II)	2,801.13	342.60	3,143.73
	(f)	Depreciation and amortisation expense	(III)	1,379.40	843.70	2,223.10
	(g)	Other expenses	(VII)	12,761.90	(6.00)	12,755.90
	Total Expenses			**43,896.64**	**1,173.92**	**45,070.56**
III.	**Profit / (Loss) before exceptional items and tax (I) - (II)**			**(4,877.85)**	**4,304.27**	**(573.58)**
IV.	Exceptional Items			(1,460.00)	-	(1,460.00)
V.	**Profit / (Loss) before tax (III) - (IV)**			**(3,417.85)**	**4,304.27**	**886.42**
VI.	**Tax Expense**					
	-	Current tax		-	-	-
	-	Deferred tax	(V)	-	404.27	404.27
	Total tax expense			-	404.27	404.27
VII.	**Profit / (Loss) after tax for the period (V) - (VI)**			**(3,417.85)**	**3,900.00**	**482.15**
VIII.	**Other comprehensive income**					
	(i)	Items that will not be reclassified to profit or loss		-	5.99	5.99
	(ii)	Income tax relating to items that will not be reclassified to profit or loss		-	(1.80)	(1.80)
IX.	**Total comprehensive income for the period**			**(3,417.85)**	**3,895.81**	**477.96**

(iii) Reconciliation of Equity as at March 31, 2016 and April 1, 2015 (₹in lacs)

Particulars		As at March 31, 2016	As at April 1, 2015
(1)	Equity as per Previous Indian GAAP	1,736.12	(846.03)
(2)	Fair Market Valuation of Debentures & Deposits (Refer Note II)	5,478.19	-
(3)	Fair Market Valuation of Freehold Land, Building, Plant & Machinery (Refer Note III)	49,715.15	49,715.15
(4)	Depreciation on fair valuation of Fixed Assets (Refer Note III)	(843.70)	-
(5)	Interest on Deposits (Refer Note II)	(10.52)	-
(6)	Interest on Debentures (Refer Note II)	(332.08)	-
(7)	Deferred Tax impact on above adjustments (Refer Note V)	(13,995.40)	(13,592.93)
(8)	Equity component of compound Finance Instrument (Refer Note VI)	393.61	-
(9)	Fair Valuation of Investment (Refer Note I)	2.67	2.27
(10)	Total (2 to 9)	40,407.92	36,124.49
Equity reported as per Ind AS		**42,144.04**	**35,278.46**

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

(iv) Reconciliation of Total Comprehensive Income for the year ended March 31, 2016 (₹ in lacs)

Particulars	For the year ended March 31, 2016
Net Profit under Previous GAAP	(3,417.85)
Fair Market Valuation of Debentures & Deposits (Refer Note II)	5,478.19
Depreciation on fair valuation of Freehold Land, Building, Plant & Machinery (Refer Note III)	(843.70)
Interest on Deposits (Refer Note II)	(10.52)
Interest on Debentures (Refer Note II)	(332.08)
Deferred Tax impact on above adjustments (Refer Note V)	(404.27)
Share Issue Expenses (Refer Note VII)	6.00
Actuarial Gain / Loss on employees benefit (Refer Note IV)	6.38
Net Profit under Ind AS	482.15
Other Comprehensive Income (Net of Tax)	(4.19)
Total Comprehensive Income	**477.96**

(v) Reconciliation of Statement of Cash Flow for the year ended March 31, 2016 (₹ in lacs)

Particulars	Prvious GAAP	Ind AS Adjustments	Ind AS
Net Cash Flow from operating activities	(6,578.85)	(1,997.21)	(4,581.64)
Net Cash Flow from investing activities	12.67	49.80	(37.13)
Net Cash Flow from financing activities	6,687.01	1,947.41	4,739.60
Net increase/(decrease) in cash and cash equivalents	120.83	0.00	120.83
Cash & Cash Equivalent as at April 01, 2015	31.65	-	31.65
Cash & Cash Equivalent as at March 31, 2016	152.48	-	152.48

Notes to First time adoption:

(I) Fair valuation of Investments:

Under Previous GAAP, all long term investments were measured at cost less diminution in value which is other than temporary, while under Ind AS, the Company has also made an irrevocable election to present in other comprehensive income subsequent changes in the fair value of equity investments which are not held for trading.

(II) Zero Coupon Debenture & Deposits

Under Previous GAAP, Zero Coupon Debenture was valued at carrying cost. Under Ind AS, it is valued at discounted value and accordingly, the amortization value was initially recognized as income in Statement of Profit & Loss and the same will be charged off till maturity as part of finance cost.

(III) Freehold Land, Building, Plant & Machinery

Under Previous GAAP, Property, Plant & Equipment are stated at cost less accumulated depreciation thereon. Under Ind AS, the Company has adopted fair valuation for its Freehold Land, Building & Plant and Machinery as deemed cost on the date of transition in accordance with IND AS 101. At the date of transition to Ind AS, Freehold Land, Building & Plant and Machinery have been fair valued to ₹ 24,997.35 lacs, ₹ 8,117.61 lacs and ₹ 36,885 lacs respectively. Total upwards movement in the value is ₹ 24,819.93 lacs, ₹ 2,903.46 lacs and ₹ 21,991.79 lacs respectively. The carrying amounts of Freehold Land, Building & Plant and Machinery as per the previous gaap were ₹ 177.42 lacs, ₹ 5,214.15 lacs and ₹ 14,893.21 lacs respectively.

(IV) Employee Benefits:

Under Previous GAAP, actuarial gains and losses on defined benefit liabilities were recognised in the Statement of profit and loss. Under Ind AS, the actuarial gains and losses form part of re-measurement of net defined benefit liability which is recognised in other comprehensive income in the respective periods. However, the same does not result in changes in equity or total comprehensive income.

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

(V) Deferred Tax:

The impact of transition adjustments for computation of deferred tax has resulted in change to the Reserves, on the date of transition, with consequential impact to the Statement of Profit and Loss / Other Comprehensive Income for the subsequent periods.

(VI) Compound Financial Instruments:

Under Previous GAAP, Zero Coupon Optionally Convertible Debenture was valued at carrying cost. Under Ind AS, the fair value of the liability portion of these debentures is determined using a market interest rate for an equivalent debenture. This amount is recorded as a liability on an amortised cost basis until extinguishment on conversion or redemption of the debentures. The remainder of the proceed is attributable to the equity portion of the compound instrument. This is recognised and included in the shareholders' equity and is not subsequently remeasured.

(VII) Share Issue Expenses:

Under Previous GAAP, incremental costs directly attributable to the issue of new shares were charged to the Statement of Profit and Loss. However, under Ind AS, these incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

35 (a) During the year company has entered into One Time Settlement with Axis Bank Limited for their total outstanding of ₹ 1185.55 lacs for ₹ 600 lacs. Accordingly the waiver of liability of ₹ 585.55 lacs has been credited to Statement of Profit & Loss in CY.

(b) The Company is mainly engaged in newsprint and writing & Printing paper business in India and there is no other reportable business and geographical segment.

(c) Operating Lease:

Operating lease payment recognised in the statement of profit and loss amounting to ₹ 6.25 lacs (previous year ₹ 39.88 lacs). There are no non-cancellable operating lease aggrement existing as on the year end.

36 CAPITAL MANAGEMENT:

a) Risk Management:

The Company aim to manages its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to our shareholders and benefits for other stakeholders and maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

b) Dividends:

The Company has not recommended any dividend during the year in view of losses suffered by the Company.

37 Few parties have filed winding-up petitions in Hon. High Court of Gujarat against Company for non-payment of their dues. Liability against dues of such parties is provided in books. The Company is negotiating with them to arrive out of court settlement.

38 Figures for the previous year have been regrouped / rearranged, wherever necessary, to conform to current year's classification.

As per our attached report of even date
For Haribhakti & Co. LLP
Chartered Accountants
ICAI FRN No. 103523W/W100048

Atul Gala
Partner
Membership No. 048650

Place : Ahmedabad
Date : 29.05.2017

For and on behalf of Board of Directors of
Shree Rama Newsprint Limited

Keerthinarayanan A. Hemmige
Director
DIN No. 07182621

Siddharth G. Chowdhary
Executive Director
DIN No. 01798350

P.K. Mundra
President (Finance), Chief Financial Officer & Company Secretary

SHREE RAMA NEWSPRINT LIMITED

CIN: L21010GJ1991PLC019432
Regd. Office: Village Barbodhan, Taluka Olpad, District Surat, Gujarat – 395 005.

ATTENDANCE SLIP

(To be signed and handed over at the entrance of the meeting hall)

26th ANNUAL GENERAL MEETING ON SATURDAY, 23RD SEPTEMBER 2017 AT 2:00 PM AT VILLAGE BARBODHAN, TALUKA OLPAD, DISTRICT SURAT, GUJARAT – 395005

Name of the Member _____

Name of the Joint holder _____
(To be filled in if first named joint holder does not attend the meeting)

Name of the Proxy holder _____
(To be filled in if proxy form has been duly deposited with the Company)

Folio No. _____ DP/Client ID _____ No. of Shares held _____

_____
Member's / Proxy's Signature
(To be signed at the time of handling over this slip)

(TEAR HERE)

SHREE RAMA NEWSPRINT LIMITED

CIN: L21010GJ1991PLC019432
Regd. Office: Village Barbodhan, Taluka Olpad, District Surat, Gujarat – 395 005.

PROXY FORM

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

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

I/We, being the member(s) of _____ Shares of Shree Rama Newsprint Ltd., hereby appoint

1. Name : _____ E-mail Id: _____
   Address : _____
   Signature : _____, or failing him
2. Name : _____ E-mail Id: _____
   Address : _____
   Signature : _____, or failing him
3. Name : _____ E-mail Id: _____
   Address : _____
   Signature : _____

as my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th ANNUAL GENERAL MEETING of the Company, to be held on Saturday, 23rd September, 2017 at 2:00 p.m. at the Registered Office of the Company, and at any adjournment thereof in respect of such resolutions as are indicated below:

(TEAR HERE)

**I wish my above proxy to vote in the manner as indicated in the box below

Sr.	Resolutions	For	Against
1	To receive, consider and adopt the Audited Balance Sheet as at 31st March 2017, the Statement of Profit and Loss for the year than ended on that date and the Reports of the Directors and Auditors thereon.		
2	Appointment of Mr. Ganpatraj Chowdhary, Director of the Company retire by rotation.		
3	Appointment of M/s. Batliboi & Purohit, Chartered Accountant, Statutory auditor of the Company.		
4	Reappointment of Cost Auditor of the Company		
5	Appointment of Mrs. Kavita Patel as a Director of the Company		
6	Appointment of Mr. Siddharth G. Chowdhary as Whole Time Director (Executive Director) of the Company.		

*Applicable for investors holding shares in electronic form.

Affix a 1 Rupee Revenue Stamp here

Signed this _____ day of _____ 2017.

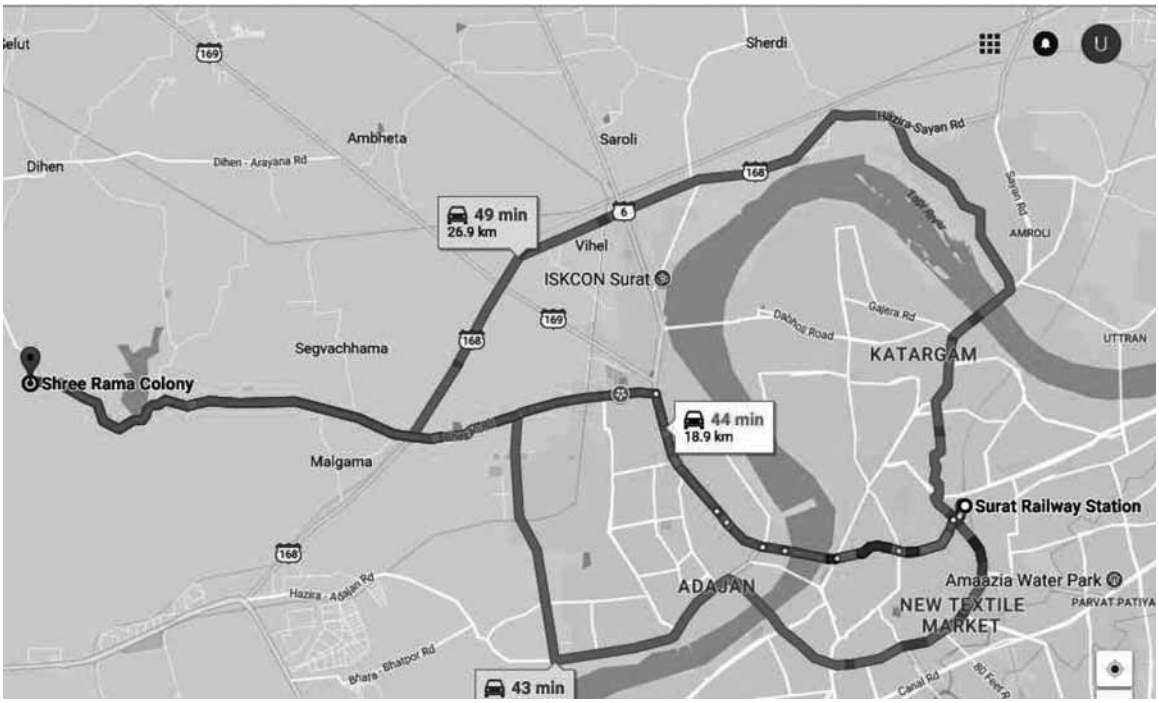
Signature of Shareholder _____ Signature of Proxy holder(s) _____

Note:

(1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

(2) **This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner he/she thinks appropriate.

ROUTE MAP FOR AGM VENUE



If undelivered please return to :

SHREE RAMA NEWSPRINT LIMITED

SHREE RAMA NEWSPRINT LIMITED
CIN: L21010GJ1991PLC019432
Regd. Office: Village Barbodhan, Taluka Olpad, District Surat, Gujarat – 395 005.