ROLLATAINERS
EMERGING EVERYDAY

Regd. Office : 73-74, Phase-III, Industrial Area, Dharuhera, Haryana, INDIA-123 106
Tel. : 01274-243326, 242220 **E-mail :** www.rollatainers.com
CIN : L21014HR1968PLC004844

Ref No. : RTL/NSE/2017-18 **Date:** 11th October, 2017

To,
The Manager
National Stock Exchange of India Limited,
Listing Department
Exchange Plaza, 4th Floor, Plot no.C-1, G Block
Bandra Kurla Complex, Bandra East,
Mumbai-400051

NSE TRADING SYMBOL: ROLLT

Subject: Submission of Annual Report for the Financial Year 2016-17 under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Report of the Company for the Financial Year 2016-17 duly approved and adopted by the members in the 46th Annual General Meeting of the Company held on Wednesday, the 27th day of September, 2017 at 10:00 a.m. at Plot No. 73-74, Industrial Area-Phase III, Dharuhera, Distt.-Rewari, Haryana-123106.

Kindly take the same on record and oblige.

Thanking You
Yours Faithfully,
For **Rollatainers Limited**

Pankaj Mahendru

Pankaj Mahendru
(Company Secretary)

ROLLATAINERS

EMERGING EVERYDAY

ROLLATAINERS LIMITED

46TH ANNUAL REPORT 2016 - 2017

ROLLATAINERS

EMERGING EVERYDAY

ROLLATAINERS LIMITED

CIN: L21014HR1968PLC004844

46TH ANNUAL REPORT 2016 - 2017

BOARD OF DIRECTORS

Ms. Aarti Jain	*Promoter & Non – Executive Chairperson*
Mr. Aditya Malhotra	*Promoter & Non-Executive Director*
Mr. Pyush Gupta	*Whole Time Director*
Mr. Vivek Kumar Agarwal	*Director*
Mr. Sanjiv Bhasin	*Director*
Mr. Brajindar Mohan Singh	*Director*

Chief Financial Officer

Mr. Ajay Jaiswal

Company Secretary & Compliance Officer

Mr. Pankaj Mahendru

Auditors

Manoj Mohan & Associates
Chartered Accountants, New Delhi

Secretarial Auditors

M/s Shefali & Associates
Company Secretaries

Company's Website

www.rollatainers.in

Registered Office

Plot No. 73-74,
Phase-III, Industrial Area,
Dharuhera, Distt. – Rewari,
Haryana - 123106

Registrar & Share Transfer Agent

M/s. Beetal Financial
& Computer Services (P) Ltd.,
Beetal House, 3rd Floor,
99, Madangir, Behind L.S.C.,
Near Dada Harsukh Das Mandir,
New Delhi-110062
Phone No. 011-29961281-83
Fax No. 011-29961284

CONTENTS

Notice 3
Directors' Report 9
Corporate Governance Report 33
Management Discussion & Analysis Report 48
Auditors' Report 61
Balance Sheet 66
Statement of Profit & Loss 67
Cash Flow Statement 68
Notes to Financial Statements 69
Consolidated Financial Statements 85

NOTICE

NOTICE is hereby given that the 46th Annual General Meeting of the members of ROLLATAINERS LIMITED will be held on Wednesday, i.e. 27th day of September, 2017 at 10.00 a.m. at the Registered Office of the Company at Plot No. 73-74, Industrial Area-Phase III, Dharuhera, Distt.- Rewari, Haryana 123106, to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt:
   a) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2017 and the Reports of the Board of Directors and the Auditors thereon; and
   b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017 and the Report of the Auditors thereon.
2. To appoint a Director in place of Mr. Aditya Malhotra (DIN: 02191303) who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made there under, as amended from time to time, M/s. Raj Gupta & Co., Chartered Accountants (FRN: 000203N) be and is hereby appointed as Statutory Auditors of the Company in lieu of resignation given by M/s Manoj Mohan & Associates, Chartered Accountants (FRN: 009195C) to hold office from the conclusion of this Annual General Meeting ('AGM') until the conclusion of the AGM to be held for Financial Year 2021-2022, on such remuneration as shall be fixed by the Board of Directors of the Company, subject to the ratification of their appointment at every Annual General Meeting."

By Order of the Board
For ROLLATAINERS LIMITED

Place : New Delhi
Date : 21st August, 2017

Aarti Jain
DIN: 00143244
(Chairperson)

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE (ON POLL ONLY) INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. AN INSTRUMENT APPOINTING PROXY IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.**

   PURSUANT TO SECTION 105 OF THE COMPANIES ACT, 2013 AND RULES THEREUNDER, A PERSON CAN ACT AS PROXY ON BEHALF OF THE MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER MEMBER OR SHAREHOLDER.
2. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
3. The Register of Members and Share Transfer books of the Company will remain closed from Monday, 25th September, 2017 to Wednesday, 27th September, 2017 (both days inclusive).
4. The Notice of the Annual General Meeting is also uploaded on the website of the Company (www.rollatainers.in). The Annual General Meeting Notice is being sent to all the members whose names appear in the register of Members as on 18th August, 2017.

5. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company during working days between 11.00 a.m. to 1.00 p.m. up to the date of the Annual General Meeting.

6. M/s Beetal Financial & Computer Services (P) Ltd. having their office at Beetal House, 3rd Floor, 99, Madangir, Behind L.S.C., Near Dada Harsukh Das Mandir, New Delhi-110062 are the Registrar and Share Transfer Agent (RTA) of the Company and all transfers both in physical and electronic segments and other related matters are managed by them. Members are requested to address all their correspondence to the Registrar and Share Transfer Agent at the above address.

7. Members who hold shares in electronic mode are requested to quote their Client Id and DP Id number and those who hold shares in physical form are requested to write their Folio numbers in all correspondence with the Company/Registrar for facilitating quick disposal of the matters.

8. Members desirous of making a nomination in respect of their shareholding in the Company under the Companies Act, 2013, are requested to send their requests in requisite form, which can be obtained from Registrar and Share Transfer Agent of the Company. In case of shares held in dematerialized form, the nomination is required to be lodged with the respective Depository Participants.

9. The Members/Proxies attending the Annual General Meeting are requested to bring the enclosed attendance slip and deliver the same after filling in their Folio number / Client Id at the entrance of the meeting hall. Admission to the Annual General Meeting venue will be allowed only after verification of the signature in the attendance slip.

10. The Ministry of Corporate Affairs has undertaken a '**Green Initiative in Corporate Governance'** by allowing paperless compliances by the Companies. In order to support the Green Initiative, members who have not registered their e-mail addresses so far, are requested to register the same with M/s Beetal Financial & Computer Services (P) Ltd, the Registrar and Share Transfer Agent of the Company.

11. The Company has appointed M/s. S. Khurana & Associates, Practicing Company Secretary (Membership Number-35297) to act as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner.

12. The facility for voting through Polling Paper shall be made available at the AGM and the members attending the meeting who have not Cast their Vote by remote e-voting, shall be able to exercise their right at the meeting through polling paper.

PROCESS FOR MEMBERS OPTING FOR E-VOTING IS AS UNDER:

In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The e-voting period commences on Sunday, 24.09.2017 (from 09:00 A.M IST) and will end on Tuesday, 26.09.2017 at (5:00 P.M. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by a Member, he shall not be allowed to change it subsequently.

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:

(a) The voting period begins on Sunday, 24.09.2017 (from 09:00 A.M IST) and will end on Tuesday, 26.09.2017 at (5:00 P.M. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 20.09.2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(b) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(c) The shareholders should log on to the e-voting website www.evotingindia.com.

(d) Click on Shareholders.

(e) Now Enter your User ID

i) For CDSL: 16 digits beneficiary ID,

ii) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

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

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

(g) 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.

(h) 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 first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence no is enclosed along with the notice ● In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. ● If both the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

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

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

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

(l) Click on the EVSN for the relevant <**Rollatainers Limited**> on which you choose to vote.

(m) 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.

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

(o) 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.

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

(q) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

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

(s) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

(t) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details by custodian a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on. In case of Non-Individual Shareholders, admin user also would be able to link the accounts.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(u) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 18002005533.

(v) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Deputy Manager, (CDSL,) Central Depository Services (India) Limited, 16th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001, or send an email to helpdesk.evoting@cdslindia.com or call 18002005533.

The Results of e-voting shall be declared on the date of the AGM of the Company by the Chairman or by any other person duly authorized in this regard. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website **www.rollatainers.in** and on the website of CDSL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges where the shares of the Company are listed.

INFORMATION REQUIRED TO BE FURNISHED AS PER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 IN RESPECT OF DIRECTOR SEEKING APPOINTMENT OR RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING:

1.	**Name of Director**	**:**	**Mr. Aditya Malhotra**
	Date of Birth	:	29/11/1982
	Age	:	34 years
	Qualification	:	MBA (Finance)
	Experience	:	10 Years
	Expertise	:	Project Implementation, Monitoring & Financial Matters
	Date of Appointment	:	10.01.2013
	List of Other Companies in which Directorships held*	:	1. V3 Advisors LLP 2. JMT Auto Limited

		3. B S ISPAT LIMITED 4. Gondwana Ispat Limited 5. OISL AUTO LIMITED 6. ACIL Limited 7. AMTEK POWERTRAIN LIMITED 8. Aron Auto Limited 9. ARGL Limited
Shareholding in the Company	:	Nil

Note: These Directorship excludes the Directorship in Private Limited Company, Foreign Company and Section 8 Company as per Companies Act, 2013.

By Order of the Board
For ROLLATAINERS LIMITED

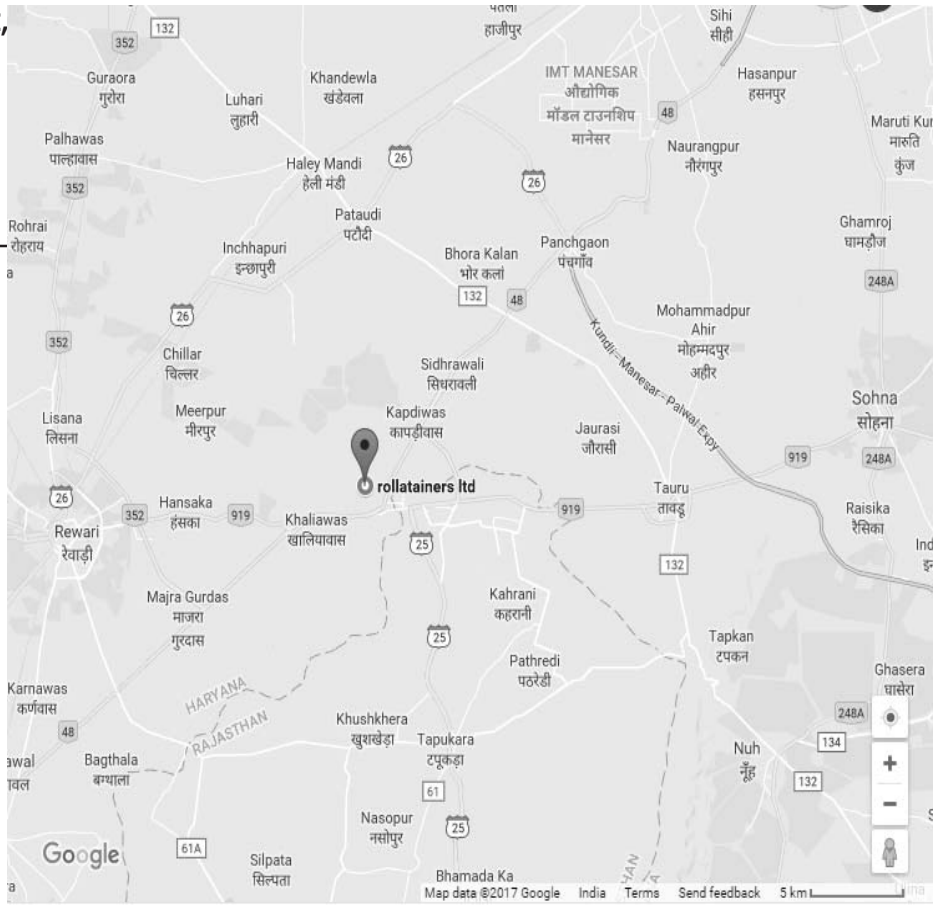
Place : New Delhi
Date : 21st August, 2017

Aarti Jain
DIN: 00143244
(Chairperson)

Route Map to the Venue of 46th AGM of Rollatainers Limited

73-74, Industrial Area, Phase-III,
Dharuhera, Distt. Rewari,
Haryana 123106 India
rollatainers.in 01274-243326

Rollatainers Limited



DIRECTORS' REPORT

To
The Members,
ROLLATAINERS LIMITED

Your Directors are pleased to present the **46th Annual Report** on the business and operations of your Company along with the audited financial statements for the period ended **31st March, 2017**.

FINANCIAL RESULTS

The Company's financial performance, for the year ended 31st March, 2017 and period ended 31st March, 2016 is summarized below:

(Rupees in Lakhs)

PARTICULARS	Standalone		Consolidated	
	Year ended 31.03.2017	**Period ended 31.03.2016**	**Year ended 31.03.2017**	**Period ended 31.03.2016**
Sales	**842**	4010	**15058**	8673
Less: Expenditures	**631**	4912	**16303**	10007
Gross Profit/(Loss) Before Depreciation	**211**	(902)	**(1245)**	(1334)
Less: Depreciation	**(32)**	(134)	**(1427)**	(394)
Profit/(Loss) before Other income, Exceptional & Extra-ordinary items & tax	**179**	1036	**(2672)**	(1728)
Add: Other Income	**0**	1	**1371**	59
Profit/(Loss) before Exceptional & Extra-ordinary items & tax	**179**	1035	**(1301)**	(1669)
Less: Exceptional Items	**0**	2231	**(155)**	2231
Profit/(loss) before Extra-ordinary items & tax	**179**	1196	**(1456)**	562
Extra-ordinary items	**3**	0	**0**	0
Profit/(loss) for the year before tax	**176**	1196	**(1456)**	562
Less: Tax expense	**(445)**	0	**(315)**	1
Profit/(loss) for the year	**(269)**	1196	**(1771)**	563
Minority Interest	**0**	0	**94**	8
Profit/(loss) after Minority Interest	**(269)**	1196	**(1677)**	571

PERFORMANCE REVIEW

During the period under review based on Standalone Financial Accounts, the total income of the Company stood at Rs. 842 Lakhs as compared to Rs. 4010 lakhs during the previous year ended on 31.03.2016. Loss for the period ended 31st March, 2017 was Rs. 269 lakhs as against Profit of Rs. 1196 lakhs for the period ended 31.03.2016.

DIVIDEND

The Board of Directors has not recommended any dividend for the financial year ended 31st March, 2017.

CONSOLIDATED FINANCIAL STATEMENTS

In accordance with Section 129 of the Companies Act, 2013, Consolidated Financial Statements are attached and form part of the Annual Report and the same shall be laid before the ensuing Annual General Meeting along with the Financial Statements of the Company.

INDIAN ACCOUNTING STANDARDS, 2015

The Company has adopted Indian Accounting Standard (Ind AS) prescribed under section 133 of the Companies Act, 2013, read with the relevant ruled issued thereunder. The date of transition to Ind AS is April 01, 2017. The transition is carried out from accounting principles generally accepted in India being the previous GAAP. Accordingly,

The annexed financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

MATERIAL CHANGES

During the year under review, the Equity Shares of the Company were listed on the National Stock Exchange of India Limited. The Trading of Equity Shares on the National Stock Exchange of India Limited Started w.e.f. 22nd November, 2016

STATE OF COMPANY'S AFFAIRS

The state of affairs of the Company is presented as part of the Management Discussion and Analysis (MDA) Report forming part of the Annual Report.

CHANGE IN CAPITAL STRUCTURE

During the year under review, One Equity Share of Face Value of Rs. 2/- each was sub-divided into Two Equity Shares of Face Value of Rs.1/- each. Therefore, the Capital Structure is as follow:

- **Authorised Share Capital:**

  Equity Share Capital : 47,00,00,000 Equity Shares of Rs. 1/- each

  Preference Share Capital : 18,00,000 Redeemable Preference Shares of Rs. 100/- each

- **Issued, Subscribed and fully Paid up Share Capital:**

  Equity Share Capital : 25,01,30,000 Equity Shares of Rs. 1/- each

  Preference Share Capital

(i) 1,40,000, 10% Non Convertible Redeemable Preference Shares of Rs. 100/- each

(ii) 10,00,000, 2% Redemable, Non Cumulative, Non Convertible Preference Shares of Rs. 100/- each.

SIGNING OF MOU FOR STAKE SALE OF IT'S JV COMPANY

On 21st August, 2017, Rollatainers Limited has signed and Executed Memorandum of Understanding (MOU) with IMM Associates, Mauritius, toe sell equity stake held by Rollatainers Limited in Sierra Nevada Restaurants Pvt Ltd. (JV Company) to IMM Associates, Mauritius.

CORPORATE GOVERNANCE

Your Company has taken adequate steps to ensure compliance with the Listing Agreement executed with BSE Limited & The National Stock Exchange of India Limited and Regulation 17 to 27 read with schedule V of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The report on Corporate Governance, the Report on Management Discussion and Analysis (MDA) and the requisite Certificate from the Auditors of the Company confirming compliance with the conditions of Corporate Governance are provided in a separate section which forms part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions contained in Section 134(5) of the Companies Act, 2013, the Directors hereby confirm that:

a) in the preparation of the annual accounts for the period ended 31st March, 2017, the applicable Accounting Standards have been followed and there are no material departures from the same;

b) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2017 and of the profit/loss of the Company for that period;

c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) the Directors have prepared the Annual Accounts on a going concern basis;

e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

SUBSIDIARIES AND JOINT VENTURES

In accordance with proviso to sub-section (3) of Section 129 of the Companies Act 2013, a statement containing salient features of the financial statements of the Company's Subsidiaries and Joint Ventures and the report on their performance and financial position in **Form AOC-1** is Annexed to the financial Statements and forms part of the Annual Report.

In accordance with third proviso to Section 136(1) of the Companies Act, 2013, the Annual Report of your Company, containing therein its audited standalone and the consolidated financial statements has been placed on the website of the Company.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Aditya Malhotra, Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. The Board recommends his re-appointment. The Disclosure of Mr. Aditya Malhotra, as required under Regulation 36(3) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013, forms part of the notice convening Annual General Meeting. Mr. Pyush Gupta was appointed as a Whole Time Director w.e.f. 27th August, 2016.

There has been no other change in the Directors and Key Managerial personnel of the Company except as stated above.

FAMILIARIZATION PROGRAMME

Details of the familiarization programme of the Independent Directors are available on the website of the Company (URL: http://www.rollatainers.in/investors.php)

INDEPENDENT DIRECTOR'S DECLARATION

The Company has received the necessary declaration from each Independent Director in accordance with Section 149 (7) of the Companies Act, 2013, that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and as prescribed by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015.

BOARD MEETINGS HELD DURING THE YEAR

Eight (08) meetings of the Board were held during the period, the details of which are provided in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between any two meetings was within the period prescribed under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015.

BOARD EVALUATION

The Board evaluated the effectiveness of its functioning and that of the committees and of individual Directors by seeking their inputs on various aspects of Board/Committee governance such as the Board composition and structure, effectiveness of board processes, active participation and contribution of directors in the Board/Committee meetings and the fulfillment of Directors obligation and their fiduciary responsibilities.

Further, the Independent Directors at their meeting, reviewed the performance of the Board, Chairman of the Board and of Non Executive Directors. The meeting also reviewed the co-ordination between the Company management and the Board which is required for the Board to effectively and reasonably perform their duties.

INTERNAL FINANCIAL CONTROLS

The Board has laid down internal financial Controls to be followed by the Company commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the internal audit function reports to the Chairman of the Audit Committee and all significant audit observations and corrective actions are presented to the Committee.

STATUTORY AUDITORS AND AUDITORS REPORT

M/s Manoj Mohan & Associates, Chartered Accountants, (Firm Regd. No: 009195C) have resigned as the Statutory Auditors of the Company and M/s Raj Gupta & Co., Chartered Accountants, (Firm Regd. No.: 000203N), have been appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting ('AGM') until the conclusion of the AGM to be held for Financial Year 2021-2022, on such remuneration as shall be

fixed by the Board of Directors of the Company subject to the ratification of their appointment at every Annual General Meeting. M/s Raj Gupta & Co., Chartered Accountants have confirmed their eligibility and willingness to accept office, if their appointment is ratified at the ensuing Annual General Meeting.

The Company has received a consent letter from the statutory auditors for their appointment, and a certificate from them that their appointment, if ratified, shall be in accordance with the conditions as prescribed under the Companies Act, 2013 and that they are not disqualified for appointment.

The Auditor's Report does not contain any qualifications, reservations or adverse remarks. The Report is attached hereto and is self-explanatory requiring no further elucidation.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s Shefali Goel & Associates, Company Secretaries, to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit in Form MR 3 for the period ended 31st March, 2017 is annexed as **Annexure - I** to this Report. There are no qualifications, reservations or adverse remarks made by Secretarial Auditor in their report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are provided in the accompanying Financial Statements.

RELATED PARTY TRANSACTIONS

In accordance with Section 134(3) (h) of the Companies Act, 2013 read with Rule 8(2) of Companies (Accounts) Rules, 2014, the particulars of contracts or arrangements with related parties, referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2 is annexed as **Annexure – II** which forms part of this Annual Report.

EXTRACT OF ANNUAL RETURN

As provided under Section 92(3) of the Companies Act, 2013, the extract of the annual return is provided in **Annexure – III** in the prescribed Form MGT-9, which forms part of this report.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The details on Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of Companies (Accounts) Rules, 2014, is annexed herewith as **Annexure – IV** to this Report.

DISCLOSURE REQUIREMENTS

Details of the Familiarization Programme of the independent directors are available on the website of the Company (URL: http://www.rollatainers.in/investors.php)). Policy on dealing related party transactions is available on the website of the Company (URL; http://www.rollatainers.in/investors.php)).

The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for employees including directors of the Company to report genuine concerns. The provisions of this policy are in line with the provisions of the Section 177(9) of the Act and the Listing Agreements with stock exchanges and as per SEBI LODR Regulations, 2015 (URL: http://www.rollatainers.in/investors.php))

COMMITTEES OF THE BOARD

The Company's Board has the following Committees:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee
4. Corporate Social Responsibility Committee

The details of the membership and attendance at the meetings of the above Committees of the Board are provided in the Corporate Governance section of the Annual Report.

POLICY ON APPOINTMENT AND REMUNERATION

Pursuant to Section 178(3) of the Companies Act 2013, the Nomination and Remuneration Committee of the Board has framed a policy for selection and appointment of Directors and senior management personnel, which inter alia

includes the criteria for determining qualifications, positive attributes and independence of Director(s)/ Key managerial personnel and their remuneration. Details of the policy on appointment and remuneration are available on the website of the Company (URL: http://www.rollatainers.in/investors.php)

CORPORATE SOCIAL RESPONSIBILITY

A brief outline of the Corporate Social Responsibility Policy of the Company and the initiatives undertaken by the Company on CSR activities are set out in **Annexure-V** of this report as per the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. The composition of CSR committee and other related details are provided in the Corporate Governance section, forming part of this Report. The policy is available on the website of the Company.

AUDIT COMMITTEE

The Board has constituted an Audit Committee, which comprises Mr. Sanjiv Bhasin, Chairman (Independent Director), Mr. Pyush Gupta, Whole Time Director and Mr. Vivek Kumar Agarwal, Independent Director as the Members. The Board of Directors have accepted all the recommendations of the Audit Committee.

VIGIL MECHANISM

The Company has in place a vigil mechanism in the form of Whistle Blower Policy. It aims at providing avenues for employees to raise complaints and to receive feedback on any action taken and seeks to reassure the employees that they will be protected against victimization and for any whistle blowing conducted by them in good faith. The policy is intended to encourage and enable the employees of the Company to raise serious concerns within the organization rather than overlooking a problem or handling it externally.

The Company is committed to the highest possible standard of openness, probity and accountability. It contains safeguards to protect any person who uses the Vigil Mechanism by raising any concern in good faith. The Company protects the identity of the whistle blower if the whistle blower so desires, however the whistle blower needs to attend any disciplinary hearing or proceedings as may be required for investigation of the complaint. The mechanism provides for a detailed complaint and investigation process.

If circumstances so require, the employee can make a complaint directly to the Chairman of the Audit Committee. The Company also provides a platform to its employees for having direct access to the Whole Time Director. The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practice.

RISK MANAGEMENT

The Company has developed and implemented a Risk Management Policy. The details of elements of risk are provided in the Management Discussion and Analysis section of the Annual Report.

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

The Company is committed to provide a healthy environment and thus does not tolerate any discrimination and/ or harassment in any form. The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All women employees (permanent, contractual, temporary, trainees) are covered under this policy. During the period 2016-17, no complaints were received by the committee.

PARTICULARS OF EMPLOYEES

The details as required in terms of the provisions of Section 197 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed as **Annexure -VI** which forms part of the Annual Report.

The particulars of employees as required in terms of the provisions of Section 197 read with Rule 5 (2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is Nil.

PUBLIC DEPOSITS

During the period under review, the Company has not accepted any fixed deposits from public, shareholders or employees under the Companies Act, 2013.

SIGNIFICANT AND MATERIAL ORDERS

No significant and material orders have been passed by any regulators or courts or tribunals impacting the going concern status and Company's operations in future.

DEMATERIALISATION OF SHARES

The Company has admitted its Equity Shares to the depository system of National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for dematerialisation of shares. As on 31st March, 2017, 24,86,74,750 Equity Shares representing 99.42% of the Equity Share Capital of the Company are in dematerialized form. The Equity Shares of the Company are compulsorily traded in dematerialized form as mandated by the Securities and Exchange Board of India (SEBI). The International Securities Identification Number (ISIN) allotted to the Company with respect to its Equity Shares is INE927A01032.

LISTING AT SOCK EXCHANGE

The Equity Shares of Company are listed on BSE Limited and The National Stock Exchange of India Limited and are actively traded. The Company has already paid the annual listing fee to the concerned Stock Exchanges for the year 2017-18.

RECONCILIATION OF SHARE CAPITAL AUDIT

As per the directives of the Securities & Exchange Board of India, the Reconciliation of Share Capital Audit was carried out on a quarterly basis by a Company Secretary in whole-time practice. The purpose of the audit was to reconcile the total number of shares held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form with respect to admitted, issued and paid up capital of the Company. The aforesaid Reports on Reconciliation of Share Capital were duly submitted to the BSE Limited where the Equity Shares of the Company are listed.

INDUSTRIAL RELATIONS

During the period under review, the relations between the Management and the workmen were highly cordial. Human resources initiatives such as skill up gradation, training, appropriate reward & recognition systems and productivity improvement were the key focus areas for development of the employees of the Company.

INVESTOR RELATIONS

Your Company always endeavours to promptly respond to shareholders' requests/grievances. Each and every issue raised by the shareholders is taken up with utmost priority and every effort is made to resolve the same at the earliest. The Stakeholders Relationship Committee of the Board periodically reviews the status of the redressal of investors' grievances.

ACKNOWLEDGEMENT

Your Directors wish to place on record the sincere and dedicated efforts of all the employee of the Company. Your Directors also take this opportunity to offer their sincere thanks to the Financial Institutions, Banks and other Government Agencies, valued customers and the investors for their continued support, co-operation and assistance.

By Order of the Board
For ROLLATAINERS LIMITED

Place : New Delhi
Date : 21st August, 2017

Aarti Jain
DIN: 00143244
(Chairperson)

Annexure I

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,
ROLLATAINERS LIMITED
Plot No. 73-74, Phase-III, Industrial Area, Dharuhera,
Distt. - Rewari, Haryana-12306

I, have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by ROLLATAINERS LIMITED (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit. I hereby report that in my 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by for the period ended 31st March, 2017 according to the provisions of:

I. The Companies Act, 2013 (the Act) and the rules made here under;

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

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

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

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 notified with effect from May 15 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 (Share Based Employee Benefits) Regulations,2014 -*Not Applicable as the Company has not granted any options to its employees during the financial year under review;*

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

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;- *Not Applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review;*

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- *Not Applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review.*

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- Not Applicable as the Company has not bought back any of its securities during the financial year under review.

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 notified with effect from December 1, 2015.

I further report that having regarded to compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company:

The Factories Act, 1948;

i) The Petroleum Act, 1934 and the rules made there under;

ii) The Environment Protection Act, 1986 and the rules made there under;

iii) The Water (Prevention and Control of Pollution) Act, 1974 and the rules made there under; and

iv) The Air (Prevention and Control of Pollution) Act, 1981 and the rules made there under

I further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated laws.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India notified with effect from July 1, 2015;

(ii) The Listing Agreements entered into by the Company with The National Stock Exchange of India & The BSE Limited

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

I further report that:

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

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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I 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.

For SHEFALI & ASSOCIATES
Company Secretaries

Sd/-
Shefali Goel
Membership No.: A40865
CP No.: 16109

Place : New Delhi
Date : 29th May, 2017

This report is to be read along with our letter of even date which is annexed as Annexure B and forms an integral part of this report.

Annexure B

To,

The Members
ROLLATAINERS LIMITED
PLOT NO. 73-74, PHASE-III, INDUSTRIAL AREA, DHARUHERA,
DISTT. - REWARI, HARYANA-12306

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

1. Maintenance of secretarial records 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 processes 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 processes 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 procedures 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 SHEFALI & ASSOCIATES
Company Secretaries

Sd/-
Shefali Goel
Membership No.: A40865
CP No.: 16109

Place : New Delhi
Date : 29th May, 2017

Annexure II

FORM NO. AOC-2

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

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

   (a) Name(s) of the related party and nature of relationship: NA

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

   (c) Duration of the contracts/arrangements/transactions: NA

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

   (e) Justification for entering into such contracts or arrangements or transactions: NA

   (f) Date(s) of approval by the Board: NA

   (g) Amount paid as advances, if any: NA

   (h) Date on which the special resolution was passed in the General Meeting as required under the first proviso to Section 188: NA

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

   (a) Name(s) of the related party and nature of relationship: NA

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

   (c) Duration of the contracts/arrangements/transactions: NA

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

   (e) Date(s) of approval by the Board, if any: NA

   (f) Amount paid as advances, if any: NA

Annexure III

FORM NO. MGT-9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2017

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	:	L21014HR1968PLC004844
ii)	Registration Date	:	February 25, 1968
iii)	Name of the Company	:	ROLLATAINERS LIMITED
iv)	Category / Sub-Category of the Company	:	Public Company
v)	Address of the registered office and contact details:	:	Plot No. 73-74,Phase –III, Industrial Area Dharuhera, District-Rewari, Haryana-123106 Tel: 01274 243326
vi)	Email	:	cs.rollatainers@gmail.com
vii)	Website:	:	www.rollatainers.in
viii)	Whether listed company Yes / No:	:	Yes
ix)	Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	Beetal Financial & Computer Services Pvt. Ltd. Beetal House"3rd Floor, 99, Madangir, B/H L.S.C., New Delhi-110062 Contact: 011 29961281 Email: beetalrta@gmail.com

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.	Packaging/Cartons/Laminates	74950	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S.No	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1.	WLD Investments Pvt. Ltd A-212 1ST Floor, Shivalik, New Delhi,Delhi-110017	U65993DL1996PTC082102	Holding	74.95	2(46)
2.	Boutonniere Hospitality Private Limited (formerly known as Carnation Hospitality Private Limited) 910, 9th Floor, Ansal Bhawan, Kasturba Gandhi Marg, New Delhi, Delhi-110001	U55101DL2009PTC194654	Subsidiary	100	2(87)
3.	R T Packaging Ltd. Plot No. 73-74, Phase III, Industrial Area, Dharuhera, Rewari, Haryana-123106	U74999HR1993PLC032169	Subsidiary	90	2(87)
4.	Sierra Nevada Restaurants Pvt. Ltd. Unit No. 236B & 236C, South Court, DLF, Saket New Delhi-110017	U55101DL2014PTC266988	Associate (Joint Venture)	50	2(6)
5.	Rollatainers Toyo Machine Private Limited Plot No. 73-74, Industrial Area Phase-III, Dharuhera-123106	U29253HR2013PTC050626	Associate (Joint Venture)	50	2(6)

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 i.e. 01.04.2016				No. of Shares held at the end of the year i.e. 31.03.2017				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. PROMOTERS									
(1) INDIAN									
a) Individual/HUF	0	0	0	0	0	0	0	0	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt (s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	93730200	0	93730200	74.95	187460400	0	187460400	74.95	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A) (1):-	**93730200**	**0**	**93730200**	**74.95**	**187460400**	**0**	**187460400**	**74.95**	**0**
(2) Foreign									
a) NRIs – Individuals	0	0	0	0	0	0	0	0	0
b) Other – Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI e)									
e) Any Other...	0	0	0	0	0	0	0	0	0
Sub-total (A) (2)	0	0	0	0	0	0	0	0	0
(2) Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**93730200**	**0**	**93730200**	**74.95**	**187460400**	**0**	**187460400**	**74.95**	**0**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	250	100	350	0	500	200	700	0.00	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	1500	0	1500	0	3000	0	3000	0.00	0
g) FIIs	3791870	0	3791870	3.03	0	0	0	0	(3.03)
h) Foreign Venture Capital Funds	0	0	0	0		00	0	0	0
i) Foreign Portfolio Investors	0	0	0	0	16854400	0	16854400	6.738	6.738
i) Others (specify)									

i) Foreign Fin Inst/ Bank	3024330	0	3024330	2.42	0	0	0	0	0
Sub-total (B)(1):-	**6817950**	**100**	**6818050**	**5.45**	**16857900**	**200**	**16858100**	**6.739**	**1.29**
2. Non Institutions									
a) Bodies Corp.	19373643	27075	19400718	15.51	31031620	56700	31088320	12.43	(3.08)
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	3213024	717500	3930524	3.14	8263259	1398280	9661539	3.86	0.72
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	608480	0	608480	0.48	3087773	0	3087773	1.23	0.75
c) Others (specify)									
c-i) NRI	125966	35	126001	0.10	376518	70	376588	0.15	0.05
c-ii) Clearing Member	5427	0	5427	0.00	256027	0	256027	0.10	0.10
c-iii) HUF	445600	0	445600	0.35	1341253	0	1341253	0.53	0.18
Sub-total (B)(2):-	**23772140**	**744610**	**24516750**	**19.60**	**44356450**	**1455050**	**45811500**	**18.31**	**(1.29)**
Total Public Shareholding (B)= (B)(1)+ (B)(2)	**30590090**	**744710**	**31334800**	**25.05**	**61214350**	**1455250**	**62669600**	**25.05**	**0**
TOTAL (A)+(B)	**124320290**	**744710**	**125065000**	**100**	**248674750**	**1455250**	**250130000**	**100**	**0**
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	**248674750**	**1455250**	**25130000**	**100**	**248674750**	**1455250**	**250130000**	**100**	**0**

(ii) Shareholding of Promoters

S.No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the End of the year			
		No. of shares	% of total Shares of the company	% of Shars Pledgd/ encubered tototal shares	No. of shares	% of total Shaes of the compay	% of Shares Pledged/ encumbered to total shares	% change in share holding during the year
1.	W.L.D. Investments Pvt. Ltd.	93730200	74.95	0	187460400	74.95	0	0

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

S.No	Shareholder's Name	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
		There is no change in the promoter shareholding between 01.04.2016 – 31.03.2017			

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

S.No	**Top Ten shareholders**	**Shareholding at the beginning of the year 01.04.2016**		**Cumulative Shareholding at the year ended 31.03.2017**	
		No. of shares	**% of total Shares of the company**	**No. of shares**	**% of total Shares of the company**
1.	Adhbhut Realtors Private Limited	6250000	4.9974	12500000	4.9974
2.	Olympia Builders Private Limited	4550800	3.6387	3608902	1.4428
3.	Albula Investment Fund Limited	3689460	2.95	7378920	2.95
4.	Elara India Opportunities Fund Limited	3021830	2.4162	6043660	2.4162
5.	Atambhu Buildwell Private Limited	1045875	0.8363	0	0
6.	Primus Real Estates Private Limited	904896	0.7235	0	0
7.	Destiny Gems & Jewellers Pvt. Ltd.	840415	0.672	0	0
8.	Aryahi Buildwell Pvt. Ltd.	792530	0.6337	0	0
9.	Aarken Advisors Pvt. Ltd.	733765	0.5867	0	0
10.	Wind Pipe Finvest Pvt. Ltd.	385160	0.3080	0	0
11.	Avon Marktrade Private Limited	141215	0.056	3015932	1.2057
12.	ITF Mauritius	0	0	1700000	0.6796
13.	Bhumika Consultancy Pvt Ltd	0	0	1667274	0.6666
14.	Silver Stallion Limited	0	0	1542000	0.6165
15	Shree Vishwamurte				
	Tradinvest Pvt Ltd	0	0	1158737	0.4633
16.	Shilpa Stock Broker Pvt.Ltd.	0	0	1000700	0.4001

v) Shareholding of Directors and Key Managerial Personnel:

S.No		Shareholding at the beginning year		Cumulative Shareholding during the year	
	Name of Directors	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
NIL					

V) INDEBTEDNESS

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

(Rupees in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	–	18785.25	25.56	18810.81
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not due	–	–	–	–
Total (i+ii+iii)	**–**	18785.25	25.56	18810.81
Change in Indebtedness during the financial year				
• Addition	–	679.69	–	679.69
• Reduction	–	–	–	–
Net Change	**–**	679.69	–	679.69
Indebtedness at the end of the financial year				
i) Principal Amount	–	19464.94	25.56	19490.50
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not due				
Total (i+ii+iii)	**–**	**19464.94**	**25.56**	**19490.50**

VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

('Rs. in lakhs)

Sl. No	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
		Mr. Pyush Gupta Whole-Time Director	
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6.80	6.80
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	2.15	2.15
	(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)	**8.95**	**8.95**
	Ceiling as per the Act	–	–

B. Remuneration to other directors: **(Rs. In Lakhs)**

Sl. No	Particulars of Remuneration	Non-Executive Director	Total Amount
1.	Independent Directors Fee for attending board / committee meetings Commission Others, please specify	 – – –	 – – –
	Total (1)	–	–
2.	Other Non-Executive Directors Fee for attending board committee meetings Commission Others, please specify	 – – –	 – – –
	Total (2)		
	Total (B)=(1+2)	–	–
	Total Managerial Remuneration	–	–
	Overall Ceiling as per the Act	–	–

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

(Rs. In Lakhs)

Sl. No	Particulars of Remuneration	Key Managerial Personnel			
1		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	 – – –	 3.21 3.33 –	 1.42 1.98 –	 4.63 5.31 –
2.	Stock Option	–	–	–	–
3.	Sweat Equity	–	–	–	–
4.	Commission - as % of profit - others, specify…	–	–	–	–
5.	Others, please specify				
	TOTAL	**–**	**6.54**	**3.40**	**9.94**

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the year ended March 31, 2017.

Annexure IV

DISCLOSURE OF PARTICULARS UNDER SECTION 134(3)(m) READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017:

A. CONSERVATION OF ENERGY

Steps taken for Conservation of Energy.	Installation of Energy Efficient Equipments
Steps taken for utilizing alternate sources of energy.	The Company does not have any alternate sources of energy.
Capital Investment on Energy Conservation Equipments	Investment is considered from time to time whenever it is deemed necessary, in order to reduce Consumption of energy.

B. TECHNOLOGY ABSORPTION

a) Efforts in brief towards Technology Absorption	The Company have been importing equipments of the latest state-of-the-art technology of the world and making packaging cartons and packing machines of international standards with its own technology.
b) Benefit derived as a result of above efforts	Cost reduction and product development
c) Information in case of imported technology (imported during the last 6 years reckoned from the beginning of financial year)	N/A

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Activities relating to exports; initiatives taken to increase exports; exploring new export markets for products and services; and export plans. Export market for the Company's products is continuously explored. The requirement of foreign buyers is also being assessed to procure more and more confirmed orders.

(Rs. in Lakhs)

Total foreign exchange used	As at 31.03.2017	As at 31.03.2016
a) Import of Capital Goods/Spares parts	NIL	NIL
b) Travelling	NIL	NIL
c) Others	NIL	NIL

Total foreign exchange earned	As at 31.03.2016	As at 30.06.2017
FOB value of Exports	NIL	62.88

D. RESEARCH & DEVELOPMENT (R & D)

Specific areas in which R & D carried out by the Company	i) Product design & development ii) Process design & improvement.
Benefits derived as a result	i) Reduction in process time ii) Higher productivity iii) Consistent quality
Future plan of action	To achieve better yield by way of cost reduction through higher level of automation.

Annexure V

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILTY (CSR) ACTIVITIES

1. A brief outline of the Company's CSR Policy:

Rollatainers Limited (RTL) strongly believes in "looking beyond business" and strives to create a positive impact on the communities it serves and on the environment. The Company is committed not just to profits, but also towards leaving a deeper imprint on the society as a whole. RTL understand that there is a need to strike a balance between the overall objectives of achieving corporate excellence vis-à-vis the company's responsibilities towards the community. Thus RTL endeavors to improve the quality of life of communities living in the areas it operates. To achieve this, RTL deploys its resources to the extent it can reasonably afford, to improve the Infrastructure, education, health, water, sanitation, environment, etc in the area it operates in. It entails having business policies that are ethical, equitable, environmentally conscious, gender sensitive, and sensitive towards the differently-abled.

Accordingly, the company has CSR Policy ("the Policy") duly approved by the Board of Directors with a view to provide a mechanism for meeting its social responsibility in an effective manner and to provide optimum benefits to various deserving sections of the society.

The web-link to the CSR policy and projects or programs is: http://www.rollatainers.in/csr.php

2. Composition of the CSR Committee:

The composition of the CSR Committee is as follows:

Mr. Sanjiv Bhasin (DIN: 01119788) – Chairman
Mr. Pyush Gupta (DIN: 03392865) – Member
Mr. Vivek Kumar Agarwal (DIN: 01479902) – Member

3. Average net profit of the Company for the last three financial years:

Financial Year	Net Profit (in Lakhs)
13-14	768.82
14-15	964.92
15-16	(1195.50)
Total	538.24
Average Net Profit	179.41

4. Prescribed CSR Expenditure: 2% of Average Net Profit = Rs. 3.588 Lakhs

5. Details of CSR spent during the financial year:

a) Total amount to be spent for the financial year: Rs. 3.588 Lakhs
b) Amount unspent: Rs. 3.588 Lakhs
c) Manner in which the amount spent during the financial year – N.A.

6. In case the Company fails to spend the 2% of the average net profit (INR) of the last three financial years the reasons for not spending the amount shall be stated in the Board**:**

Amount unspent Rs. 3.588 Lakhs was mainly on account of losses incurred by the Company during the financial year and mismatch in cash flow. Hence, the expenditure under this head has been temporarily deferred.

7. Responsibility Statement by the CSR Committee:

We, hereby affirm that the CSR policy as approved by the Board, has been implemented and the CSR Committee monitors the implementation of the CSR projects and activities in compliance with our CSR objectives.

Mr. Sanjiv Bhasin
Chairperson
CSR Committee

Mr. Pyush Gupta
Whole Time Director

Annexure VI

PARTICULARS OF EMPLOYEES

a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year ended 31st March, 2017:

Non-Executive Directors	Ratio to Median Remuneration
Ms. Aarti Jain	–
Mr. Sanjiv Bhasin	–
Mr. Brajinder Mohan singh	–
Mr. Aditya Malhotra	–
Mr. Pyush Gupta	–
Mr. Vivek Kumar Aggarwal	–

Executive Director(s)	Ratio to Median Remuneration
Mr. Pyush Gupta*	1:2

b. The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year:

Directors, Chief Financial Officer and Company Secretary	% Increase in Remuneration in the Financial Year
Ms. Aarti Jain	–
Mr. Sanjiv Bhasin	–
Mr. Vivek Kumar Agarwal	–
Mr. Brajinder Mohan Singh	–
Mr. Aditya Malhotra	–
Mr. Pyush Gupta	–
Mr. Ajay Jaiswal (Chief Financial Officer)	–
Mr. Pankaj Mahendru (Company Secretary)	–

c. Percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer:

Particulars	March 31, 2017	Date of Last Public Offer	% Change
Market Price (BSE)	–	NA	NA
Market Price (NSE)	–	NA	NA

d. The key parameters for any variable component of remuneration availed by the Directors: NA

e. Affirmation that the remuneration is as per the remuneration policy of the Company:

The Company affirms remuneration is as per the remuneration policy of the Company.

CORPORATE GOVERNANCE REPORT

I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is the implementation of best corporate practices, which enhances shareholder's value in the long run, while at the same time protecting the interest of other stakeholders. It refers to a blend of law, regulations, and voluntary practices, which enable the Company to attract financial and human resources, and achieve customer satisfaction through best quality at lower price, thus establishing long-term economic value for its stakeholders. It also ensures a fair and transparent decision-making and reporting system.

II. BOARD OF DIRECTORS

The Board of Directors believes that good governance is voluntary and self-disciplining, with the strongest impetus coming from Directors and the management itself, and ultimately leads to enhancement of value for all stakeholders. The Board of the Company is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 149 of the Companies Act, 2013. The Board formulates the strategy, regularly reviews the performance of the Company and ensures that the previously agreed objectives are met on a consistent basis. The Whole Time Director manages the day-to-day affairs of the Company. The Non-Executive Directors are eminent professionals, having experience in business, industry and finance.

A. Composition of Board of Directors

The Board of Directors has an optimum combination of Executive and Non-Executive Directors having rich knowledge and experience in the industry for providing strategic guidance and direction to the Company. As on 31st March, 2017, the Board of Directors of your Company comprises of Six (6) Directors out of which two (2) are non executive directors, One (1) is Whole Time Director (Executive) and Three (3) are Independent Directors. Ms. Aarti Jain is a Non Executive, promoter Director and is the Chairperson of the Company. The details of the Directors with regard to their Directorships in other companies, Committee positions as well as attendance at last Annual General Meeting and Board Meetings during the year are as follows:

Name of Director(s) & DIN	Designa-tion	Category	No. of Board Meetings attended	Attendance At last AGM	No. of Directorships in listed entities including this listed entity*	No. of Committees memberships in Audit/Stakeholder Committee(s) including this listed entity**	
						Member ship	Chairman ship
Ms. Aarti Jain (DIN: 00143244)	Chair-person	Promoter Non–Executive	8	No	1	1	Nil
Mr. Aditya Malhotra (DIN: 02191303)	Director	Promoter Non-Executive	4	No	2	2	2
Mr. Pyush Gupta (DIN: 03392865)	Director	Whole Time Director	3	Yes	1	2	Nil
Mr. Vivek Kumar Agarwal (DIN: 01479902)	Director	Independent	3	No	2	2	Nil
Mr. Sanjiv Bhasin (DIN: 01119788)	Director	Independent	4	No	5	5	2
Mr. Brajindar Mohan Singh (DIN: 02143830)	Director	Independent	3	No	2	1	Nil

Notes:- (1) *This excludes directorship held in Private Companies, Foreign Companies and Companies formed under Section 8 of the Companies Act, 2013.
(2) **Includes only Chairmanship/membership in Audit Committee and Stakeholders' Relationship Committee.

None of the Non Executive Director serves as Independent Director in more than seven listed companies and none of the Executive Director serves as Independent Director on any listed company. As required under SEBI LODR Regulations 2015 & the Listing Agreement, the Company has issued formal letters of appointment to the Independent Directors. The terms and conditions of appointment of Independent Directors are available on the Company's website.

B. BOARD PROCEDURES AND MEETINGS

The Board of Directors of your Company plays a pivotal role in ensuring good governance and functioning of the Company. The Board's role, functions, responsibility, and accountability are well defined. The Board reviews compliance reports of all laws applicable to the Company, as well as steps taken by the Company to rectify instances of non-compliances, if any.

The Board meets at regular intervals and during the year, 8 (eight) meetings of the Board of Directors were held on 30th May, 2016, 15th July, 2016, 04th August, 2016, 12th August, 2016, 27th August, 2016, 11th November, 2016, 07th December, 2016 and 11th February, 2017. The gap between no two board meetings exceeded one hundred and twenty days. All the members of the Board were provided requisite information as required as per Listing Agreement well before the Board Meeting. The Directors of the Company are not related inter-se.

C. INDEPENDENT DIRECTORS MEETING

During the year under review the Independent Directors had 1 (one) meeting without the presence of Non-Independent Directors and members of the Management. At this meeting, the Independent Directors inter alia evaluated the performance of the Non-Independent Directors and the Board of Directors as a whole, evaluated the performance of the Chairman of the Board and discussed aspects relating to the quality, quantity and timeliness of the flow of information between the Company, the Management and the Board.

D. PERFORMANCE EVALUATION OF INDEPENDENT DIRECTORS

The Performance of independent Directors was evaluated by Board of Directors on the basis of policy as laid down by the Nomination and Remuneration Committee.

E. REMUNERATION OF DIRECTORS

The remuneration of Executive Directors is fixed by the Board of Directors upon the recommendation of Nomination and Remuneration committee and approved by the shareholders of the Company. The Non-Executive Directors are paid sitting fees for attending the Board Meetings besides reimbursement of out of pocket expenses. Details of remuneration and sitting fees paid to the Directors during the year ended 31st March, 2017 are given below:

Executive Director

Executive Director	Salary* (Rs. in Lakhs)	Commission	Total (Rs. in Lakhs)
Mr. Pyush Gupta	8.95	–	8.95

*Salary includes basic salary, perquisites and allowances, contribution to provident fund etc.

Non Executive Director

S.No.	Name of Director	Commission	Sitting Fees
1.	Ms. Aarti Jain	—	—
2.	Mr. Aditya Malhotra	—	—
3.	Mr. Pyush Gupta	—	—
4.	Mr. Vivek Kumar Agarwal	—	—
5.	Mr. Sanjiv Bhasin	—	—
6.	Mr. Brajindar Mohan Singh	—	–

III. COMMITTEES OF THE BOARD

A. AUDIT COMMITTEE

The Board of Directors has duly constituted an Audit Committee. As at 31st March, 2017, the Audit Committee comprises of 3 (three) members. The constitution of the Audit Committee meets the requirement of Section 177 of the Companies Act, 2013 and guidelines set out in the Listing Agreement and SEBI LODR Regulations 2015. All the members of the Committee were provided requisite information as required in the Listing Agreement and SEBI LODR Regulations 2015. The Company Secretary of the Company acts as the Secretary of the Audit Committee.

The terms of reference of the Audit Committee include those specified under Listing Agreement and SEBI LODR Regulations 2015 as well as under Section 177 of the Companies Act, 2013 which inter-alia include:

- to oversee the Company's financial reporting process and disclosure of its financial information.
- to recommend appointment, remuneration and terms of appointment of the Auditors of the Company. to review and monitor the Auditor's independence and performance, and effectiveness of audit process.
- to review quarterly and annual financial statements before submission to the Board and to advice and make recommendations to the Board on matters related to financial management of the Company, including Audit Reports.
- to approve or subsequently modify the transactions of the Company with the related parties. to scrutinize the inter-corporate loans and investments.
- to assess the value of undertakings or assets of the Company, whenever it is necessary.
- to review and discuss with Auditors about internal control system, major accounting policies & practices reviewing Companies financial and Risk management policies in compliance with the listing agreement and legal requirements concerning financial statements.
- to monitor the end use of funds raised through public offers and related matters and
- to carry out any other functions as is mentioned in terms of reference to the Audit Committee.

The committee met 4 times during the year under review. The Company Secretary of the Company acts as the Secretary of the Audit Committee. The Composition of the committee and the attendance of members at the meetings was as follows:

Name of Member	Status	No. of Meeting attended
Mr. Sanjiv Bhasin	Chairperson	4
Mr. Pyush Gupta	Member	4
Mr. Vivek Kumar Agarwal	Member	4

B) NOMINATION AND REMUNERATION COMMITTEE

In terms of Section 178 of the Companies Act, 2013 and Listing Agreement and SEBI LODR Regulations 2015, the Board has constituted the Nomination and Remuneration Committee. The Committee inter alia reviews and approves the Annual salaries, commission, service agreement and other employment conditions for the Executive Directors and senior management. The remuneration policy is directed towards rewarding performance, based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing industry practice. The Committee comprises of 1 (one) non executive and 2 (two) independent non-executive Directors.

The committee met once during the year. The Composition and the attendance of members at the meeting was as follows:

Name of Member	Status	No. of Meeting attended
Mr. Saniiv Bhasin	Chairperson	1
Mr. Aditya Malhotra	Member	1
Mr. Vivek Kumar Agarwal	Member	1

C) STAKEHOLDERS' RELATIONSHIP COMMITTEE

In terms of Section 178 of the Companies Act, 2013 and the Listing Agreement and SEBI LODR Regulations 2015, the Board has constituted the Stakeholders' Relationship Committee. The Committee inter alia looks into the redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend / notices / annual reports. During the year, the committee met four (4) times.

The composition of the Stakeholders' Relationship Committee and the details of meetings attended by its members are given below:

Name of Member	Status	No. of Meeting attended
Mr. Aditya Malhotra	Chairperson	4
Mr. Pyush Gupta	Member	4
Mr. Vivek Kumar Agarwal	Member	4

Investors' complaints attended and resolved during 2016-17

Investor Complaints	No. of Complaints attended/resolved during 2016-7
Pending at the beginning of the year	0
Received during the year	6
Disposed of during the year	6
Remaining unresolved at the end of the year	0

The Company Secretary of the Company acts as the Secretary to the Stakeholders' Relationship Committee.

D) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

During the year under review, the Board in terms of Section 135 of the Companies Act, 2013 and the Listing Agreement and SEBI LODR Regulations 2015, has constituted a Corporate Social Responsibility Committee. The Committee comprises of 3 (three) directors including 2 (Two) Independent Directors. The Committee has been entrusted with the responsibility of formulating and recommending to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, monitoring the implementation of the framework of the CSR Policy and recommending the amount of expenditure to be incurred on the CSR activities.

The composition of the Corporate Social Responsibility Committee and the details of meeting attended by its members are given below:

Name of Member	Status	No. of Meeting attended
Mr. Sanjiv Bhasin	Chairperson	1
Mr. Pyush Gupta	Member	1
Mr. Vivek Kumar Agarwal	Member	1

IV. SUBSIDIARY MONITORING FRAMEWORK

In terms of Listing Agreement and SEBI LODR Regulations 2015, the Company has formulated a Policy for Determining Material Subsidiaries and the same is available on the Company's website (URL:http://www.rollatainers.in/investors.php). The Company has nominated its representative on the Board of material Subsidiary Company and it also monitors its performance inter alia, by the following means:

a) Financial Statements, in particular the investments made by the unlisted Subsidiary Companies, are reviewed by the Audit Committee of the Company.

b) Minutes of the meetings of the unlisted Subsidiary Companies are placed before the Company's Board.

c) A statement containing significant transactions and arrangements entered into by the unlisted Subsidiary Companies is placed before the Company's Board.

V. COMPLIANCE OFFICER

The Board has designated Mr. Pankaj Mahendru, Company Secretary as Compliance Officer of the Company.

VI. GENERAL BODY MEETINGS

The last three Annual General Meeting were held as per details given below:-

Financial Year	Venue	Date	Time	Whether Special Resolution(s) were passed
2015-2016	Plot No. 73-74, Phase–III, Industrial Area, Dharuhera, Distt. Rewari, Haryana-123106	23.09.2016	9:30 A.M.	No Special resolution was passed
2014-2015	Plot No. 73-74, Phase–III, Industrial Area, Dharuhera, Distt. Rewari, Haryana-123106	26.12.2015	9:30 A.M.	No Special resolution was passed
2013-2014	Plot No. 73-74, Phase–III, Industrial Area, Dharuhera, Distt. Rewari, Haryana-123106	26.12.2014	9:30 A.M.	Two Special resolutions were passed

Postal Ballot held during the Financial Year 2016-17

During the year under review, the members of the Company passed 1 (One) Special Resolution and 1 (One) Ordinary Resolution through Postal Ballot in accordance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration Rules), 2014. Approval of the members of the Company was sought vide Notice dated August 04, 2016 through Postal Ballot including e-voting.

The Company had appointed Ms. S. Khurana & Associates, Practicing Company Secretary, New Delhi, as the Scrutinizer for the aforesaid postal ballot process. The Special resolution was passed by the requisite majority and based on the report submitted by the Scrutinizer; the Chairman announced the results of the Postal Ballot on 08th September, 2016. The said results were also posted on the website of the Company, besides being communicated to the BSE where the equity shares of the Company are listed. The result(s) of the Postal Ballot were also published in the newspapers.

Details of Special Resolutions passed on 08th September, 2016 and the result of voting is as follows:-

1. For Alteration of Capital Clause of Memorandum of Association in conformity with the Companies Act, 2013

Description	Special Resolution under Section 180(1)(a) of the Companies Act, 2013
No. of valid votes polled (% age)	101483359 (100%)
Votes cast in favour of the Resolution (% age)	101481759 (99.90%)
Votes cast against the Resolution (% age)	800 (0.10%)

2. For transactions with Related Parties U/S 188 of the Companies Act, 2013

Description	Special Resolution under Section 188 of the Companies Act, 2013
No. of valid votes polled (% age)	101483359 (100%)
Votes cast in favour of the Resolution (% age)	101483359 (100%)
Votes cast against the Resolution (% age)	Nil (0%)

VII. MEANS OF COMMUNICATION

During the year under review, Results for quarters ended 30th June, 2016, 30th September, 2016, 31st December, 2016 and 31st March, 2017 have been published in English (The Statesman) and also in a vernacular language newspaper (Hari Bhoomi).

In addition, the Company uploads its Financial Results, Shareholding Pattern and other information on its website i.e.www.rollatainers.in.

The Company has submitted all compliances for the relevant quarters and the year ended on 31st March, 2017 on the BSE online portal – BSE Corporate Compliance & Listing Center and also on NEAPS NSE portal.

VIII. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A Management Discussion and Analysis Report is given by means of a separate annexure forming part of this Annual Report.

IX. GENERAL MEMBERS' INFORMATION

A. GENERAL INFORMATION

Registered Office	Plot No. 73-74, Phase-III, Indsutrial Area, Dharuhera, Distt. – Rewari, Haryana 123106
Plant Location	1. 14/5, Mathura Road, Faridabad, Haryana 2. Plot No. 73-74, Phase – III, Industrial Area, Dharuhera, Distt – Rewari-123106, Haryana
Annual General Meeting: Day/Date/Time/Venue:	Wednesday, the 27th September, 2017 at 10.00 A.M. Plot No. 73-74, Phase-III, Indsutrial Area, Dharuhera, Distt. Rewari, Haryana 123106
Financial Year	1st April, 2016 to 31st March, 2017
Book Closure	25th September, 2017 to 27rd September, 2017 (Both days Inclusive)
Equity Dividend payment date	N/A
Listing on Stock Exchanges	BSE Limited & The National Stock Exchange of India Limited. The Company has paid the Listing fee for the year 2017-18 to BSE & The National Stock Exchange of India Limited within the stipulated time.
ISIN CODE	INE 927A01032
Stock Code Equity Share: BSE NSE	 502448 ROLLT

B. Tentative Calendar for the Financial Year 2017-2018 (subject to change)

PARTICULARS	DATES
First Quarter Results	Mid August, 2017
Second Quarter Results	Mid November, 2017
Third Quarter Results	Mid February, 2018
Fourth Quarter Results	Upto End of May, 2018

The Company's quarterly Un-audited Financial Results are subject to Limited Review by Statutory Auditors and Annual results are subject to Audit by the Statutory Auditors. Quarterly Un-audited and Annual Audited Financial Results are published in the newspapers and also forwarded to the Stock Exchanges.

C. Dematerialisation of shares and liquidity

As on 31st March, 2017, 24,86,74,750 Equity Shares representing 99.42% of the Equity Share Capital of the Company are in dematerialized form. The Equity Shares of the Company are actively traded on BSE Limited and The National Stock Exchange of India Limited.

D. Share Transfer System

Pursuant to directions of SEBI, the facility to hold the Company's shares in electronic form is available to the members as the Company is registered with both the Depositories namely NSDL & CDSL. Share Transfer documents for physical transfer and requests for dematerialisation of shares may be sent to Company's Registrar and Share Transfer Agents.

E) LIQUIDITY

The Company's Equity share is among the most liquid and actively traded shares on BSE & NSE. Relevant data for the average daily turnover for the period under review is given below:

PARTICULARS	BSE	NSE	TOTAL
Shares (nos.)	393013	542812	935825
Value (in lakhs)	86.50	92.44	178.94

F. Registrar & Share Transfer Agent

M/s. Beetal Financial & Computer Services (P) Ltd.
Beetal House, 3rd Floor, 99, Madangir,
Behind L.S.C.,Near Dada Harsukh Das mandir,
New Delhi-110062
Phone No. 011-29961281-83
Fax No. 011-29961284

G) Market Price Data

Monthly High/Low prices per share of equity shares traded at BSE Limited for the year ended at 31st March, 2017

Months	High (Rs.)	Low (Rs.)
April, 2016	34.00	25.50
May, 2016	31.75	26.60
June, 2016	35.55	26.00
July, 2016	42.15	30.25
August, 2016	37.50	26.65
September, 2016	32.40	14.00

October, 2016	21.25	15.70
November, 2016	19.20	14.35
December, 2016	18.30	13.60
January, 2017	19.85	13.96
February, 2017	18.50	15.75
March, 2017	16.95	13.30

Monthly High/Low prices per share of equity shares traded at The National Stock Exchange of India Limited for the year ended at 31st March, 2017 (Trading started on 22 November 2016)

Months	High (Rs.)	Low (Rs.)
November, 2016	18.75	13.25
December, 2016	18.60	13.60
January, 2017	19.90	13.50
February, 2017	18.50	15.55
March, 2017	16.45	13.85

H) Shareholding Pattern as on 31st March, 2017

CATEGORY	NUMBER OF SHARES HELD	(%) PERCENTAGE OF SHAREHOLDING
Promoters	187460400	74.95
Financial Institutions/Banks	700	0.00
Foreign Portfolio Investors	16854400	6.74
Bodies Corporate	31088320	12.43
Resident Individuals	12749312	5.10
Non-Resident Individual(Non Repatriable)	236642	0.09
Clearing Member	256027	0.10
Resident Individuals - Hindu Undivided Family (HUF)	1341253	0.54
Non Resident Individual – Repatriable	139946	0.06
Insurance Companies	3000	0.00
	250130000	**100**

I) Distribution of Shareholding as on 31st March, 2017

No. of Shares held (Rs. 1/- paid up)	Number of	% to total Shareholders	Total No. of Shares (in Rs.)	% of Total Shareholding
Upto - 5000	6185	93.54	4719749	1.8869
5,001 - 10,000	170	2.57	1242381	0.4967
10,001 - 20,000	94	1.42	1301790	0.5204
20,001 - 30,000	45	0.68	1117016	0.4466
30,001 - 40,000	19	0.28	694469	0.2776
40,001 - 50,000	16	0.24	737551	0.2949

50,001 - 1,00,000	26	0.39	2052428	0.8205
1,00,001 & Above	57	0.86	238264616	95.2563
TOTAL	**6612**	**100.00**	**250130000**	**100.00**

J) Outstanding GDRS/ADRS/Warrants or any Convertible Instruments, Conversion date and likely impact on Equity

As on date, there are no outstanding GDRs/ADRs/Warrants/ or any other Convertible instruments.

K) Investors' Correspondence may be addressed to: -

Mr. Pankaj Mahendru
Company Secretary & Compliance Officer
Rollatainers Limited
Plot No. 73-74, Phase – III, Industrial Area,
Dharuhera Distt – Rewari – 123106, Haryana
Ph. # 01274 – 243326, 242220
Fax # 01274 - 242291
E-mail Address: cs.rollatainers@gmail.com

X. DISCLOSURES

1. RELATED PARTY TRANSACTIONS

Details of related party transactions entered into by the Company are included in the Notes to Accounts. Material individual transactions with related parties are in the normal course of business on an arm's length basis and do not have potential conflict with the interests of the Company at large. Transactions with related parties entered into by the Company in the normal course of business are placed before the Audit Committee.

2. DISCLOSURE OF ACCOUNTING TREATMENT

In the preparation of financial statements for the period ended on 31st March, 2017; there was no treatment different from that prescribed in an accounting standard that had been followed.

3. DETAILS OF NON-COMPLIANCE BY THE COMPANY

There were no instances of non-compliance by the Company and no penalties, or strictures were imposed on the Company by Stock exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

4. MANAGEMENT

(a) As part of the Directors' report or as an addition thereto, a Management Discussion and Analysis report should form part of this Annual Report for the shareholders. This Management Discussion & Analysis should include discussion on the following matters within the limits set by the company's competitive position:

- Industry structure and developments.
- Opportunities and Threats.
- Segment–wise or product-wise performance.
- Risks and concerns.
- Internal control systems and their adequacy.
- Discussion on financial performance with respect to operational performance
- Material developments in Human Resources / Industrial Relations front, including number of people employed

(b) The Code of Conduct for the Board of Directors and the senior management have been disclosed on the website of the Company.

5. SHAREHOLDERS

- Quarterly results and presentations made by the company to analysts/investors have been uploaded on Company's web-site.
- Stakeholders Relationship Committee (formerly known as Shareholders Grievances Committee) has already been constituted.

6. DISCLOSURE OF RESIGNATION OF DIRECTORS

The Company adopts the policy to disclose and upload the letter of resignation along with the detailed reasons provided by the director on its website within one working day from the date of receipt of the letter of resignation.

7. DISCLOSURE OF FORMAL LETTER OF APPOINTMENT

The Company adopts the policy to disclose and upload the letter of appointment of the independent Director along with the detailed profile on its website within one working day from the date of such appointment.

8. DISCLOSURE IN THE ANNUAL REPORT

- The details of the establishment of vigil mechanism will be disclosed on its website (www.rollatainers.in).
- The Company has already disclosed the remuneration policy and evaluation criteria in this annual report.

9. PROCEEDS FROM PUBLIC ISSUES, RIGHTS ISSUES, PREFERENTIAL ISSUES

During the period under review, no proceeds have been received through public issue, right issue, preferential issue etc.

10. DETAILS OF COMPLIANCE WITH MANDATORY REQUIREMENTS AND ADOPTION OF NON MANDATORY REQUIREMENTS

The Company has complied with all mandatory requirements of the SEBI LODR Regulations, 2015. The Company has adopted the following non-mandatory requirements of Regulation 27 read with Part E of Schedule II of the Listing Regulations:

(a) MODIFIED OPINION(S) IN AUDIT REPORT

The Company is in the regime of financial statements with unmodified audit opinion.

(b) SEPARATE POSTS OF CHAIRPERSON AND CHIEF EXECUTIVE OFFICER

The Chairperson is not the Chief Executive Officer of the Company.

(c) REPORTING OF INTERNAL AUDITOR

The Internal Auditor reports directly to the Audit Committee.

11. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB-PARAS (2) TO (10) OF PARA C TO SCHEDULE V OF THE LISTING REGULATIONS:

The Company has complied with all the requirements in this regard, to the extent applicable.

12. DISCLOSURES OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND REGULATION 46(2) OF THE LISTING REGULATIONS:

The Company has complied with all the requirements in this regard, to the extent applicable.

S. No.	Particulars	Regulation	Compliance Status Yes/No/N.A.	Compliance observed for the following:-
1.	Board of Directors	17	Yes	1) Composition 2) Meetings 3) Review of Compliance reports

				4)	Plans for orderly succession for appointments
				5)	Code of Conduct
				6)	Fees/compensation to Non-Executive Directors
				7)	Minimum information to be placed before the Board
				8)	Compliance Certificate
				9)	Risk Assessment & Management
				10)	Performance Evaluation of Independent Director
2.	Audit Committee	18	Yes	1)	Composition
				2)	Meetings
				3)	Power of the Committee
				4)	Role of the Committee and review of information by the Committee
3.	Nomination & Remuneration Committee	19	Yes	1)	Composition
				2)	Role of the Committee
4.	Stakeholder's Relationship Committee	20	Yes	1)	Composition
				2)	Role of the Committee
5.	Risk Management Committee	21	N.A	1)	Composition
				2)	Role of the Committee
6.	Vigil Mechanism	22	Yes	1)	Formulation of Vigil Mechanism for Directors and employees
				2)	Director access to Chairman of Audit Committee
7.	Related Party Transactions	23	Yes	1)	Policy on Materiality of Materiality of Related Party Transactions
				2)	Approval including omnibus approval of Audit Committee
				3)	Approval for Material related party transactions
8.	Subsidiaries of the Company	24	Yes	1)	Composition of Board of Directors of unlisted material subsidiary
				2)	Review of financial statements of unlisted subsidiary by the Audit Committee
				3)	Significant transactions and arrangements of unlisted subsidiary
9.	Obligations with respect to Independent Directors	25	Yes	1)	Maximum Directorships and Tenure
				2)	Meetings of Independent Director
				3)	Familiarization of Independent Directors
10.	Obligations with respect to Independent Directors and Senior Management	26	Yes	1)	Memberships/Chairmanships in committee
				2)	Affirmation on Compliance of Code of Conduct of Directors and Senior management.

				3) Disclosure of shareholding by non-executive directors 4) Disclosure by senior management of about potential conflicts of interest
11.	Other Corporate Governance Requirements	27	Yes	Filing of quarterly compliance report on Corporate Governance
12.	Website	46 (2)	Yes	1) Terms and conditions for appointment of Independent Directors 2) Compositions of various Committees of the Board of Directors 3) Code of Conduct of Board of Directors and Senior Management Personnel 4) Details of establishment of Vigil Mechanism/ Whistle Blower policy 5) Policy on dealing with Related Party Transactions 6) Policy for determining material subsidiaries 7) Details of familiarization programmes imparted to Independent Directors

13. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Audit Committee has established a Vigil, which provides a formal mechanism for all Directors and employees of the Company to approach the Management of the Company (Audit Committee in case where the concern involves the Senior Management) and make protective disclosures to the Management about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The disclosures reported are addressed in the manner and within the time frames prescribed in the Policy. The Company affirms that no director or employee of the Company has been denied access to the Audit Committee.

XI. CODE OF CONDUCT

The Code of Business Conduct and Ethics for Directors/Management Personnel ('the Code'), as adopted by the Board, is a comprehensive Code applicable to Directors and Management Personnel. The Code, while laying down in detail, the standards of business conduct, ethics and governance centers around the following theme: 'The Company's Board and Management Personnel are responsible for, and are committed to, setting the standards of conduct contained in this Code and for updating these standards, as appropriate, to ensure their continuing relevance, effectiveness and responsiveness to the needs of local and international investors and other stakeholders as also to reflect corporate, legal and regulatory developments. This Code should be adhered to in letter and in spirit'. A copy of the Code has been put on the Company's website (www.rollatainers.in). The Code has been circulated to Directors and Management Personnel, and its compliance is affirmed by them annually. A declaration signed by the CEO/CFO is published in this Report.

XII. CEO/CFO CERTIFICATION

The Whole Time Director and the Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Listing Regulations. The Whole Time Director also give quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33(2) of the Listing Regulations. The annual certificate given by the Whole Time Director and the Chief Financial Officer is published in this Report.

XIII. COMPLIANCE CERTIFICATE OF THE AUDITORS

Certificate from the Company's Auditors, Manoj Mohan & Associates, confirming compliance with conditions of Corporate Governance as stipulated under Regulation 34 read with Schedule V of the Listing Regulations, is annexed to the Corporate Governance Report forming part of the Annual Report.

XIV. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT (UNCLAIMED SHARES)

Pursuant to Regulation 39 of the Listing Regulations, The disclosure as required under schedule V of the Listing Regulations is given below:

a) Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year – Nil

b) Number of shareholders who approached listed entity for transfer of shares from suspense account during the year – Nil

c) Number of shareholders to whom shares were transferred from suspense account during the year – Nil

d) Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year – Nil

e) Voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares – NA

By Order of the Board
For ROLLATAINERS LIMITED

Place : New Delhi
Date : 21st August, 2017

Aarti Jain
DIN: 00143244
(Chairperson)

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

As required under Schedule V of SEBI Listing Regulations 2015, it is hereby confirmed that for the year ended 31st March, 2017, the Director's of Rollatainers Limited have affirmed compliance with the Code of Conduct for Board Members as applicable to them and members of the senior management have affirmed compliance with Employee Code of Conduct, as applicable to them.

Place : New Delhi
Date : 21/08/2017

(Pyush Gupta)
Whole Time Director
(DIN- 03392865)

AUDITORS' REPORT ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To
The Shareholders
ROLLATAINERS LIMITED

1. We have examined the compliance of conditions of Corporate Governance by **ROLLATAINERS LIMITED** ("the Company")for the Financial year ended on March 31, 2017 as stipulated in:
   - Regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).
2. The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. We have examined the relevant records of the Company in accordance with the Generally Accepted Auditing Standards in India, to the extent relevant, and as per the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India.
4. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement and SEBI Listing Regulations.
5. As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we state that the Stakeholders Relationship Committee has maintain records to show the Investors Grievance and certify that as at March 31, 2017, there were no investors grievance remaining unattended/pending for more than 30 days.
6. We state that such compliances are neither an assurance as to the future viability of the Company nor to the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Manoj Mohan & Associates
Chartered Accountants
Firm Registration No. 009195C

Place : New Delhi
Date : 21/08/2017

M. K. Agarwal
Partner
Membership No. - 76980

CEO/CFO CERTIFICATE

Pursuant to Regulation 17 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015

We, Pyush Gupta, Whole Time Director and Ajay Jaiswal, Chief Financial Officer, responsible for the finance functions certify that:

a) We have reviewed the financial statements and cash flow statement for the year ended 31st March, 2017 and to the best of our knowledge and belief :-

   I. These statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading;

   II. These statements together, 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, no transactions entered into by the Company during the year ended 31st March, 2017 are fraudulent, illegal or violation of the Company's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.

d) I) There has not been any significant change in internal control over financial reporting during the year under reference;

   II) That there are changes in accounting policies during the year on account of INDAS adoption and the same have been disclosed in the notes of financial statements; and

   III) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place : New Delhi	**(Ajay Jaiswal)**	**(Pyush Gupta)**
Date : 21/08/2017	**Chief Financial Officer**	**Whole Time Director**
		DIN : 03392865

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDIAN ECONOMIC OVERVIEW

Indian economy followed a path of recovery registering growth in the first three quarters of the year 2016. The prospect for economic growth became buoyant with the agrarian and rural economy benefiting from a good monsoon. The growth was affected in the last quarter of the year by the impact of the demonetization scheme. The financial year ended with GDP growth at around 7.1%. After moderating continuously over the first three quarters of the year 2016 to a historic low, retail inflation measured by year-on-year changes in the consumer price index (CPI) turned up in March 2017 to 3.81%.

Financial year 2016-17 was marked by economic reforms by introducing Goods and Services Tax (GST), a single tax intended to replace the existing Central and State indirect taxes, which has come into force from July 2017. The rollout of the demonetization scheme in early November aimed to usher in greater transparency in financial transactions and a transition towards a cashless economy; in the short term, it has squeezed liquidity and consumption across the economy.

The latest data released by the Central Statistics Office suggested that the impact of demonetisation on economic activity was modest. Economic activity is expected to pick up in 2017-18, although there is usual uncertainty about the monsoon at this stage. Several lead indicators suggest some improvement in the economic outlook. The outlook for 2017-18 brightens as liquidity in the economy moves towards normalization, with expectations for early revival and growth in overall consumption across several sectors including food and beverage.

PACKAGING INDUSTRY

1. CONSUMER INDUSTRY

Packaging is among the high growth industries in India and developing @ 22-25% per annum * (as per report from the Packaging Industry Association of India) and becoming a preferred hub for packaging industry. Currently, the 5th largest sector of India's economy, the industry has reported steady growth over past several years and shows high potential for continued growth and expansion, both in the domestic and export markets.

Costs of processing and packaging food can be up to 40% lower than parts of Europe which, combined with India's resources of skilled labour, make it an attractive venue for investment. A high degree of potential exists for almost all user segments which are expanding appreciably-processed foods, hard and soft drinks, fruit and marine products.

The Indian packaging industry has made a mark with its exports that comprise flattened cans, printed sheets and components, crown cork, lug caps, plastic film laminates, craft paper, paper board and packaging machinery, while the imports include tinplate, coating and lining compounds and others. In India, the fastest growing packaging segments are laminates and flexible packaging, especially PET and woven sacks.

Over the last few years Packaging Industry is an important sector driving technology and innovation growth in the country and adding value to the various manufacturing sectors including agriculture and FMCG segments. The growth is also driven by factors like growing pharmaceutical, food processing, manufacturing industry, FMCG, healthcare sector and ancillary in the emerging economies like China, India, Brazil, Russia and few other East European countries.

Indian domestic packaging industry will see notable growth over 2016-2021, growing at a CAGR of 9.2% as compared to 6.2% during 2011-2016. The growth will be heavily influenced by changing demographics such as growing urbanization and the rising proportion of middle class consumers. These changes drive the need for new packaging formats, such as different sizes, materials, and strength.

During the period 2016-2021, the Soft Drinks and Food industries will be the highest packaging market share gainers (by units) with share growth of 3.4% and 1.3% respectively. The growing organized retail sector has been a significant driver of the growth of the Food & Beverage industries, which in turn drives the growth of Indian packaging industry. In addition, innovations in the packaging industry, such as the development of lighter packaging with better barrier properties, add to the growth of packaging industry. In terms of packaging material, Glass and Rigid Plastics will be among the major share gainers, with share growth of 0.7% and 0.6% respectively during 2016-2021.

Flexible Packaging is the leading pack type in the Indian packaging industry and will grow at a healthy CAGR of 8.9% during 2016-2021, with major contributions from the Food, Household Care, and Cosmetics & Toiletries industries. This growth is largely driven by its low cost and flexibility to suit multiple shapes and sizes, convenience (zip-locks, plastic closures), and low-carbon foot print on the environment as compared to Rigid Plastics. In addition, the increasing prominence of low-density flexible packs in high protein foods is expected to drive the growth in the future.

With advancement in technology and general awareness, the packaging sector in India is well poised as most of the raw materials for packaging are abundantly available in the country. Moreover, the per capita spending has increased tremendously, leading to changing rural markets and a growing middle class who demand the best of products. Various upgraded technologies are being used in industry such as aseptic packaging, retort packaging and biodegradable packaging to enhance the life of food product. Moreover, the plastic packaging market is expanding rapidly registering a growth of 20-25 per cent per annum and is valued at 6.8 million tonne while the paper packaging industry stands at 7.6 million tonne. The packaging industry is poised to grow rapidly led by the increasing use of innovative packaging equipment and the rising flexible packaging market.

2. STRATEGY AND OUTLOOK

RT Packaging Limited is one of the largest integrated packaging companies in India. It is a leader and preferred supplier of paperboard and flexible laminate based packaging solutions. With its state-of-the-art infrastructure in Haryana and Karnataka, RT is catering to a wide spectrum of packaging requirements for the last three decades. It offers innovative and efficient product ranges across the major segments of packaging from printed lined cartons, laminates to packaging machines.

RT has a unique selling proposition for its customers whereby RT is able to offer and supply different packaging solutions from a fully integrated manufacturing facility covering paperboard based mono or lined cartons or flexible preformed laminate packs, pouches, laminate rolls and gravure labels. The state-of-the-art manufacturing facility is temperature & humidity controlled and dust free, which results in highest standards of hygiene & quality control.

Due to increasing expertise in the packaging of Food and Beverages, Spices, Personal Care products, mono and lined cartons and flexible laminate packaging segment is expected to capture the packaging demand. The overall packaging industry in India has a huge growth potential and is expected to reach ₹ 4.81 Trillion in FY2020-21. Additionally, India is growing as a manufacturing hub and the exports are also growing. To cater to the international market, the packaging standards are being uplifted which calls for adopting better packaging methods, materials and machineries to make sure that the quality of end product and visual appeal is top notch. Moreover highly favorable demographic patters in India such as increasing working age population, growing disposable income, growth in middle class, ongoing urbanization and changing lifestyles etc., will further drive the growth of packaging industry in India.

3. OPPORTUNITIES & STRENGTHS

The growth of packaging industry in India will be majorly impacted by the performance of the End-Use Industries, growing Consumerism and government initiatives. RT Packaging Limited is suitably positioned to take advantage of the growth that is expected in the End-Use Industries and growing Consumerism in the country. This is due to low utilisation of the installed capacities that presents an opportunity to capitalise on the growth in the packaging business.

End-Use Industries:

The Indian Food & Beverage industry has nearly 25% yearly growth and there is a major application of paperboard cartons and flexible packaging in food products and beverages. Thus growth in food and beverage sector highlights the growth potential for cartons and laminates in packaging. In this Industry segment, RT is a major supplier to Pepsi, Hindustan Unilever, Perfetti, Nestle, Amul, Mother Dairy, etc. to name a few.

Similarly, personal care sector, which is growing at nearly 15%, will also drive demand for flexible laminates and cartons, as it is the most used material for packaging of small size packs, whether it is shampoos, pickles, spices, etc.

Consumerism: Growing consumerism will also contribute to growing demand. Consumer's preference for the use of convenient packaging and affordable packaging is driving the market towards flexible packaging in India. Consumers

today are increasingly looking to buy products which are suitable for handling, long lasting and easy to store and as plastics can be used with great versatility, they have been the preferred choice in packaging. This growth will also be pushed by the increasing size of middle class population in tier II/III cities in the country.

The Government's "Make in India" campaign which aims to turn the country into a global manufacturing hub will have positive impact on the growth of packaging industry. The proposed policies of government for technology up-gradation fund scheme, setting up of plastic parks, setting up Special Economic Zones (SEZs) to overcome bottlenecks of infrastructure and creating business friendly policies will help in exploring the underlying potential. Also the extended support from Ministry of Chemicals & Fertilizers and the Central Institute of Plastics Engineering &Technology (CIPET) will drive the growth of packaging industry in India.

Socio-economic Factors: The demand for packaging is expected to grow primarily on account of rising personal disposable incomes and evolving tastes and preferences of the consumer. The change in aspirations for better quality consumer products has resulted in higher industry growth rates

Convenient and Eco-friendly Packaging: Amidst growing global environmental concerns and the need to control pollution levels, the demand for sustainable and eco-friendly packaging has increased. One of the main beneficiaries of this trend is the 'convenience packaging' industry. Consumers are increasingly looking for products which are easy to open, consume, store, carry, and dispose of, which has led to an increase in the demand for flexible packaging.

The Boom in E-commerce Industry: Over the last couple of years, the online shopping industry has experienced significant growth. Consumers, attracted by discounts and the convenience of shopping from home, have started to order not just white goods but also everyday items online. This has led to an increase in demand for packaging, especially corrugated cartons which the Company manufactures in large numbers. The Company also has substantial capacity to manufacture lined cartons.

FMCG Sector: India ranks among one of the top producers of food, vegetables and fruits. The introduction of FDI in the retail sector is expected to continue to provide significant growth opportunities to the Indian retail market. Growth in consumer spend, growing rural demand, changing demographics, emergence of a fast growing market for convenience goods, retail trade and quest for quality products is expected to result in increased demand for packaging in the medium to long term.

Low Rural Penetration: The current demand for packaged products is still primarily driven by the urban population. The rural population is gradually appreciating the importance of packaged products in terms of hygiene and quality (particularly food items) due to increased social awareness in these areas. As a result, many FMCG companies have started to launch smaller and lower sized versions of their products for the rural areas. This has offered a new avenue of growth for the packaging industry.

The 'Make in India' Campaign: The 'Make in India' campaign launched by the current Government is expected to give a major impetus to the manufacturing industry which is likely to boost the demand for packaging in India.

Established Track Record: Rollatainers is one of the pioneers of the Indian packaging industry with strong brand equity. With over 40 years of track record of success, the Company is highly regarded amongst both its customers and peers. It is also one of the few publicly listed companies in the packaging industry.

Diversified Products: Rollatainers is one of the very few packaging companies present in paper board based packaging, flexible packaging and also packaging machinery. This makes it a one stop shop for the FMCG industry and other users of packaging. This also allows the Company to provide integrated and customized packaging solutions.

Reputed Customer Base: Rollatainers caters to the packaging needs of leading FMCG companies such as Amul, Britannia, Conagra Foods, Hindustan Unilever, Nestle, Patanjali, Pepsi, Perfetti and Tata Global Beverages amongst others. These customers have been long standing business partners over the years.

Focus on Innovation: Rollatainers has a strong track record of new product development. The ability to integrate materials and machines is a strength which enables the Company to deliver new and innovative products which are customized to users' requirements. Over the years, Rollatainers has won reward and recognition for its focus on innovation.

Experienced Management Team: The core strength of the Company is a strong and experienced senior management team. The management has a successful track record of delivering quality products with a focus on innovation.

Certifications: The Company renewed its prestigious certifications such as FSC COC so as to continue the focus on sustainability and environment protection. The SEDEX certification is a symbol of our reliance on ethics in business and the BRC IOP certification relates to food safety for international markets including Europe. These certifications have not only helped to secure orders from large multinationals but also reinforce our commitment to excellence.

4. THREATS AND CONCERNS

As the key products of RT Packaging are composite materials, involving use of low density polyethylene, polyester, metallised polyethylene, paper, paperboard and aluminium foil, they are not biodegradable. With increasing awareness on environmental issues, any decision by Government restricting use of such composites is a key risk to our business. However, the sourcing strategy of RT has been very much conscious of the environments effects, which is why the company has been sourcing its paper and paperboard materials from certified sustainable sources. The company is also continuously working on developing new flexible packaging solutions which are more sustainable and cause least environmental impacts.

Fragmented Structure: One of the key features of the industry which hinders growth is its highly fragmented nature. The many vendors operating in the market compete aggressively on price with the objective of increasing their market share

Lack of Negotiating Power: A limited raw material supplier base often weakens negotiating power especially for companies that lack scale.

Unorganised Sector: Although efforts are being undertaken by the Indian Government and industry associations to bring the unorganised sector under the purview of the regulated industry, it still constitutes a significant portion of the total revenues of the industry. However, it is expected that the growing awareness of the importance of hygiene and health considerations will support the growth of the organised sector. The Company has undertaken various initiatives such as working towards greater efficiency, better quality, and product innovation to mitigate this risk.

Regulatory Changes: The industry is vulnerable to changes in laws relating to environment, waste disposal and food & product safety. These changes can lead to an increase in costs, loss of markets, discontinuation of product lines and a need to invest more in technology.

FOOD & BEVERAGE INDUSTRY

1. CONSUMER INDUSTRY

The Indian Food and Beverage (F&B) service Industry has witnessed unprecedented growth in the recent past few years, contributing a significant proportion to India's economic performance, dominated by restaurants and fast food outlets and continues to expand rapidly. The favourable Indian demographics coupled with increasing disposable incomes and urbanisation have contributed to growth of the industry. It is estimated that the food services sector will contribute 2.1% to India's GDP by 2021. The restaurant sector contributes highest to manpower requirement in the hospitality sector and provides impetus to other sectors as well, such as agriculture, food processing, supply chain and logistics, real estate sector, kitchen equipment and commissary.

The total Indian F&B service market (organised and unorganised) is Rs. 3,09,110 crore, projected to grow at compounded annual growth rate (CAGR) of 10% per annum and is expected to reach Rs. 4,98,130 crore by 2021. The market share of the restaurant chain segment in the organised market is Rs. 20,400 crore (20%), this is expected to grow at a CAGR of 20% to reach Rs. 50,950 crore (25% of the organised market) by 2021. The Fine Dine market chain is growing at CAGR of 3% per annum and is expected to be Rs. 615 crore by 2021. The sector is dominated primarily by the traditional segment. The brands and restaurant chains of both Indian origin and multinationals have not optimally penetrated the market so far. The F&B sector has evolved over the past decade, giving rise to exciting new concepts in food and beverage offerings and new and innovative service elements (Source: NRAI India Food Services Report 2016).

Segments such as fine dining, casual dining, quick service restaurants, cafes, etc., have found favour with the consumers. The F&B industry has been at the forefront of attracting investments into India and has played an integral role in portraying India as a land of opportunity.

The food services market in India has evolved from home grown, corporates, family run business ventures into international partnerships with multipolar and integrated business model. A large number of international chains have come into Indian market.

The Indian food industry landscape is dominated by the unorganised sector, is experiencing a gradual shift with the expansion in the market share of organised players. Owing to the large consumer base and significant growth potential, the food service market in India has attracted a large number of foreign players to launch their operations. International as well as domestic organised food service players are looking to expand their operations in India by opening new outlets, engaging in partnerships, employing more manpower etc., which would help fast track the growth of organised food service sector in India.

Key industry themes and projected growth

Café Industry

Despite India being a tea consuming nation, coffee chains here have been popular since their inception in the country. Coffee consumption in developed countries is ~8 kg a year while in India it is ~110 gm a year. However, the last few years have witnessed entry of new domestic and international players in both the coffee and tea segments. Increased consumer exposure to cafes and rising demand for speciality coffee and tea has given these players much needed impetus. The size of the café chain market is estimated at INR 1,805 Crores in 2016 and is expected to grow at a CAGR of ~10%, to reach INR 2,905 Crores by 2021.

Casual Dining Restaurants

The casual dining market in India has been flourishing over the last few years. The CDR segment represents the second largest share of the chain food services market in India. It has also seen an evolution of sorts in the preceding years. The CDR segment can be further divided into Affordable Casual Dining Restaurants (ACDRs) and Premium Casual Dining Restaurants (PCDRs). Exhaustive menus, quality food, high focus on presentation and the presence of specific cuisines or themes are all features of the emerging premium CDR segment.

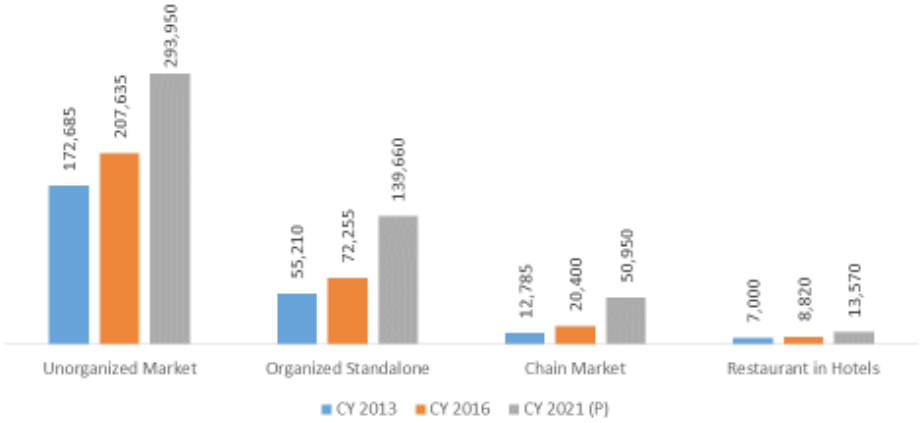
In 2016, the size of the Casual Dine Chain market is estimated at INR 6,720 crores and it is projected to grow at ~21% to reach a size of INR 17,245 Crores by 2021. The CDR market share rose from 2013 to 2016 and it is expected to rise again from 2016 (33%) to 2021 (34%).

Quick Service Restaurants

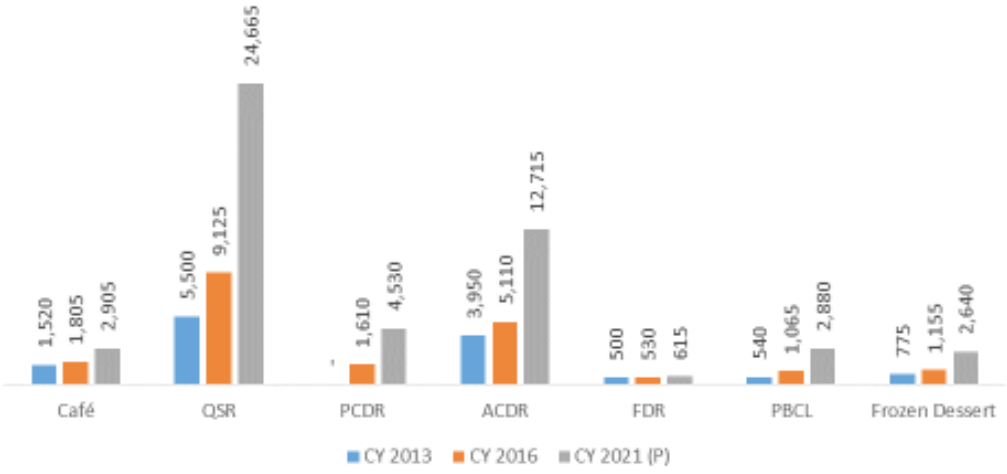
Quick Service Restaurants (QSR) have continued to be significant segment of the India Food Service Industry especially the organized market in India. The increasing desire for convenience and affordability along with the rising craving for International food has seen QSRs channel their efforts towards meeting these needs. The growth of this market segment has been rewarding and thus a number of International QSR chains armed with specific presence have entered the Indian market. Meanwhile, new domestic players are not too far behind. Outlets like Kabab Express, Tikka Town are also expanding in the QSR segment.

The size of the QSR market is estimated at INR 9,125 Crores in 2016. It is projected to grow at a CAGR of ~22% to reach INR 24.665 Crores by 2021. The QSR segment is expected to continue to pick up pace especially with new entrants. Hence its market share in the chain food service segment is estimated to rise from 45% in 2016 to 48% in 2021.

Food Service Market

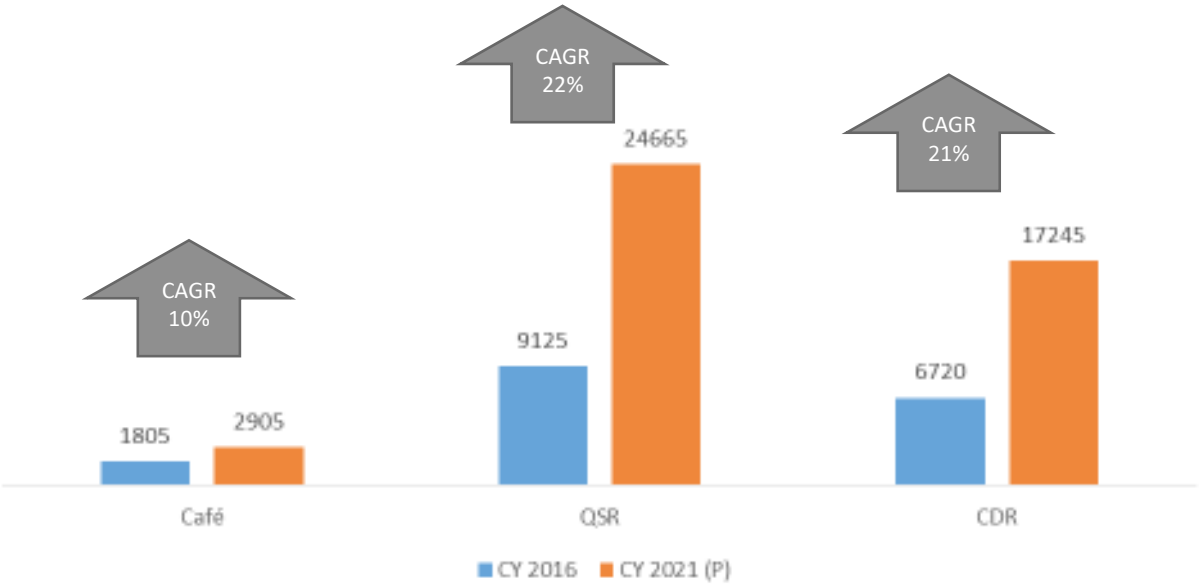


Chain (Food Service) Market



Source: India Food Services Report 2016, NRAI – Technopak

Key F&B Segments for Rollatainers



Source: India Food Services Report 2016, NRAI – Technopak

2. STRATEGY AND OUTLOOK

Rollatainers operates five flagship F&B brands across various formats. The Company consolidated its interests in the F&B business in early 2014, starting with the pan Asian casual dining brand Kylin through its subsidiary Boutonniere Hospitality Private Limited (formerly Carnation Hospitality Private Limited and referred to as "Boutonniere"). Subsequently Boutonniere acquired the café chain Barista from Lavazza Spa while also expanding its F&B business into the QSR and casual dining segments through Wendy's, Jamie's Italian and Jamie's Pizzeria.

The Company has been able to right size all the formats and store level economics to sustain the challenges in the industry and has now ventured into the affordable F&B segment which has helped to grow the ticket size.

Barista

Launch, history, description and USP

The Barista café chain was launched in 2000 and was acquired by the Company in 2014. Today, it is one of India's largest café chains with a presence in 47 cities and in 4 other countries namely Srilanka, Maldives, Nepal and Bangladesh. Barista aims at providing best quality coffee and coffee products along with all day snacking options. The total number of Barista outlets stands at 194 as of August 17.

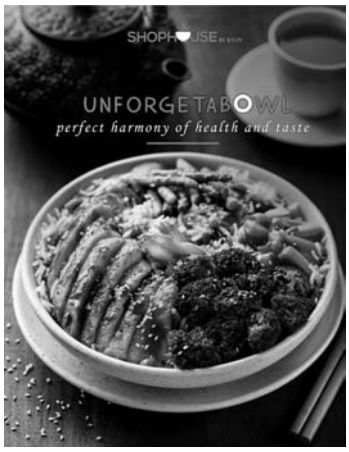
What have we done in the last year

Over the last year, Barista has revamped its F&B offerings with a larger focus on regional and local flavours and palates. For example, the inclusion of several different flavours of tea while continuing to maintain focus on coffee, improving the food to beverage ratio to offer the consumer a complete experience, and promoting popular Indian food and merchandise. This repositioning, along with a new brand identity and store refurbishments, has helped turnaround the Barista brand with an impressive same store growth.

Growth target and focus areas

The Company plans to grow to over 500 outlets in next five years. The brand's focus will be on expanding in international geographies which are more mature markets and have better price realisations and opening outlets at strategic locations such as Airports, Hospitals, Institutions & domestic market.

Kylin



Launch, history, description and USP

The Kylin chain of pan Asian chain cuisine casual dining restaurants was launched in 2005 and was acquired by the Company in 2014. Today, the brand has a major presence in North India, primarily in the Delhi/NCR region and is popular among people of all age groups. Kylin's cuisine includes Japanese, Thai, Burmese and Chinese. The chain aims at providing new and innovative flavours for the Indian palate. The total number of Kylin restaurants stands at 15.

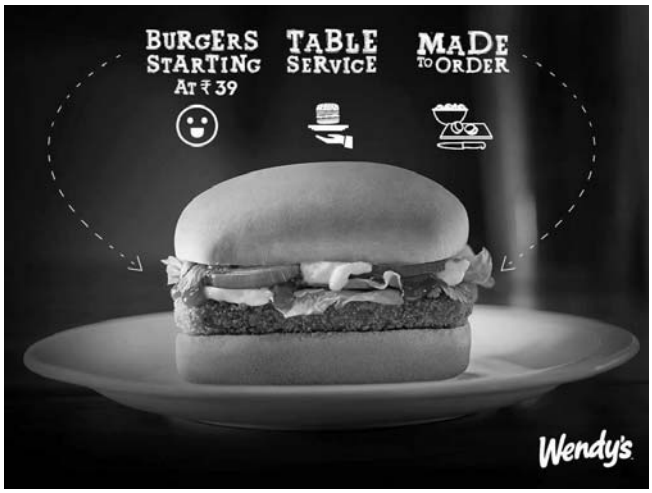
What have we done in the last year

We have developed a new scalable model which is a right fit for corporate / high end easy dining called shop house with the focus being the millenials as target clientele. Shop house offers meals in a bowl and gives the customer the choice to do the bowls his way. The menu is called DIY MENU which gives the customer to create the balanced bowl as per his preference. This concept has been launched in Gurgaon and is gaining a lot of traction.

Growth plans and focus areas

Kylin targets to grow to over 100 outlets in the next five years. The brand focuses to expand in Mumbai, Bengaluru and Kolkata along with focus on Tier 2 cities

Wendy's



Launch, history, description and USP

Wendy's is the third largest burger chain in the world. Its India franchisee, Sierra Nevada Restaurants, is a joint venture between Rollatainers and UK based IMM Associates. The first Wendy's India outlet was opened in Gurgaon in the first quarter of FY2016 and the chain currently operates two outlets in the Delhi/NCR region.

What have we done in the last year

Since the QSR market has been really challenging in last year with the entry of new International and domestic players giving a rise to overall competition in a thin margin business the group decided to right size the model before expanding it further. Wendy's store was opened in DLF Cyberhub, Gurgaon and the same has been delivering promising performance now. The group has optimised the overheads and capex. The business is now all geared up for an expansion with the new optimized capex model in place and overheads in control.

Growth plans and focus areas

Wendy's targets to grow to over 50+ outlets in the next 5 years, from 2 outlets as of Aug-2017. The brand has a plan to focus on tier 1 cities across the country in first phase of expansion.

Jamie's (Jamie's Italian and Jamie's Pizzeria)

Jamie's Pizzeria

Launch, history, description and USP

Jamie's Italian is a global casual dining chain by celebrity chef Jamie Oliver. Its India franchisee, Dolomite Restaurants, is a joint venture between Boutonniere Hospitality Pvt. Ltd and UK based IMM Associates. The first India outlet of Jamie's Italian was opened in third quarter of FY2016 in Delhi. The Company also launched Jamie's Pizzeria in the same quarter, a concept developed by the Indian franchisee, under the guidance of Jamie's International UK and is a first for the chain globally. Jamie's Pizzeria's menu primarily includes pizzas, salads, sides, desserts and drinks. There is currently 1 Jamie's Italian and 3 Jamie's Pizzeria outlets including one in Mumbai.

What have we done in the last year

Jamie's Restaurants have been delivering superior returns and have been deliver consistent profits over the last two years. Jamie's Pizzeria was opened in Aug 2016 in Mumbai and it served its ten thousandth customer within 27 days of its launch, a statistic that speaks volumes of its popularity. The business has optimised the overheads and capex and reduced the losses by 60%+.

Growth plans and focus areas

The Company plans to open 50 outlets of Jamie's Italian and Pizzeria over the next five years across India. The brand aims to capitalise on the increasing shift of the Indian consumer's preference towards the Italian cuisine.

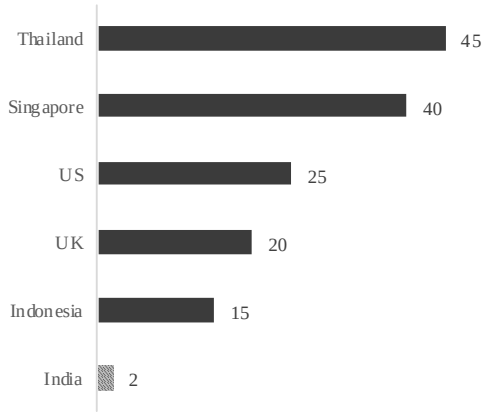
3. OPPORTUNITIES & STRENGTHS

Rising Consumerism and Affluence: Growth in the affluent and middle class, backed by relatively young Indian demographics, is driving the overall India consumption story. With this increasing spending power, these Indian consumer groups are continually seeking not only more but also innovative F&B options thereby driving the growth of restaurant outlets nationwide.

Target Customer Base: All of Rollatainers' brands are primarily positioned to target the millennials. India, where more than half of the country's population is in this age group, offers a very large and attractive customer base.

The Eating-out Experience: Consumers' preference for eating out is largely driven by their desire for a different experience in terms of service, ambience and food. Moreover, today's consumer is inclined to explore eating-out options more frequently than ever before. This trend has been supported by increasing affordability and easier accessibility particularly to shopping malls.

Eating out ratio (times / month)



Source: National Restaurant Association of India

Media Proliferation and Enhanced Awareness: The growing coverage of F&B by the media, especially by social media and the emergence of food based celebrity shows, has rapidly promoted awareness and interest amongst consumers. Increasing international travel has also led to various consumer groups becoming progressively more exposed to different cuisines and culinary styles.

Evolution of Food Retail Concepts: The emergence of food courts at malls, F&B hubs, food options at transport hubs such as airports, railway stations and highways is also driving the growth of the organized F&B sector.

Technology: The increasing use of smartphones and mobile technology has allowed for convenient and instantaneous access of customer reviews and evaluation of restaurant menus, leading to more frequent eating out. The rise in the numbers of online delivery businesses have made it easy to target the delivery business.

4. THREATS AND CONCERNS

Competing with the Unorganized Sector: The unorganised sector continues to be a large part of the F&B industry. Low overheads and the absence of regulatory accountability enable low operating costs and hence flexibility to compete aggressively on price. However, there is limited overlap between the target customer groups of the organised and the unorganised F&B segments.

Real Estate Cost and Availability: Suitable real estate at affordable prices is one of the biggest challenges facing the organised F&B industry. The potential combination of low average daily sales and high property rentals, can result in significant financial pressure.

Infrastructure and Supply Chain: Scalability can be challenging due to the lack of adequate infrastructure across many parts of the country. The unavailability of certain ingredients within India restricts the width and depth of the

menu and price offerings. The limited availability of adequate cold storage infrastructure also hampers the growth of the food service industry where restaurants rely on the cold supply chain. With currently limited food processing capabilities, many processed ingredients are either imported or made in-house.

Shortage of Labour and Manpower: The labour requirement for the Indian hospitality sector had crossed 500,000 in 2009-10 and is likely to grow to almost 920,000 in 2021-22. It has been estimated that the current supply of trained manpower for the entire hospitality industry is only 9-12% of this future requirement. The restaurant and eating out sector is highly labour intensive in India with the service, closely followed by the kitchen, accounting for close to 70% of all employees.

Regulatory Aspects: With a large number of licenses required and the time taken for obtaining these, the restaurant industry always has a long lead time for opening new outlets. In addition to the time taken, the cost of compliance is also relatively high. There is currently no central or single window for obtaining all statutory licenses required to operate an outlet. In addition, state governments have different license requirements thus increasing the complexity for a restaurant chain to plan timelines.

Managing Demand Fluctuations: There are surges and declines in demand at certain times in the week or day, such as lunch hours compared with dinner hours, or weekdays compared with weekends. Optimising resources and seating capacity utilizations are some of the key operating challenges that the F&B industry faces. An additional complexity is the effect of seasonality on the restaurant business.

Volume versus Value: Restaurant outlets that are dependent on a high volume of transactions with a low ticket size can place pressure on operating efficiency and marketing strategies.

Staff Retention: Restaurants often experience high staff attrition, largely attributed to the scarce availability of skilled manpower and competitor dynamics. High staff turnover rates result in increased training and retention costs for restaurants.

Corporate Overheads: Achieving operating restaurant scale is essential in covering corporate overheads and other central costs in the organised F&B sector. Without this scale, overall corporate profitability may be challenged.

Cloud Kitchens: Cloud kitchens, restaurants which deliver food directly from the kitchens, have recently been able to attract consumer interest. However, they have still not been able to meaningfully build market share with the type of consumer seeking a complete F&B experience.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an internal control system which monitors the compliance of internal processes. It ensures that all transactions are authorised, recorded and reported correctly. The systems are routinely tested and certified by Statutory as well as Internal Auditors and cover all offices, plant facilities and key areas of business. The Internal Auditors independently evaluate the adequacy of internal controls and concurrently audit the majority of the transactions in value terms.

The Company's internal control systems provide for:

- Adherence to applicable accounting standards and policies
- Accurate recording of transactions with internal checks, prompt reporting and timely action
- Compliance with applicable statues, policies, listing requirements and management policies and procedures
- Review of capital investments and long term business plans
- Periodic review meetings to guide optimum utilization of resources
- Effective use of resources and safeguarding of assets

The Audit Committee reviews the effectiveness of internal control systems, and also provides timely updates on operating effectiveness and controls to senior management team. A Whole Time Director and CFO Certificate, forming part of the Corporate Governance Report, reinforces the effectiveness of internal controls and reiterates their responsibilities to report any irregularities to the Audit Committee and rectify any issues.

The auditors carry out periodic audits as per an agreed internal audit programme. They bring to the notice of management issues which require their attention and also highlight the severity of the issue. Corrective actions are then rapidly set in place. The internal auditors report is reviewed by the Audit Committee and placed before the Board of Directors for their consideration.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the period under review, the Company's consolidated revenue for the year ended 31.03.2017 was Rs. 150.58 crores compared to Rs. 86.73 crores for the nine months period ended 31.03.2016. On an annualised basis, the consolidated sales have been increased by 30%. The Consolidated Net Loss for the year ended 31.03.2017 was Rs. 16.77 crores compared to profit of Rs. 5.71 crores (inclusive of extraordinary income of Rs 22.31 crores) for the nine months period ended 31.03.2016.

FINANCIAL CONDITION

Rollatainers monitors its financial position regularly and deploys a robust cash management system. The Company has also been able to manage adequate liquidity to meet its business requirements.

DEBT POSITION

There is no secured debt in the Company.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

During the year, the Company's successes were made possible by the relentless efforts of each and every employee. The Company has developed a robust and diverse talent pipeline which enhances Rollatainers' organizational capabilities and further driving greater employee engagement. Our human resource program is focused on attracting the right talented individuals, providing excellent on the job training opportunities, and finally giving them the growth opportunities consistent with their aspirations. In addition, the trust our employees place in us is evident in our ability to retain key employees and senior executives during FY2017.

Rollatainers has always enjoyed strong industrial relations. The company has a systematic grievance redressal system to further strengthen these relationships. This system encourages employees to share their views and opinion with the management. The Company reflects on this feedback and incorporates relevant changes into the existing policies, systems and processes.

During the period under review, the Company maintained a cordial relationship with its workforce. The Directors would like to place on record their appreciation and recognition towards all its employees who continue to exude confidence and commitment toward the Company.

STATUTORY COMPLIANCE

The company secretary, as compliance officer, ensures compliances of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Compliance certificates are obtained from various departments of the Company and the Board is informed of the same at every Board Meeting.

CAUTION STATEMENT

The above mentioned statements are only 'forward looking statements' based on certain assumptions and expectations. The Company's actual performance could differ materially from those expressed/projected depending upon changes in various factors. The Company does not assume any responsibility to any change(s) in forward looking statements', on the basis of subsequent developments, information or events etc.

Important developments that could affect the Company's operations include a downward trend in the domestic automotive industry, competition, rise in input costs, exchange rate fluctuations, and significant changes in the political and economic environment in India, environmental standards, tax laws, litigation and labour relations.

By Order of the Board
For **ROLLATAINERS LIMITED**

Place : New Delhi
Date : 21st August, 2017

Aarti Jain
DIN: 00143244
Chairperson

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF
ROLLATAINERS LIMITED

Report on the Financial Statements

We have audited the accompanying standalone financial statements of ROLLATAINERS LIMITED ("the Company") which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters specified in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standard) amendment rules, 2016. This responsibility also includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these 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 financial statements are free from material misstatements.

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2017 and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure A, a statement on the matters specified in paragraph 3 & 4 of the Order.

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

   a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

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

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

   d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment rules, 2016;

   e) on the basis of the written representations received from the directors as on March 31, 2017, 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, refer to our separate report in 'Annexure B'; to this report;

   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 does not have any pending litigations which would impact its financial position in its financial statements;

      ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

      iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

      iv. The Company has provided requisite disclosures in Note 35 to these standalone financial statements as to the holding of Specified Bank Notes on November 8, 2016 and December 30, 2016 as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on our audit procedures and relying on the management representation regarding the holding and nature of cash transactions, including Specified Bank Notes, we report that these disclosures are in accordance with the books of accounts maintained by the Company and as produced to us by the Management.

For **Manoj Mohan & Associates**
Chartered Accountants
Firm's Registration Number : 009195C

M. K. Agarwal
Partner
Membership Number : 76980

New Delhi, May 29, 2017

Annexure A to the Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) In respect of its fixed assets:

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

(b) The fixed assets were physically verified during the period by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

(ii) As explained to us, the inventories were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of inventories at reasonable intervals and no material discrepancies were noticed on such verification.

(iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, the provisions of paragraph 3(iii)(a) and (b) of the Order are not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made.

(v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

(vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed accounts and cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Value Added Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Value Added Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues in arrears as at March 31, 2017 for a period of more than six months from the date they became payable.

(b) Dues of Sales Tax and Excise Duty not deposited on account of dispute are as follows:

Name of Statute	Nature of the Dues	Amount (Rs. In Lakhs)	Period to	Forum where dispute is pending
Central Excise Tax Act, 1944	Excise Duty & Service Tax	6.47	FY. 2013-14	Commissioner Central Excise
Central Sales Tax Act, 1957	Sales Tax	29.00	FY. 2011-12	Excise & Taxation Officer

(viii) According to the information and explanations given to us, the company has not availed any term Loans from banks/financial institutions and the Company has not defaulted in repayment of dues to government.

(ix) According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.

(x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197, read with Schedule V to the Companies Act, 2013.

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

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the period. Accordingly, the provisions of paragraph 3(xiv) of the Order are not applicable to the Company.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.. Accordingly, the provisions of paragraph 3(xv) of the Order are not applicable to the Company.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Manoj Mohan & Associates**
Chartered Accountants
Firm's Registration Number : 009195C

M. K. Agarwal
Partner
Membership Number : 76980

New Delhi, May 29, 2017

Annexure B to the Independent Auditors' Report

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls under clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of ROLLATAINERS 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of the Management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 Institute of Chartered Accountants of India.

For **Manoj Mohan & Associates**
Chartered Accountants
Firm's Registration Number : 009195C

M. K. Agarwal
Partner
Membership Number : 76980

New Delhi, May 29, 2017

BALANCE SHEET AS AT 31ST MARCH, 2017

(Rs. '000)

	PARTICULARS	NOTE	AS AT 31.03.2017	AS AT 30.06.2016
I	**EQUITIES AND LIABILITIES**			
	(1) Shareholder's Funds:			
	Share Capital	3	**364130**	**364130**
	Reserves & Surplus	4	**688806**	**716189**
	(2) Non-Current Liabilities			
	Long Term Borrowings	5	**1946494**	**1878525**
	Other Long Term Liabilities	6	**65692**	**9242**
	Long Term Provisions	7	**5642**	**5776**
	(3) Current Liabilities			
	Trade Payables	8	**31668**	**34226**
	Other Current Liabilites	9	**4152**	**7056**
	TOTAL		**3106584**	**3015144**
II	**ASSETS**			
	(1) Non-Current Assets			
	Fixed Assets			
	- Tangible Assets	10	**52241**	**56885**
	- Capital Work in Progress	10	**20825**	**15203**
	Non-Current Investments	11	**1844128**	**1382360**
	Long Term Loans and Advances	12	**11896**	**11896**
	Deferred Tax Assets (Net)	13	**117942**	**162483**
	(2) Current Assets			
	Inventories	14	**2475**	**3116**
	Trade Receivables	15	**897135**	**721072**
	Cash & Bank Balance	16	**2484**	**4451**
	Short term Loans & Advances	17	**149778**	**647577**
	Other Current Assets	18	**7679**	**10101**
	TOTAL		**3106584**	**3015144**
III	Significant Accounting policies and accompanying Notes forming part of financial statements.	1 TO 37		

As per our report of even date attached
For and on behalf of the Board
FOR MANOJ MOHAN & ASSOCIATES
Chartered Accountants
Firm Registration No. 009195C

Sd/-
(M. K. AGARWAL)
Partner
(Membership No. 76980)

Sd/-
PANKAJ MAHENDRU
Company Secretary

Sd/-
AJAY JAISWAL
CFO

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Director

Place : New Delhi
Dated : 29th May, 2017

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2017

(Rs. '000)

	PARTICULARS		NOTE	AS AT 31.03.2017	AS AT 31.03.2017
I	**REVENUE**				
	Revenue from Operations (Gross)		19	**45085**	**445689**
	Less : Excise Duty			**0**	**44703**
	Revenue from Operations (Net)			**45085**	**400986**
II	**Other Income**		20	**39104**	**86**
III	**Total Revenue**			**84189**	**401072**
IV	**EXPENSES**				
	Cost of Raw Material Consumed		21	**36307**	**325950**
	Change in Inventories of Finished Goods, Work in progress and stock in trade		22	**(0)**	**45840**
	Employee Benefits expense		23	**11402**	**46000**
	Depreciation and Amortisation	3647	10		
	Less : Transferred from Revaluation Reserve	496		**3151**	**13259**
	Other Expense		24	**15432**	**73534**
	Total Expenses			**66292**	**504583**
V	Profit/(Loss) before Exceptional & Extra-Ordinary items and tax			**17897**	**(103511)**
VI	Extra Ordinary items		25	**(243)**	**223061**
	Profit/(Loss) tax			**17654**	**119550**
VII	Provision for Taxation -Defferred Tax			**(44542)**	**0**
VII	Profit/(Loss) for the year			**(26888)**	**119550**
VIII	**Earnings per Share (In Rs.)**				
	Basic			**(0.11)**	**0.48**
	Diluted			**(0.11)**	**0.48**
	Significant Accounting policies and accompanying		1 TO 37		

As per our report of even date attached
For and on behalf of the Board
FOR MANOJ MOHAN & ASSOCIATES
Chartered Accountants
Firm Registration No. 009195C

Sd/-
(M. K. AGARWAL)
Partner
(Membership No. 76980)

Sd/-
PANKAJ MAHENDRU
Company Secretary

Sd/-
AJAY JAISWAL
CFO

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Director

Place : New Delhi
Dated : 29th May, 2017

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

(Rs. in '000)

		Current Year	Previous Year
A.	CASH FLOWS FROM OPERATING ACTIVITIES		
	NET PROFIT/(LOSS) BEFORE TAX & EXTRA ORDINARY ITEMS	**17654**	**119550**
	ADJUSTMENTS FOR :		
	DEPRECIATION	**3151**	**13259**
	INTEREST & DIVIDEND EARNED	**(559)**	**(53)**
	LOSS / (PROFIT) ON SALE OF FIXED ASSETS	**(243)**	**0**
	OPERATING PROFIT/(LOSS) BEFORE WORKING CAPITAL CHANGE	**20003**	**132756**
	ADJUSTMENT FOR	**324158**	**(964679)**
	TRADE & OTHER RECEIVABLE	**641**	**93434**
	INVENTORIES	**50855**	**(175276)**
	TRADE PAYABLE	**395656**	**(913765)**
	CASH FLOW FROM OPERATIONS	**395656**	**(913765)**
	NET CASH FROM OPERATING ACTIVITIES		
B	**CASH FLOW FROM INVESTMENTS ACTIVITIES**		
	PURCHASES OF FIXED ASSETS	**(5622)**	**(1311)**
	CAPITAL ADVANCES	**1240**	**115069**
	INVESTMENT IN OTHER COMPANIES	**(461768)**	**(804150)**
	INTEREST RECEIVED	**559**	**53**
	NET CASH GENERATED/(USED) IN INVESTING ACTIVITIES	**(465590)**	**(690339)**
C	**CASH FLOW FROM FINANCIAL ACTIVITIES**		
	REPAYMENT OF UNSECURED LOANS	**67967**	**1595523**
	NET CASH FROM FINANCIAL ACTIVITIES	**67967**	**1595523**
	NET INCREASE IN CASH AND CASH EQUIVALENTS	**(1967)**	**(8581)**
	CASH & CASH EQUIVALENTS (OPENING)	**4451**	**13032**
	CASH & CASH EQUIVALENTS (CLOSING)	**2484**	**4451**

Notes :

1. Purchase of fixed assets is shown net of subsidy, advance against land and after considering increase/ decrease in capital work in progress.
2. Impact of unrealised foreign exchange gain / (loss) has been considered in the respect heads only.

For and on behalf of the Board
FOR MANOJ MOHAN & ASSOCIATES
Chartered Accountants
Firm Registration No. 009195C

Sd/-
(M. K. AGARWAL)
Partner
(Membership No. 76980)

Sd/-
PANKAJ MAHENDRU
Company Secretary

Sd/-
AJAY JAISWAL
CFO

Place : New Delhi
Dated : 29th May, 2017

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Director

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

Note 1. BACKGROUND

Rollatainers Limited (The Company) operates as an integrated packaging solution organisation with business encompassing research, manufacturing and marketing Lined and mono Cartons and Packaging Machines. The company's equity shares are listed for trading on the National Stock Exchange of India Limited and Bombay Stock Exchange Limited.

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES

a) ACCOUNTING CONCEPTS:

The Financial Statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP), to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act")/ Companies Act, 1956 ("the 1956 Act"), as applicable. The financial statements have been prepared on accrual basis under the historical cost convention.

b) USE OF ESTIMATES:

The preparation of financial statements in conformity with the generally accepted accounting principles requires management to make estimates and assumptions that affect the reportable amount of assets and liabilities and disclosure of contingent liabilities at the date of financial statements and the reportable amount of revenue and expenses during the reporting year end. Differences between the actual results and estimates are recognised in the year in which the results are known / materialised.

C) FIXED ASSETS AND DEPRECIATION

i) Fixed assets are stated at their original cost of acquisition including taxes, duties, freight and other incidental expenses related to acquisition and installation of the relevant assets. Technical know-how fees, interest on borrowed funds attributable to acquisition/construction of fixed assets and related pre-operative expenses up to the date of commencement of commercial production, net of sales of trial production, are also capitalised wherever considered appropriate. Cenvat and VAT availed has been deducted from the cost of respective assets.

ii) Projects under Commissioning and other Capital Works-in-Progress are carried at cost, comprising direct cost, related incidental expenses and Interest on borrowings to the extent attributed to them.

iii) Depreciation on Fixed Assets except patents is provided on straight-line method at the rates specified in Schedule II to the Companies Act, 2013. Depreciation on the assets costing up to Rs.5000/- is provided in full in the year of acquisition. Depreciation on adjustment to fixed assets due to fluctuation in foreign currency is amortised over the residual life of the assets.

iv) Depreciation on revaluation part is transferred from Revaluation Reserve to Profit & Loss account for the year.

v) Leased Assets:

a) Assets given on operating lease are capitalised in the manner stated in 2 (i) above.

b) Initial direct cost are charged off to the profit & loss account

c) The lease rentals in respect of assets given or taken on operating Lease are accounted for on accrual basis, which has been arrived at on the basis of contracts entered with the lessee or lessor as the case may be.

D) IMPAIRMENT OF ASSETS

The carrying amounts of fixed assets are reviewed at each balance sheet date, if there is any indication of impairment based on internal / external factors.

An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount and the same is recognized as an expense in the statement of Profit & Loss and Carrying amount of the asset is reduced to recoverable amount.

Reversal of impairment losses recognized in prior periods is recorded when there is an indication that the impairment losses recognized for the assets no longer exists or have decreased.

E) RESEARCH AND DEVELOPMENT

Revenue Expenditure is charged to Profit & Loss Account of the year in which they are incurred. Capital Expenditure is capitalised.

F) REVENUE RECOGNITION

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Sales of goods

Gross Turnover as reported is inclusive of Excise Duty recovered from Customers but net of rejection and rebates.

Interest

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

G) INVENTORIES

Inventories are valued at cost or net realizable value, whichever is lower. The cost in respect of various items of inventories are computed as under:-

i) In case of raw materials stores and spares at weighted average cost plus direct expenses.

ii) In case of work in process at raw material cost plus conversion expenses depending upon stage of completion.

iii) In case of finished goods at raw materials cost plus conversion cost, packing cost, excise duty and other overheads to bring the goods to present condition and location.

iv) Raw material and other stocks lying at port pending clearance at cost inclusive of custom duty actually paid. The custom duty payable on material lying into bond is accounted on clearance for home consumption.

H) INVESTMENTS

i) Investments are classified as Long Term Investments and Current Investments. Long Term Investments are stated at cost less permanent diminution in value, if any. Current Investments are stated at lower of cost or net realisable value.

ii) Investment in subsidiaries are valued at cost less provision for impairment. Investment are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable.

I) FOREIGN EXCHANGE TRANSACTIONS

i) Transactions denominated in foreign currencies are recorded at the exchange rate prevailing at the time of Transaction.

ii) Monetary Items denominated in foreign currency including foreign currency loan at the yearend are restated at the yearend rate. In case of items which are covered by forward exchange contract, the difference between yearend rate and rate on the date of the contract is recognised as exchange difference and premium paid on forward contracts and option contract is recognised over the life of the contract.

iii) The difference either on settlement or on translation of monetary assets and liabilities and realised gain and losses on foreign exchange transaction are recognised in the Profit and Loss account except of those contracts for which option under notification of Accounting Standard-11 was exercised where they relate to acquisition of Fixed Assets, the difference arising a result in which case they are adjusted to the carrying cost of such assets. Exchange rate difference on year end long tern foreign currency loan is carried to "Foreign Currency Monetary Translation Difference Account" to be amortised up to the period of loan or up to March 31, 2017 whichever is later.

iv) Non-monetary foreign currency items are carried at cost.

J) RETIREMENT BENEFITS AND LEAVE ENCASHMENT

i) The company has a LIC Policy taken through its Gratuity Trust to cover the gratuity liability of its employees. Similarly, in respect of manager and above grade, liability towards Superannuation is also considered based on the LIC policy taken for that purpose. The Liability is accounted for on the basis of actuarial valuation made at the end of financial year and charged to profit and loss account.

ii) The un-availed leaves, to the credit of employees are accounted for on the basis of actuarial valuation made at the end of the each financial year and are charged to Profit & Loss Account.

K) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the notes. Contingent assets are neither recognised nor disclosed in the financial statements.

L) BORROWING COST:

a. Borrowing cost on working capital requirement is charged off to revenue in the year in which they are incurred.

b. Borrowing Cost, which is directly attributable to the acquisition, construction of Fixed Assets is capitalised as part of the assets.

M) EXPORT BENEFITS

Export benefits against the Duty paid imported materials are recognised to the extent of exports made during the year.

N) INCOME TAXES

Current Tax is determined on the basis of the amount of tax payable in respect of taxable income for the year.

Deferred tax is calculated at current statutory income tax rate and is recognized on timing differences; being the difference between taxable income and accounting income that originate in the one period and are capable of reversal in one or more subsequent periods. Deferred tax assets subject to the consideration of prudence, are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

O) CASH FLOW STATEMENT

Cash flows are reported using the Indirect Method, whereby Profit/ (Loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferral of accruals of past or future cash receipts and payments. The cash flow from Operating, Investing and financing activities of the company are segregated based on available information.

3 : SHARE CAPITAL (Rs. in '000)

PARTICULARS	As at 31.03.2017	As at 31.03.2016
Authorised		
i) Equity Shares		
47,00,00,000 Equity shares of Rs.1/- each	**470000**	**470000**
Previous year 23,50,00,000 Equity share of Rs.2/- each)		
ii) Preference Shares		
18,00,000 Redeemable Preference Shares of Rs.100 each.		
(Previous year 18,00,000 Redeemable Preference Shares of Rs.100 each)	**180000**	**180000**
	650000	**650000**
Issued, subscribed and fully paid		
Equity Shares		
25,01,30,000 Equity Shares of Rs.1/- each		
[Previous year 12,50,65,000 Equity shares of Rs.2/- each]	**250130**	**250130**
Preference Shares		
i) 1,40,000, 10.00%, Non-Convertible Redeemable Preference Shares of Rs. 100 each Preferentially placed with WLD Investments Pvt Ltd (Redeemable in 10 Yrs.)	**14000**	**14000**
ii) 10,00,000, 2% Redeemable, Non Cumulative, Non Convertible Preference shares of Rs.100/- each, preferentially placed with WLD Investments Pvt Ltd, redeemable not before five years and not later than twelve years issued on 14-08-2012	**100000**	**100000**
	364130	**364130**
a Reconciliation of No. of Equity Shares		
No. of Share Outstanding at the Beginning of the year	**125065000**	**125065000**
Add: Shares increased during the year due to change in face value of Re. 1/- each*	**125065000**	**0**
Less: Shares forfeited during the year	**0**	**0**
No. of Share Outstanding at the end of the year	**250130000**	**125065000**
***One Share of Rs. 2/- each was splitted into two shares of Rs.1/- each**		
b Reconciliation of No. of Preference Shares		
i) 10% Non-Convertible Redeemable Preference Share		
No. of Share Outstanding at the Beginning of the year	**140000**	**140000**
Add: Shares issued during the year	**0**	**0**
Less: Shares forfeited during the year	**0**	**0**
No. of Share Outstanding at the end of the year	**140000**	**140000**
ii) 2% Redeemable, Non Cumulative, Non Convertible Preference shares		
No. of Share Outstanding at the Beginning of the year	**1000000**	**1000000**
Add: Shares issued during the year	**0**	**0**
Less: Shares forfeited during the year	**0**	**0**
No. of Share Outstanding at the end of the year	**1000000**	**1000000**

c i) Equity Shares held by Holding Company

187460400 Equity shares (Previous Year 93730200) are held by WLD Investments Pvt Ltd., the holding company.

ii) Preference Shares held by Holding Company

a) 10% Non-Convertible Redeemable Cumulative Preference Share 140,000 Preference shares (Previous year 140000) are held by WLD Investments Pvt Ltd., the holding company.

b) 2% Redeemable, Non Cumulative, Non Convertible Preference shares 10,00,000 Preference shares (Previous year 10,00,000 are held by WLD Investments Pvt Ltd., the holding company.

d *i) Terms/right attached to Equity Shares*

The company has only one class of equity shares having a par value of Rs 1/- per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder.

ii) Terms/right attatched to Preference Shares

The Preference Shareholders enjoy a preferential right in the payment of dividend during the life time of the company. The claim of Preference shareholders is prior to the claim of equity shareholders. In the event of winding up of the company, the redemption of preference shares shall have priority over equity shareholders.

e. *i) Shareholders holding more than 5 percent of the Equity share Capital*

S. No.	Name of Share Holder	As At 31-03-2017		As At 31-03-2016	
		No. of Shares Held	% age	No. of Shares Held	%a ge
1	WLD Investments Pvt Ltd (Holding Company)	**187460400**	**74.95%**	93730200	74.95%

ii) Shareholders holding more than 5 percent of the Preference share Capital

S.No.	Name of Share Holder	As At 31-03-2017		As At 31-03-2016	
		No. of Shares Held	% age	No. of Shares Held	%age
i)	**10% Non-Convertible Redeemable Cumulative Preference Share**				
	WLD Investments Pvt Ltd (Holding Company)	**140000**	**100%**	140000	100.00%
ii)	**2% Redeemable, Non Cumulative, Non Convertible Preference shares**				
	WLD Investments Pvt Ltd (Holding Company)	**1000000**	**100.00%**	1000000	100.00%

f) Bonus Shares issued in the last Five Years:

Year/Period Ended	31st March, 2017	31st March, 2016	31st March, 2015	31st March, 2014	31st March, 2013
No. of Shares	Ni	Nil	Nil	Nil	15007800
Ratio	Ni	Nil	Nil	Nil	3.2

4 : RESERVES AND SURPLUS (Rs. in '000)

PARTICULARS		As at 31.03.2017		As at 31.03.2016
Capital Reserve				
Balance as per Last Balance Sheet	11969	**11969**	**11969**	
Additions/Transfers during the Year	0		0	**11969**
Capital Redemption Reserve				
Balance as per Last Balance Sheet	21001	**21001**	21001	
Additions/Transfers during the Year	0		0	**21001**
Revaluation Reserve				
Balance as per Last Balance Sheet	26801		27296	
Additions/Transfers during the Year	(495)	**26306**	(495)	**26801**
Share Premium				
Balance as per Last Balance Sheet	816268		816268	
Additions/Transfers during the Year	0	**816268**	0	**816268**
General Reserve				
Balance as per Last Balance Sheet	148507		148507	
Additions/Transfers during the Year		**148507**	0	**148507**
Loss in statement of Profit and Loss Account				
Brought forward from previous year	(308357)		(427907)	
Add: Wealth Tax provision reversed	0		0	
Add: Profit/(Loss) for the Year	(26888)	**(335245)**	119550	**(308357)**
Total		**688806**		**716189**

5 : LONG-TERM BORROWINGS (Rs. in '000)

PARTICULARS	As at 31.03.2017	As at 31.03.2016
Unsecured Loans from Corporates	**1946494**	**1878525**
Total	**1946494**	**1878525**

6 : OTHER LONG TERM LIABILITIES (Rs. in '000)

PARTICULARS	As at 31.03.2017	As at 31.03.2016
Security deposit from Customers/Contractors	**65692**	**9242**

Security deposit from customers against Leased machines are payable after return of machine from the lessees'.

7 : LONG TERM PROVISIONS

(Rs. in '000)

PARTICULARS	As at 31.03.2017	As at 31.03.2016
i) Employee Benefit Provisions	**5642**	**5776**
Total	**5642**	**5776**

8 : TRADE PAYABLES

(Rs. in '000)

PARTICULARS	As at 31.03.2017	As at 31.03.2016
Total Outstanding Due to :		
– Micro, Small and Medium Enterprises	**0**	**548**
– Others	**31668**	**33678**
Total	**31668**	**34226**

(a) The List of SMEs to whom company owes a sum exceeding Rs.1,00,000 and which is outstanding for more than 30 days is as under:-
Jupiter Metal, Compact Postwell services, Blueshield Protection Network Pvt Ltd, Decon products pvt ltd, Tejas Enterprises, etc.

(b) The Payments to SMEs are being made as per stipulated terms.

(c) The above information has been compiled in respect of parties to the extent to which they could be identified as SMEs on the basis of information available with the company.

9 : OTHER CURRENT LIABILITIES

(Rs. in '000)

PARTICULARS	As at 31.03.2017	As at 31.03.2016
i) Advances From Customers	**94**	**1887**
ii) Other Liabiliites	**1503**	**2614**
iii) Fixed Deposits	**2555**	**2555**
Total	**4152**	**7056**

10 : FIXED ASSETS

(Rs. '000)

	GROSS BLOCK				DEPRECIATION				NET BLOCK	
Description of Assets	As at 01.04.2016	**Additions**	**Sales/ Adj.**	**As at 31.3.2017**	As at 01.04.2016	**For the Year**	**Adjustment**	**As at 31.3.2017**	**As at 31.3.2017**	As at 31.3.2016
TANGIBLE ASSETS :										
Lease Hold Land	2395			**2395**	204	24		**228**	**2167**	2191
Free Hold Land	19194			**19194** $	0	**0**		**0**	**19194**	19194
Building & Roads	31985			**31985** $	21321	671		**21992**	**9993**	10664
Plant & Machinery	114480		9838	**104642**	90107	2894	9012	**83989**	**20653**	24373
Office Equipments	4618		2850	**1768**	4296	57	2716	**1637**	**131**	322
Furniture & Fixtures	1116		1067	**49**	1077	1	1030	**48**	**1**	39
Vehicles	2042		10	**2032**	1940	0	10	**1930**	**102**	102
Sub Total	175830	0	13765	162065	118945	3647	12768	109823	52241	56885
Capital Work in Progress	15203	5622		**20825**	–	–	–	**–**	**20825**	15203
TOTAL	**191033**	**5622**	**13765**	**182890**	**118945**	**3647**	**12768**	**109824**	**73066**	**72088**
Previous Period	511096	1311	321374	191033	311621	13629	206305	118945	72088	199475

Notes :
$ Gross Block includes the amount of revaluation of Rs. 38850 (Previous Year Rs. 38850).

11 : NON-CURRENT INVESTMENTS

(Rs. in '000)

PARTICULARS	As at 31.03.2017	As at 31.03.2016
LONG TERM, UNQUOTED		
A. NON TRADE, AT COST		
Investment in Govt Securities		
i) 5 year National Saving Certificates (lodged with Sales Tax Deptt)		**10**
Investment in Subsidiary Companies		
ii) 22499900, Equity Shares of Rs 10/- each in RT Packaging Ltd. (Previous Year 22499900 Equity Shares of Rs 10/- each)*	**200000**	**200000**
iii) 200000, 11% Redeemable Cumulative Preference Shares of Rs. 100/- each in RT Packaging Ltd.	**481778**	**20000**
iv) 20,00,000 Equity Shares (Previous year 2000000) of Rs 10/- each in Carnation Hospitality Pvt. Ltd.	**20000**	**20000**
v) 10,00,000 Equity Shares (Previous year Nil) of Rs 10/- each in Rollatainers Toyo Machines Pvt. Ltd.	**10000**	**10000**
vi) 1,32,35,000 Equity Shares (Previous year 13235000) of Rs 10/- each in Sierra Navada Restaurants Pvt. Ltd.	**132,350**	**132350**
vii) 10,00,00,000 1% Non-Redeemable Non-Cumulative Preference Share of Rs. 10 each place with Rollatainers Ltd. (Previous year 10,00,00,000 shares of Rs 10/- each) issue on 21-12-2016	**1000000**	**1000000**
	1844128	**1382360**

*The Company holds 22499900 Equity Shares having face value of Rs. 10/- each (previous year 22499900 equity shares) of RT Packaging Ltd., Out of which 2499900 equity shares received at NIL value in pursuance to the Reworked Restructuring package dt. 21-07-2005 approved by CDR Cell.

12 : LONG TERM LOANS AND ADVANCES

(Rs. in '000)

PARTICULARS	As at 31.03.2017	As at 31.03.2016
Unsecured Considered Good		
Deposit with Govt. Deptt. & Others	**11896**	**11896**
	11896	**11896**

13 : DEFERRED TAX ASSETS (NET)

[Rs.' 000]

PARTICULARS	Opening As at 01.04.2016	Charge/(Credit) during the Period	Closing As at 31.03.2017
Fixed Assets	38829	**(23279)**	15550
Deferred Tax Liabilities: (A)	**38829**	**(23279)**	15550
Unabsorbed Depreciation	92148	(8537)	83611
Unabsorbed Business Losses	105244	(58814)	46430
Unabsorbed Long Term Capital Loss	3450	0	3450
Expenses to be allowed on payment basis	470	0	470
Deferred Tax Assets: (B)	**201312**	**(67351)**	**133491**
NET DEFERRED TAX ASSETS (B-A)	**162483**	**(44072)**	**117942**

14 : INVENTORIES [Rs.' 000]

PARTICULARS	As at 31.03.2017	As at 31.03.2016
(As per inventory taken, valued and certified by the management)		
Raw Material	**2474**	**3116**
Stores & Spares	**1**	**0**
	2475	**3116**

15 : TRADE RECEIVABLES [Rs.' 000]

PARTICULARS	As at 31.03.2017	As at 31.03.2016
(Unsecured, considered good unless stated otherwise)		
– Debts due for a period exceeding 6 months	**8272**	**721072**
– Other debts	**888863**	**0**
	897135	**721072**

16 : CASH AND BANK BALANCE [Rs.' 000]

PARTICULARS	As at 31.03.2017	As at 31.03.2016
Cash in hand	**244**	**157**
Balance with Scheduled Banks		
– Current Accounts	**1460**	**3551**
– Fixed Deposits held as margin against Bank Guarantees	**780**	**743**
	2484	**4451**

-Cash and cash equallant as on March 31, 2017 and March 31,2016 include restricted cash balance of Rs. 7.80 lakhs and 7.43 lakhs.

17 : SHORT TERM LOANS AND ADVANCES (Unsecured considered good unless stated otherwise)

[Rs.' 000]

PARTICULARS	As at 31.03.2017	As at 31.03.2016
Advances (recoverable in cash or in kind or for value to be received)	**144754**	**642545**
Pre-Paid Expense	**0**	**298**
Loans to employees	**1369**	**1369**
Balance with Excise Authorities	**440**	**211**
Tax deducted at source	**3216**	**3153**
	149779	**647577**

18 : OTHER CURRENT ASSETS [Rs.' 000]

PARTICULARS	As at 31.03.2017	As at 31.03.2016
Considered Good		
Insurance Claims	**1210**	**1647**
Sales Tax Refunds	**6469**	**8454**
	7679	**10101**

19 : REVENUE FROM OPERATIONS [Rs.' 000]

PARTICULARS		As at 31.03.2017		As at 31.03.2016
a) Sale of Product*				
Sale Local	**45085**		433013	
Sale Export	**0**	**45085**	6289	439302
b) Sale of Services				
Machine Hire Charges		**0**		**369**
c) Sale of Scrap		**0**		**6018**
		45085		**445689**

20 : OTHER INCOME [Rs.' 000]

PARTICULARS	Year Ending 31.03.2017	Period Ending 31.03.2016
- Interest Income		
On Fixed Deposit	**559**	**53**
- Foreign Exchange fluctuation	**38545**	**33**
	39104	**86**

21 : COST OF RAW MATERIAL CONSUMED [Rs.' 000]

PARTICULARS	Year Ending 31.03.2017	Period Ending 31.03.2016
Stock at the beginning of the year	**3116**	**42906**
Purchases	**35666**	**286160**
	38781	**329066**
Less: Stock at the end of the year	**2474**	**3116**
	36307	**325950**

a : Value of Imported and indegeneous Raw Materials consumed [Rs.'000]

PARTICULARS	Year Ending 31.03.2017		Period Ending 31.03.2016	
Raw Material:				
Imported	**0**	0.00%		0.00%
Indigeneous	**36307**	100.00%	**325950**	100.00%
	36307	**100.00%**	**325950**	100.00%

22 : CHANGE IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADED

[Rs.'000]

PARTICULARS	As at 31.03.2017	As at 31.03.2016
CLOSING STOCK AS ON 31-03-2017		
Work-in-Process/Semi Finished Goods	**0**	**0**
Finished Goods	**0**	**0**
Production Scrap	**0**	**0**
	0	**0**
OPENING STOCK AS ON 01-04-2016		
Work-in-Process/Semi Finished Goods	**0**	**41449**
Finished Goods	**0**	**4034**
Production Scrap	**0**	**356**
	0	**45840**
NET (-) INCREASE/ DECREASE	**(0)**	**45840**

23 : EMPLOYEES BENEFIT EXPENSES [Rs.' 000]

PARTICULARS	Year Ending 31.03.2017	Period Ending 31.03.2016
Salary, Wages and Bonus	**11278**	**40134**
Contribution to Provident Fund and other funds	**10**	**2430**
Employee Welfare Expenses	**114**	**3436**
	11402	**46000**

24 : OTHER EXPENSES [Rs.' 000]

PARTICULARS	Year Ending 31.03.2017	Period Ending 31.03.2016
Stores & Spares Consumed	**0**	**11943**
Packing Material Consumed	**0**	**7724**
Processing Charges	**0**	**1184**
Power & Fuel	**673**	**13875**
Donation	**0**	**5**
Freight	**45**	**2461**
Rent	**7593**	**7937**
Rates & Taxes	**2755**	**270**

Repairs & Maintenance:		
Plant & Machinery	**21**	**1375**
Others	**90**	**349**
Insurance	**108**	**495**
Legal & Professional	**1849**	**3849**
Travelling & Conveyance	**631**	**2943**
Miscellaneous Expenses	**1165**	**6467**
Auditors' Remuneration	**150**	**225**
Cash Discount	**0**	**7**
Miscellaneous Balances written off	**52**	**10810**
Bank Charges	**79**	**72**
Security Charges	**220**	**1543**
Interest on lat payment	**0**	
Total	**15432**	**73534**

a : Value of Imported and indegeneous Stores, Spares Parts & Components consumed [Rs.'000]

PARTICULARS	**Year Ending 31.03.2017**		**Period Ending 31.03.2016**	
Stores, Spares Parts & Components				
Imported	**0**	**0.00%**	**0**	**0.00%**
Indigeneous	**0**	**0.00%**	**11943**	**100.00%**
	0	**0.00**	**11943**	**100.00%**

25 : EXTRA ORDINARY ITEMS [Rs.' 000]

PARTICULARS	**Year Ending 31.03.2017**	**Period Ending 31.03.2016**
Profit/(Loss) on Sale of Fixed Assets	**(243)**	**223061**
Total	**(243)**	**223061**

26. Contingent Liabilities in respect of :

(a) Bank Guarantee issued Rs 6.32 Lakhs (Previous Year 6.32 Lakhs).

(b) Excise matters: Rs. 6.47 Lakhs (previous year Rs 8.63 Lakhs).

(c) Sales Tax Matters : Rs. 120.28 Lakhs (Previous year Rs 29.00 Lakhs).

27. In the opinion of the Board of Directors, the current assets and loans & advances, if realized in the ordinary course of business, would be realized at least equal to the amounts at which these have been stated in the balance sheet. Further, provision for all known liabilities has been made in the books of accounts.

28. In the matter of interest and demages levied by Regional Provident Fund Commissioner Faridabad, the company has filed an appeal with Provident Fund Tribunal in delhi involving a demand of Rs 142.68 Lakhs. The company has already deposited a sum of Rs 62.26 Lakhs against the above demand.

29. Assets given on lease:

a) Detail of assets given on operating lease:

(Rs.'000)

Class of assets	Gross carrying amount	Depreciation charged during the period	Accumulated depreciation as on 31.03.17
Packing & filling Machines	68020	2464	50368

b) **A general description of the lessor's significant leasing arrangements:**

Company is leasing out self manufactured fully automatic lined carton packing machines under the operating lease agreements.

30. Earning per share:

"Earning per share" is calculated in accordance with Accounting Standard-20, issued by the Institute of Chartered Accountants of India:

a) Basic and Diluted: (Rs. In '000)

Particular	Current Year	Previous Period
Profit / (-) Loss for the year (Rs.)	**(26888)**	**119550**
Profit / (-) Loss attributable to equity share for the year	**(26888)**	**119550**
Weighted average number of shares outstanding during the year	250130	125065
Basic EPS (Rs.)	**(0.11)**	**0.48**
Nominal value per equity share	**1**	**1**

31. Auditors' Remuneration

Particular		Current Year	Previous Period
(a)	**PAYMENT TO AUDITORS (INCLUDED IN MISC. EXPENSES):**		
	Audit Fees	**150**	**150**
	Tax Audit Fee	**150**	**150**
(b)	**REMUNERATION TO WHOLE TIME DIRECTOR:**		
	Salary	**617**	**680**
	Allowance perquisites & other benefits	**215**	**787**
	Contribution of P. F. and other funds	**63**	**82**

32. Related Party Disclosures for the year ended 31st March 2017 in accordance with AS - 18 issued by The ICAI

a) List of related parties & relationships, where control exists.

S. No.	Nature of Relationship	Name of Party	
1	Holding Company	WLD INVESTMENTS PVT LTD	
2	Key Management Personnel & their Relatives	Ms. Aarti Jain, Mr. Sanjiv Bhasin Mr. Pyush Gupta	Mr. Aditya Malhotra Mr. Vivek Agrawal Mr. Brajindar Mohan Singh
3	Subsidiary & Joint Venture Entities	RT Packaging Ltd Rollatainers Toyo Machines Pvt. Ltd. Boutonniere Hospitality Pvt. Ltd. Sierra Navada Restaurants Pvt. Ltd.	

b) <u>Transactions with Related Parties</u> (Rs. '000)

S. No.	Transactions	Holding Company	Key Managerial Persons	Subsidiary/ Associates
1	Purchase Of Goods (Finished/ Unfinished)			(127,717)
2	Sale Of Goods (Finished/ Unfinished)			– (–)
3	Rent Paid	– –		– (1,975.00)
4.	Investment Made	– –		– (1,000,000.00)
5	Remuneration		1,889.00 (1,548.00)	– –
6	Transfer Of Expenses			36 (12,150.00)
	Outstanding as on 31.03.2017:			
	a) Amount Receivable	12,574.00 (491,642.00)		– –
	b) Amount Payable	– –		– (1,887.00)

Note : Figures in bracket represents previous year amounts.

33 Foreign currency outgo: [Rs.'000]

PARTICULARS	Year Ending 31.03.2017	Period Ending 31.03.2016
Travelling	**0**	**0**
Others	**0**	**0**

34 Earnings in foreign Exchange [Rs.'000]

PARTICULARS	Year Ending 31.03.2017	Period Ending 31.03.2016
FOB value of exports	**0**	**2025**

35 CIF Value of Imports [Rs.'000]

PARTICULARS	Year Ending 31.03.2017	Year Ending 31.03.2016
On CIF basis (direct imports):		
Spare Parts	**0**	**0**
– Plant & Machinery incl advance for machine	**0**	**0**

36 During the year the company has specified bank notes (SBNS) or other denomination notes as defined in the MAC notification, G.S.R. 308(E), dated March 31, 2017. The details of SBNs transacted during the period from November 8, 2016 to December 30, 2016, the denomination-wise SBNs and other notes as per notification are as follows:

(Amount in Rupees)

Particulars	Specified Bank Notes (SBN) (INR)	Other denomination notes (INR)	Total (INR)
Closing cash in hand as on 08-11-2016	158000	18141	176141
Add: Permitted Receipts	0	**150000**	**150000**
Less: Permitted Payments	0	**43535**	**43535**
Less : Amount Deposited into Banks	1580000	**0**	**158000**
Closing cash in hand as on 30-12-2016	0	**124606**	**124606**

For the purpose of this clause the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the government of India, in the ministry of Finance, Department of Economic Affair S.O. 34 07(E), dated November 8, 2016.

37 a) Previous year figures were for nine months, hence not comparable with current year figures.

b) All figures or amount, including those in the notes to accounts have been rounded upto the nearest thousand, except wherever specifically mentioned.

Signature to notes 1 to 37 inclusive

As per our report of even date attached
For and on behalf of the Board
FOR MANOJ MOHAN & ASSOCIATES
Chartered Accountants
Firm Registration No. 009195C

Sd/-	Sd/-	Sd/-
(M. K. AGARWAL)	**PANKAJ MAHENDRU**	**AJAY JAISWAL**
Partner	Company Secretary	CFO
(Membership No. 76980)		
	Sd/-	Sd/-
Place : New Delhi	**PYUSH GUPTA**	**AARTI JAIN**
Dated : 29th May, 2017	Whole Time Director	Director

CONSOLIDATED FINANCIAL STATEMENTS
of
ROLLATAINERS LIMITED
and its
SUBSIDIARY
&
JOINT VENTURE

Form AOC- I

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

Statement containing salient features of the financial statement of subsidiaries/Associate Companies/Joint Ventures

Part "A": Subsidiaries

(Rs. In lacs)

S. No.	Name of Subsidiaries	Reporting Period	Reporting Currency	Exchange Rate	Share Capital	Reserve & Surplus	Total Assets	Total Liabilities	Invest-ments	Revenue	Profit Before Tax	Provision for Tax	Profit After Tax	Proposed Dividends	% of Holding
1	RT Packaging Ltd	31st March	INR		2,500	(558)	15,782	15,782		8,204	(934)		(934)	NIL	90%
2	Boutonniere Hospitality Pvt Ltd	31st March	INR		200	(661)	5952	5952		7160	(36)	98	63	Nil	100%

Part "B": Associates & Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

S.No	Name of Associates/Joint Ventures	Latest Audited Balance Sheet Date	Reporting Currency	Shares of Associate/Joint Ventures held by the Company on year end			Description of how there is significant influence	Reason why the associate/ Joint venture is not consolidated	Net Worth attributable to Shareholding as per latest Audited Balance Sheet	Profit/Loss for the year	
				No.	Amount of Investment in Associate/Joint Venture	Extent of Holding %				Considered in Consolidation	Not Considered in Consolidation
1	**Joint Ventures** Rollatainers-Toyo Machine Pvt Ltd	31st March	INR	1000000	100	50%	By Shareholding	-	62.34	(37.07)	(37.07)
2	Sieera Nevada Restaurants Pvt Ltd	31st March	INR	16285000	1,629	50%	By Shareholding	-	566.33	(593.33)	(593.33)

Note 1: There is significant influence due to percentage (%) of the share capital.

For and on behalf of the Board

As per our report of even date attached
For Manoj Mohan & Associates
Chartered Accountants
ICAI Firm Regd. No. 009195C

Sd/-
(M. K. AGARWAL)
Partner
Membership No. - 76980

Place : New Delhi
Dated : 29th May, 2017

Sd/-
Pankaj Mahendru
Company Secretary

Sd/-
Pyush Gupta
Wholetime Director

Sd/-
Ajay Jaiswal
Chief Financial Officer

Sd/-
Aarti Jain
Director

Additional Information, as required under Schedule III to the Companies Act, 2013 of enterprises consolidated as Subsidiary/Associates/Joint Venture.

(Rupees in Lacs)

Name of the entity in the		Net Assets, i.e., total assets minus total liabilities		Share in profit or loss	
	Reporting Currency	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount
Parent					
Rollatainers Ltd	INR	122.14%	10529.36	15.18%	(268.88)
Subsidiaries					
RT Packaging Ltd	INR	22.53%	1941.87	52.76%	(934.30)
Boutonniere Hospitality Pvt Ltd		(5.35%)	(461)	(3.54%)	62.7
Joint Ventures					
Rollatainers-Toyo Machine Pvt Ltd	INR	0.72%	62.34	33.50%	(593.33)
Sieera Nevada Restaurants Pvt Ltd		6.57%	566.33	2.09%	(37.07)
Adjustment due to Consolidation		(46.61%)	(4,018.16)		
Total		**100.00%**	**8,620.74**	**100.00%**	**(1,770.88)**

Independent Auditors' Report on Consolidated Financial Statements

To the Members of Rollatainers Limited

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Rollatainers Limited ("the Holding Company") and its subsidiaries and associates (collectively referred to as "the Company" or "the Group"), comprising of the consolidated balance sheet as at 31st March 2017, the consolidated statement of profit and loss for the year ended 31st March, 2017 and the consolidated cash flow statement for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

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

Auditors' Responsibility

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Company, as at 31st March 2017, and their consolidated Profit and their consolidated cash flows for the year ended on that date.

Other Matters

(a) We did not audit the financial statements of two jointly controlled company, whose financial statements reflect total assets as on 31st March, 2017, total revenues and net cash flows for the year ended on that date, as considered in the consolidated financial statements as given below:

(Rs. in Lakhs)

Name of the Companies		Total Assets	Total Revenues	Net Cash Flows
A.	**Subsidiary:**			
	Boutonniere Hospitality Pvt Ltd	6556.32	7160.5	(124.24)
B.	**Jointly Controlled Company:**			
	Rollatainers Toyo Machines Pvt Ltd.	49.94	0.00	(11.78)
	Sierra Nevada Restaurants Private Limited	1073.13	601.71	(118.81)
	Total	**8309.39**	**7762.21**	**(254.83)**

These financial statements have been audited / limited reviewed by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of subsidiary and jointly controlled company and our report, in terms of sub-sections (3), (5) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and jointly controlled companies is based solely on the reports of the other auditors.

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

Report on Other Legal and Regulatory Requirements

1. As required by sub-section 3 of Section 143 of the Act, we report, to the extent applicable, that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   (b) In our opinion, proper books of account relating to preparation of the aforesaid consolidated financial statements as required by law have been kept so far as it appears from our examination of those books.

   (c) The consolidated balance sheet, the consolidated statement of profit and loss, and the consolidated cash flow statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

   (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   (e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2017 taken on record by the Board of Directors of the Holding Company and the report of the statutory auditors of its subsidiary companies incorporated in India, none of the Directors of the Group companies incorporated in India is disqualified as on 31st March 2017 from being appointed as a Director of that company in terms of sub-section 2 of Section 164 of the Act.

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A"; and

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

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note 26to the consolidated financial statements;

ii. The Group and its associates did not have any material foreseeable losses on long term contracts including derivatives contracts.

iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Holding Company and subsidiary companies incorporated in India.

iv. The Company had provided requisite disclosures in its financial statements as to holding as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the company.

For Manoj Mohan & Associates
Chartered Accountants
Firm Regn No. 009195C

Place : New Delhi
Date : 29th May, 2017

(Manoj Kr. Agarwal)
Partner
(Member Ship No. 76980)

Annexure - A to the Auditors' Report

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

In conjunction with our audit of the consolidated financial statements of the Company as of 31st March, 2017 we have audited the internal financial controls over financial reporting of RollatainersLimited ("the Holding Company"), its subsidiaries and Joint Venture companies, which are incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The Respective Board of Directors of the Holding Company, its subsidiary companies, Joint Ventures and Associates, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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") issued by ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of

internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Holding Company, its subsidiary company and Joint Venture Company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 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 Manoj Mohan & Associates
Chartered Accountants
Firm Regn No. 009195C

Place : New Delhi
Date : 29th May, 2017

(Manoj Kr. Agarwal)
Partner
(Member Ship No. 76980)

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2017

[Rs.' 000]

	PARTICULARS	NOTES	As At 31.03.2017	AS AT 31.03.2016
I	**EQUITIES AND LIABILITIES**			
	(1) Shareholder's Funds:			
	Share Capital	2	**374130**	**374130**
	Reserves & Surplus	3	**487945**	**656183**
	(2) Non-Current Liabilities			
	Long Term Borrowings	4	**2064865**	**2057789**
	Other Long Term Liabilities	5	**77213**	**13242**
	Long Term Provisions	6	**19064**	**116621**
	Minority Interest		**20242**	**29561**
	(3) Current Liabilities			
	Trade Payables	7	**293408**	**670203**
	Other Current Liabilites	8	**173030**	**101006**
	Short Term Provisions	9	**1918**	**1918**
	TOTAL		**3511815**	**4020653**
II	**ASSETS**			
	(1) Non-Current Assets			
	Fixed Assets			
	-Tangible Assets	10	**1491542**	**1594688**
	-Capital Work in Progress	10	**25856**	**18823**
	Non-Current Investments	11	**31524**	**60251**
	Long Term Loans and Advances	12	**142982**	**25640**
	Deferred Tax Assets (Net)	13	**224227**	**244074**
	(2) Current Assets			
	Inventories	14	**140902**	**161657**
	Trade Receivables	15	**1176296**	**942355**
	Cash & Bank Balance	16	**39411**	**54948**
	Short term Loans & Advances	17	**229219**	**773409**
	Other Current Assets	18	**9856**	**144809**
	TOTAL		**3511815**	**4020654**
III	Significant Accounting policies and accompanying Notes forming part of financial statements.	1 TO 32		

As per our report of even date attached
For and on behalf of the Board
FOR MANOJ MOHAN & ASSOCIATES
Chartered Accountants
Firm Registration No. 009195C

Sd/-
(M. K. AGARWAL)
Partner
(Membership No. 076980)

Sd/-
PANKAJ MAHENDRU
Company Secretary

Sd/-
AJAY JAISWAL
CFO

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Director

Place : New Delhi
Dated : 29th May, 2017

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH, 2017

[Rs.' 000]

	PARTICULARS		NOTES	As At 31.3.2017	AS AT 31.3.2016
I	**REVENUE**				
	Revenue from Operations (Gross)		19	**1598313**	**952325**
	Less : Excise Duty			**92536**	**84988**
	Revenue from Operations (Net)			**1505777**	**867337**
II	**Other Income**		20	**137136**	**5914**
III	**Total Revenue**			**1642913**	**873251**
IV	**EXPENSES**				
	Cost of Raw Material Consumed		21	**815576**	**612615**
	Change in Inventories of Finished Goods, work in progress and stock in trade		22	**6582**	**28179**
	Employee Benefits expense		23	**282941**	**125835**
	Depreciation and Amortisation	143229			
	Less : Transferred from Revaluation Reserve	496		**142733**	**39422**
	Other Expense		24	**525141**	**234116**
	Total Expenses			**1772973**	**1040166**
V	Profit/(Loss) before Exceptional & Extra-Ordinary items and tax			**(130060)**	**(166915)**
VI	Extra Ordinary items		25	**(15534)**	**223061**
	Profit/(Loss) for the year after extra ordinary			**(145594)**	**56146**
	Add/(Less) Defferred tax			**(31494)**	**150**
VII	Profit/(Loss) for the year			**(177088)**	**56296**
	Less : Minority Interest			**(9346)**	**(833)**
VIII	**Profit/(Loss) for the year Carried to Consolidated Balance Sheet**			**(167742)**	**57129**
IX	**Earnings per Share (In Rs.)**				
	Basic			**(0.67)**	**0.30**
	Diluted			**(0.67)**	**0.30**
	Significant Accounting policies and accompanying Notes forming part of financial statements.		1 TO 32		

As per our report of even date attached
For and on behalf of the Board
FOR MANOJ MOHAN & ASSOCIATES
Chartered Accountants
Firm Registration No. 009195C

Sd/-
(M. K. AGARWAL)
Partner
(Membership No. 076980)

Sd/-
PANKAJ MAHENDRU
Company Secretary

Sd/-
AJAY JAISWAL
CFO

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Director

Place : New Delhi
Dated : 29th May, 2017

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2017

[Rs.' 000]

	PARTICULARS	As At 31.03.2017	AS AT 31.03.2016
A	**CASH FLOWS FROM OPERATING ACTIVITIES**		
	NET PROFIT/(LOSS) BEFORE TAX & EXTRA ORDINARY ITEMS	**(145594)**	**56146**
	ADJUSTMENTS FOR :		
	DEPRECIATION	**142733**	**39422**
	INTEREST & DIVIDEND EARNED	**(1026)**	**(5769)**
	LOSS/(PROFIT) ON SALE OF FIXED ASSETS	**(23006)**	**0**
	OPERATING PROFIT/(LOSS) BEFORE WORKING CAPITAL CHANGE	**(16893)**	**89799**
	ADJUSTMENT FOR		
	TRADE & OTHER RECEIVABLE	**316239**	**(897717)**
	INVENTORIES	**20756**	**29884**
	TRADE PAYABLE	**(338356)**	**374142**
	CASH FLOW FROM OPERATIONS	**(28255)**	**(403891**
	NET CASH FROM OPERATING ACTIVITIES	**273162**	**(4038910)**
B	**CASH FLOW FROM INVESTMENTS ACTIVITIES**		
	PURCHASES OF FIXED ASSETS	**(78759)**	**(1240727**
	SALE OF FIXED ASSETS	**54648**	**(204924)**
	INVESTMENT IN OTHER COMPANIES	**28727**	**51862**
	INTEREST RECEIVED	**1026**	**5769**
	NET CASH GENERATED/(USED) IN INVESTING ACTIVITIES	**5642**	**(1388020)**
C	**CASH FLOW FROM FINANCIAL ACTIVITIES**		
	UNSECURED LOANS	**7076**	**1774789**
	NET CASH FROM FINANCIAL ACTIVITIES	**7076**	**1774789**
	NET INCREASE IN CASH AND CASH EQUIVALENTS	**(15537)**	**(17122)**
	CASH & CASH EQUIVALENTS (OPENING)	**54948**	**72070**
	CASH & CASH EQUIVALENTS (CLOSING)	**39411**	**54948**

Notes :

1 Purchase of fixed assets is shown net of subsidy, advance against land and after considering increase / decrease in capital work in progress.

2 Impact of unrealised foreign exchange gain / (loss) has been considered in the respect heads only.

We have examined the above Consolidated Cash Flow of Rollatainers Ltd for the year ended 31st March 2017 and verify that it has been derived from the audited accounts (and underlying records) of the Company reported on by us as per our report.

FOR MANOJ MOHAN & ASSOCIATES
Chartered Accountants
Firm Registration No. 009195C

Sd/-
(MANOJ KR. AGARWAL)
Partner
(Membership No. 076980)

Sd/-
PANKAJ MAHENDRU
Company Secretary

Sd/-
AJAY JAISWAL
CFO

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Director

Place : New Delhi
Dated : 29th May, 2017

Notes forming part of the Condensed financial statements

1 SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE CONSOLIDATED ACCOUNTS (ATTACHED TO AND FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2017)

A ACCOUNTING POLICIES

Principles of consolidation :

i. The consolidated Financial Statement relates to Rollatainers Ltd (the Parent Company), Boutounniere Hospitality Private Limited and RT Packaging Limited , (wholly owned subsidiary companies incorporated in India), Rollatainers Toyo Machines Private Limited and Sierra Nevada Restaurants Private Limited (50:50 Joint Venture Companies incorporated in India).

ii. The Consolidated Financial statements have been prepared on the basis of AS-21 issued by ICAI read along with the following assumptions :

(a) The Financial Statement of the parent company and its Subsidiaries/ Joint Venture companies have been combined on a line by line basis by adding together the book value of like items of assets, liabilities, income and expenses, after fully eliminating intra-group transactions, resulting in unrealized profit or losses.

(b) Investment of the parent company in the Subsidiaries/ Joint Ventures are eliminated against respective stake of the parent company.

(c) All transactions in foreign currency are recorded by applying the exchange rate prevailing at the time of transaction. Gain or loss upon settlement of the transaction during the year is recognized in Profit and Loss Account.

B Notes to the Consolidated Financial Statements :

The notes to the consolidated financial statement intended to serve as a means of informative disclosure and guide to better understanding of the financial information about the economic activities and the economic resources controlled as single economic entity. Recognizing this purpose, the company has disclosed only such notes from the individual financial statement, which fairly presents the needed disclosures. Practical consideration and lack of uniformity on account of local laws and practices made it desirable to exclude notes to account and accounting policies which in the opinion of the management could be better viewed when referred to individual financial statements. Consolidated financial statement have been prepared using uniform accounting policies for like transaction and other events in similar circumstances except in case of depreciation on fixed assets and other items, for which the accounting treatment is given on the basis of local laws applicable in the respective countries for which using uniform accounting policies for the purpose of consolidation is impracticable.

Notes on Consolidated Financial Statements for the Year Ended 31st March, 2017

2 SHARE CAPITAL **[Rs.' 000]**

	PARTICULARS	At at 31.03.2017	At at 31.03.2016
A	**Authorised**		
	i) Equity Shares		
	47,00,00,000 Equity shares of Rs.1 each Previous year 23,50,00,000 Equity shares of Rs.2/- each)	**470000**	**470000**
	ii) Preference Shares		
	18,00,000 Redeemable Preference Shares of Rs.100 each. (Previous year 18,00,000 Redeemable Preference Shares of Rs.100 each)	**180000**	**180000**
		650000	**650000**
	Issued, subscribed and fully paid		
	Equity Shares		
	25,01,30,000 Equity Shares of Rs.1/- each [Previous year 12,50,65,000 Equity shares of Rs.2/- each]	**250130**	**250130**
	Preference Shares		
	i) 1,40,000, 10.00%, Non-Convertible Redeemable Preference Shares of Rs. 100 each Preferentially placed with WLD Investments Pvt Ltd (Redeemable in 10 Yrs.)	**14000**	**14000**
	ii) 10,00,000, 2% Redeemable, Non Cumulative, Non Convertible Preference shares of Rs.100/- each, preferentially placed with WLD Investments Pvt Ltd, redeemable not before five years and not later than twelve years	**100000**	**100000**
	iii) 100000 1% Optionally Convertible Non-Cummulative Preference Shares of Rs.100 each placed with WLD Investments Pvt Ltd.	**10000**	**10000**
		374130	**374130**
a	**Reconciliation of No. of Equity Shares**		
	No. of Share Outstanding at the Beginning of the year	**125065000**	**125065000**
	Add: Shares issued during the year due change in Face Value to Re1/- each*	**125065000**	**0**
	Less: Shares forfeited during the year	**0**	**0**
	No. of Share Outstanding at the end of the year	**250130000**	**125065000**

**Equity shares of Rs 2/- each has been split into Two Equity Shares of Rs 1/- each)*

b	**Reconciliation of No. of Preference Shares**		
	i) 10% Non-Convertible Redeemable Preference Share		
	No. of Share Outstanding at the Beginning of the year	**140000**	**140000**
	Add: Shares issued during the year	**0**	**0**
	Less: Shares forfeited during the year	**0**	**0**
	No. of Share Outstanding at the end of the year	**140000**	**140000**

ii)	2% Redeemable, Non Cumulative, Non Convertible Preference shares		
	No. of Share Outstanding at the Beginning of the year	**1000000**	**1000000**
	Add: Shares issued during the year	**0**	**0**
	Less: Shares forfeited during the year	**0**	**0**
	No. of Share Outstanding at the end of the year	**1000000**	**1000000**
iii)	1% Optionally convertible, Non Cumulative, Preference shares		
	No. of Share Outstanding at the Beginning of the year	**100000**	**100000**
	Add: Shares issued during the year	**0**	**0**
	Less: Shares forfeited during the year	**0**	**0**
	No. of Share Outstanding at the end of the year	**100000**	**100000**

c **i)** **Equity Shares held by Holding Company**

187460400 Equity shares (Previous Year 93730200) are held by WLD Investments Pvt Ltd., the holding company.

ii) **Preference Shares held by Holding Company**

a) 10% Non-Convertoble Redeemable Preference Share 1,40,000 Preference shares (Previous year 140000) are held by WLD Investments Pvt Ltd., the holding company.

b) 2% Redeemable, Non Cumulative, Non Convertible Preference shares 10,00,000 Preference shares (Previous year 10,00,000 are held by WLD Investments Pvt Ltd., the holding company.

c) 1% Optionally convertible, Non Cumulative, Preference shares 1,00,000 Preference shares (Previous year 1,00,000 are held by WLD Investments Pvt Ltd., the holding company.

d ***i)*** ***Terms/right attached to Equity Shares***

The company has only one class of equity shares having a par value of Rs 1/- per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder.

ii) ***Terms/right attatched to Preference Shares***

The Preference Shareholders enjoy a preferential right in the payment of dividend during the life time of the company. The claim of Preference shareholders is prior to the claim of equity shareholders. In the event of winding up of the company, the redemption of preference shares shall have priority over equity shareholders.

e ***i)*** ***Shareholders holding more than 5 percent of the Equity share Capital***

S. No.	Name of Share Holder	As At 31-03-2017		As At 31-03-2016	
		No. of Shares Held	**% age**	**No. of Shares Held**	**% age**
1	WLD Investments Pvt Ltd (Holding Company)	**187460400**	**74.95%**	**93730200**	**74.95%**

ii) Shareholders holding more than 5 percent of the Preference share Capital

S. No.	Name of Share Holder	As At 31-03-2017		As At 31-03-2016	
		No. of Shares Held	% age	No. of Shares Held	%age
i)	**10% Non-Convertible Redeemable Preference Share**				
	WLD Investments Pvt Ltd (Holding Company)	**114000**	**100.00%**	114000	100.00%
ii)	**2% Redeemable, Non Cumulative, Non Convertible Preference shares**				
	WLD Investments Pvt Ltd (Holding Company)	**1000000**	**100.00%**	1000000	100.00%
iii)	**1% Optionally convertible, Non Cumulative, Preference shares**				
	WLD Investments Pvt Ltd (Holding Company)	100000	100.00%	100000	100.00%

f Bonus Shares issued in the last Five Years:

Year/Period Ended	31th March 2017	30th June 2016	30th June 2015	30th Sep 2014	30th Sep 2013
No. of Shares	Nil	Nil	Nil	Nil	15007800
Ratio	Nil	Nil	Nil	Nil	3:2

3 RESERVES AND SURPLUS [Rs.' 000]

	PARTICULARS		At at 31.03.2017		At at 31.03.2016
i)	**Capital Reserve**				
	Balance Including Subsidiary	11969		11969	
	Additions/Transfers during the Year	0	**11969**	0	**11969**
ii)	**Capital Reserve (In persuance to Consolidation)**		**24999**		**24999**
iii)	**Capital Redemption Reserve**				
	Balance	21001		21001	
	Additions/Transfers during the Year	0	**21001**	0	**21001**
iv)	**Revaluation Reserve**				
	Balance	26801		27174	
	Additions/Transfers during the Year	(496)	**26305**	(373)	**26801**
v)	**Share Premium**				
	Balance Excluding Miniority Interest		**946764**		**946764**
vi)	**General Reserve**				
	Balance as per Last Balance Sheet	157806		157806	
	Additions/Transfers during the Year	0	**157806**		**157806**
vii)	**Loss in statement of Profit and Loss Account**				
	Brought forward from previous year	(533157)		(590286)	
	Add: Wealth Tax provision reversed				
	Add: Profit/(Loss) for the Year	(167742)	**(700899)**	57129	**(533157)**
	Total		**487945**		**656183**

4 LONG-TERM BORROWINGS

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2016
Unsecured Loans from Corporates	**2064865**	**2057789**
Total	**2064865**	**2057789**

Unsecured Loans from body corporates are interest free and there is no stipulation as to repayment thereof.

5 OTHER LONG TERM LIABILITIES

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2016
Security deposit from Customers/Contractors	**77213**	**13242**
	77213	**13242**

Security deposit from customers against Leased machines are payable after return of machine from the lessees'.

6 LONG TERM PROVISIONS

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2016
i) Employee Benefit Provisions	**19064**	**116621**
Total	**19064**	**116621**

7 TRADE PAYABLES

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2016
Total Outstanding Due to :		
- Micro, Small and Medium Enterprises	**3126**	**3126**
- Others	**290282**	**667077**
Total	**293408**	**670203**

(a) The List of SMEs to whom Company owes a sum exceeding Rs.1,00,000 and which is outstanding for more than 30 days is as under:-
Jupiter Metal, Compact Postwell services, Blueshield Protection Network Pvt Ltd, Decon products pvt ltd, Tejas Enterprises, etc.

(b) The Payments to SMEs are being made as per stipulated terms.

(c) The above information has been compiled in respect of parties to the extent to which they could be identified as SMEs on the basis of information available with the Company.

8 OTHER CURRENT LIABILITIES

[Rs.' 000]

PARTICULARS		At at 31.03.2017	At at 31.03.2016
i)	Advances From Customers	**83487**	**1195**
ii)	Other Liabiliites	**86988**	**97256**
iii)	Fixed Deposits	**2555**	**2555**
	Total	**173030**	**101006**

9 SHORT TERM PROVISIONS

[Rs.' 000]

PARTICULARS		At at 31.03.2017	At at 31.03.2016
i)	Employee Benefit Provisions	**1918**	**1918**
	Total	**1918**	**1918**

10 FIXED ASSETS

[Rs.' 000]

	GROSS BLOCK				DEPRECIATION				NET BLOCK	
Description of Assets	As at 1.4.2016	Addi-tions*	Sales/ Adj.	As at 31.3.17	As at 1.4.16	For the Year	Sales/ Adj.	As at 31.3.17	As at 31.03.17	As at 31.3.16
TANGIBLE ASSETS :										
Lease Hold Land	2395	4279	0	**6674**	204	24	**0**	**228**	**6446**	2191
Free Hold Land	29486	0	0	**29486** $	0	**0**	**0**	**0**	**29486**	29486
Building & Roads	202169	35838	26114	**211893** $	59172	11619	4975	**65816**	**146076**	142997
Goodwill	417962	0	0	**417962**	1344	44612	0	**45956**	**372006**	416618
Plant & Machinery	1250082	18200	37417	**1230865**	261938	73794	29050 **	**306682**	**924183**	988144
Office Equipments	14965	4243	14131	**5077**	7324	9270	12852	**3742**	**1335**	7641
Furniture & Fixtures	11756	9163	5819	**15100**	4431	3821	4963	**3289**	**11811**	7325
Vehicles	2748	2	10	**2740**	2463	89	10	**2542**	**198**	285
Sub Total	1931564	71726	83492	1919797	336876	143229	51850	428255	1491542	1594688
Capital Work in Progress	**18823**	7033	**–**	**25856**	**–**	**–**	**–**	**–**	**25856**	**18823**
TOTAL	1950387	78759	83492	1945653	336876	143229	51850	428255	1517398	1613511
Previous Year	1032171	1240727	322511	1950387	503143	39794	206061	336876	1613511	529028

Notes:

$ Gross Block includes the amount of revaluation of Rs. 38850 (Previous Year Rs. 38850).

11 NON-CURRENT INVESTMENTS

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2016
LONG TERM, UNQUOTED		
A. NON TRADE, AT COST		
Investment in Govt Securities		
5 year National Saving Certificates	**0**	**10**
II Equity Shares		
Barista Coffee (Mauritius) Ltd. (669887 equity shares of 1 USD each Previous Year NIL)	**31524**	**0**
Dolmite Restaurants Pvt. Ltd. (Nil, Previous year 1999972 Equity Shares of 10/- each)	**0**	**60241**
	31524	**60251**

12 LONG TERM LOANS AND ADVANCES

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2016
Unsecured Considered Good		
Deposit with Govt. Deptt. & Others	**142982**	**25640**
	142982	**25640**

13 DEFERRED TAX ASSETS (NET)

[Rs.' 000]

PARTICULARS	Opening At At 01.07.2016	Charge/(Credit) during the Year	Closing As At 31.03.2017
Fixed Assets: Impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting	73713	(12992)	60721
Deferred Tax Liabilities: (A)	**73713**	**(12992)**	**60721**
Unabsorbed Depreciation	187982	(8537)	179445
Unabsorbed Business Losses	125283	(24302)	109086
Unaborbed Long Term Capital Loss	3450	0	3450
Expenses to be allowed on payment basis	1072	0	1072
Deferred Tax Assets: (B)	**317787**	**(32839)**	**284948**
NET DEFERRED TAX ASSETS (B-A)	**244074**	**(19847)**	**224227**

14 INVENTORIES

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2016
(As per inventory taken, valued and certified by the management)		
Raw Material	**104580**	**116132**
Stores & Spares	**8920**	**11542**
Work-in-Process	**24538**	**29752**
Finished Goods	**2864**	**4231**
	140902	**161657**

15 TRADE RECEIVABLES

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2016
(Unsecured, considered good unless stated otherwise)		
- Debts due for a period exceeding 6 months	**15610**	**15610**
- Other debts	**1160686**	**926745**
	1176296	**942355**

16 CASH AND BANK BALANCE

[Rs.' 000]

PARTICULARS	At at 31.03.2016	At at 30.06.2015
Cash in hand	**993**	**492**
Balance with Scheduled Banks		
- Current Accounts	**34509**	**50776**
- Fixed Deposits held as margin against Bank Guarantees	**3909**	**3680**
	39411	**54948**

17 SHORT TERM LOANS AND ADVANCES (Unsecured considered good unless stated otherwise)

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2015
Advances (recoverable in cash or in kind or for value to be received)	**149586**	**747463**
Pre-Paid Expense	**64098**	**10728**
Loans to employees	**1369**	**1369**
Balance with Excise Authorities	**8821**	**8773**
Tax deducted at source	**5345**	**5076**
	229219	**773409**

18 OTHER CURRENT ASSETS

[Rs.' 000]

	PARTICULARS	At at 31.03.2017	At at 31.03.2016
A	**Considered Good**		
	Insurance Claims	**8356**	**136355**
	Sales Tax Refunds	**1500**	**8454**
		9856	**144809**

19 REVENUE FROM OPERATIONS

[Rs.' 000]

	PARTICULARS		At at 31.03.2017		At at 31.03.2016
a)	Sale of Product*				
	Sale Local	**1588783**		**938440**	
	Sale Export	**7319**	**1596102**	**6288**	**944728**
b)	Sale of Services				
	Machine Hire Charges		**0**		**369**
c)	Sale of Scrap		**2211**		**7228**
			1598313		**952325**

*Sale of Product includes sale of trading goods also.

20 OTHER INCOME

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2016
- Interest Income		
On Fixed Deposit	**1026**	**5769**
- Miscellaneous Balances Written Back	**97570**	**0**
- Rent	**0**	**112**
Profit on sale of Fixed Assets	**38540**	**33**
	137136	**5914**

21 COST OF RAW MATERIAL CONSUMED

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2016
Stock at the beginning of the year	**116132**	**91008**
Purchases	**804024**	**637738**
	920156	**728746**
Less: Stock at the end of the year	**104580**	**116132**
	815576	**612614**

a Value of Imported and indegeneous Raw Materials consumed

PARTICULARS	At at 31.03.2017		At at 31.03.2016	
Raw Material:				
Imported	**0**	**0.00%**	**10229**	0.29%
Indigeneous	**815576**	**100.00%**	**3487117**	99.71%
	815576	100.00%	**3497346**	100.00%

22 CHANGE IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2016
CLOSING STOCK AS ON 31-03-2017		
Work-in-Process/Semi Finished Goods	**24537**	**29752**
Finished Goods	**2864**	**4231**
	27402	**33983**
OPENING STOCK AS ON 01-04-2016		
Work-in-Process/Semi Finished Goods	**29752**	**57771**
Finished Goods	**4231**	**4035**
Production Scrap	**0**	**356**
	33983	**62162**
NET (-) INCREASE/ DECREASE	**6582**	**28179**

23 EMPLOYEES BENEFIT EXPENSES

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2016
Salary, Wages and Bonus	**254444**	**116197**
Contribution to Provident Fund and other funds	**18686**	**3360**
Employee Welfare Expenses	**9811**	**6278**
	282941	**125835**

24 OTHER EXPENSES

[Rs.' 000]

PARTICULARS	At at 31.03.2017	At at 31.03.2016
Stores & Spares Consumed	**22836**	**15264**
Packing Material Consumed	**18554**	**13455**
Processing Charges	**3220**	**1530**
Power & Fuel	**45186**	**34784**
Donation	**5**	**5**
Freight	**1446**	**6000**
Rent	**205873**	**15329**
Rates & Taxes	**6258**	**88508**
Repairs & Maintenance:		
Plant & Machinery	**10028**	**3928**
Building	**549**	**460**
Others	**50333**	**782**
Insurance	**2654**	**1840**
Legal & Professional	**13872**	**5219**
Travelling & Conveyance	**18251**	**4900**
Miscellaneous Expenses	**116692**	**37554**
Auditors' Remuneration	**2194**	**547**
Cash Discount	**0**	**7**
Bank Charges	**462**	**523**
Security Charges	**6727**	**3480**
Total	**525141**	**234115**

a Value of Imported and indegeneous Stores, Spares Parts & Components consumed

PARTICULARS	At at 31.03.2017		At at 31.03.2016	
Stores, Spares Parts & Components				
Imported	**0**	**0.00%**	**0**	**0%**
Indigeneous	**22836**	**100.00%**	**15264**	**100%**
	22836	**100.00%**	**15264**	100.00%

25 EXTRA ORDINARY ITEMS

PARTICULARS	At at 31.03.2017	At at 31.03.2016
Profit/(Loss) on Sale of Fixed Assets	**(15534)**	**223061**
Total	**(15534)**	**223061**

26 : Contingencies & Commitments (To the extent not Provided for)

Contingencies	As at 31.03.2017	As at 31.03.2016
Sales Tax Matters (Including interest and Penalty)	**6763**	**13996**
Income Tax	**1692**	**1692**
Bank Guarantee	**2915**	**2915**
Provident Fund*	**14268**	**14268**
Excise Matters	**12270**	**863**
Corporate Guarantee	**55000**	**0**

*In the matter of interest and demages levied by Regional Provident Fund Commissioner Faridabad, the company has filed an appeal with Provident Fund Tribunal in delhi involving a demand of Rs 142.68 Lakhs. The company has already deposited a sum of Rs 62.26 Lakhs against the above demand.

27 : Earning per Share

"Earning per share" of the Group is calculated in accordance with Accounting Standard-20, issued by the Institute of Chartered Accountants of India:

PARTICULARS		As at 31.03.2017	As at 31.03.2016
Profit / (-) Loss for the year	(Rs.)	**(167743)**	**57129**
Profit / (-) Loss attributable to equity share for the period	(A)	**(167743)**	**57129**
Weighted average number of shares of Rs 1/- each	(B)	**250130**	**125065**
Basic EPS (Rs.)	(A/B)	**(0.67)**	**0.30**

28. Related Party Disclosures

In accordance with the requirements of Accounting Standard (AS-18) the names of the related parties where control exists and /or with whom transactions have taken place during the year and description of relationships as identified and certified by the management are as hereunder:

WLD Investments Pvt Ltd	Holding Company
RT Packaging Ltd	Subsidiary Company
Boutonniere Hopitality Pvt Ltd	Subsidiary Company
Rollatainers Toyo Machines Pvt Ltd.	Joint Venture Company
Sierra Nevada Restaurants Private Limited	Joint Venture Company

Related party transaction:

KEY MANAGERIAL PERSONNEL :

- Pyush Gupta	Whole Time Director
- Ajay Jaiswal	Chief Financial Officer
- Pankaj Mahendru	Company Secretary

29 Interest in Joint Ventures Company

Year Ended 31.03.2017

Pursuant to Accounting Standard 27 on Financial Reporting of interest in Joint Ventures, the relevant information relating to the Joint Venture Companies, are as under:

Name of Joint Venture Company	Country of Incorporation	Proportion of Ownership Interest	Description of Interest
Rollatainers Toyo Machines Private Limited	India	50%	JV's are established principally for manufacture, assemble and to sell Packaging Machines.
Sierra Nevada Restaurants Private Limited	India	50%	JV's are established principally for manufacture, assemble and to sell Food Products.

The Company's share in the aggregate amount to each of the assets, liabilities, income, expenses, capital Commitment and contingent liabilities as at 31st March 2017 are as under:

INR/Lakhs

Proportion of Company's Interest in Joint Venture	Rollatainers Toyo Machines Private Limited	Sierra Nevada Restaurants Private Limited
Assets	49.94	**851.56**
Liabilities	49.94	**851.56**
Income	0.77	300.85
Expenses	23.40	812.41
Capital Committments	**Nil**	**Nil**
Contingent Liabilities	**Nil**	**Nil**

30 Impairment of Fixed Assets:

In accordance with Accounting Standard (AS-28) on 'Impairment of Assets' notified by Companies (Accounting Standards) rules 2006, the Company has reassessed its fixed assets and is of the view that no further impairment/ reversal is considered to be necessary in view of its expected realisable value.

31 During the year the company has specified bank notes (SBNS) or other denomination notes as defined in the MCA notification, G.S.R. 308(E), dated March 30, 2017. The details of SBNs transacted during the period from November 8, 2016 to December 30, 2016, the denomination-wise SBNs and other notes as per notification are as follows:

(Amount in Rupees)

Particulars	Specified Bank Notes (SBN) (INR)	Other denomination notes (INR)	Total (INR)
Closing cash in hand as on 08-11-2016	244000	**663321**	**907321**
Add: Permitted Receipts	0	**705000**	**705000**
Less: Permitted Payments	0	**611480**	**611480**
Less : Amount Deposited into Banks	244000	**0**	**244000**
Closing cash in hand as on 30-12-2016	0	**756841**	**756841**

For the purpose of this clause the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the government of India, in the ministry of Finance, Department of Economic Affair S.O. 34 07(E), dated Novemebre 8, 2016.

32 a) Previous year figures were for nine months, hence not comparable with current year figures.

b) All figures or amount, including those in the notes to accounts have been rounded upto the nearest thousand, except wherever specifically mentioned.

Signature to notes 1 to 32 inclusive

As per our report of even date attached
FOR MANOJ MOHAN & ASSOCIATES
Chartered Accountants
Firm Registration No. 009195C

For and on behalf of the Board

Sd/-
(M. K. AGARWAL)
Partner
(Membership No. 76980)

Sd/-
PANKAJ MAHENDRU
Company Secretary

Sd/-
AJAY JAISWAL
CFO

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Director

Place : New Delhi
Dated : 29th May, 2017

ROLLATAINERS
EMERGING EVERYDAY

ROLLATAINERS LIMITED

Registered Office: 73-74, Phase III, Industrial Area, Dharuhera, Distt. Rewari, Haryana - 123106
Tel.: 01274-243326,242220, E-mail: cs.rollatainers@gmail.com
Web: www.rollatainers.in, CIN No. : L21014HR1968PLC004844

FORM MGT-11

PROXY FORM

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

Name of the Member (s) : _____
Registered address : _____
E-mail id : _____
Folio No./Client Id : _____
DP ID : _____
I / We, being the member(s) of _____ Equity Shares of Rollatainers Limited, hereby appoint

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

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Annual General Meeting of the Company, to be held on the **Wednesday, the 27th September, 2017 at 10.00 A.M.** at the Registered Office of the Company and at any adjournment thereof, in respect of such resolutions set out in the Annual General Meeting Notice convening the meeting, as are indicated below:

Resolution No.	Description	Vote	
		FOR	**AGAINST**
1	1. To receive, consider and adopt: a) The Audited Standalone Financial Statements of the Company for the Financial Year ended **March 31, 2017** and the Reports of the Board of Directors and the Auditors thereon; and b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended **March 31, 2017** and the Report of the Auditors thereon**.**		
	2 To appoint a Director in place of **Mr. Aditya Malhotra (DIN: 02191303)** who retires by rotation and being eligible, offers himself for re-appointment.		
	3 To appoint M/s Raj Gupta & Co., Chartered Accountant as Statutory Auditors of the Company.		

Signed this ……. day of …….. 2017

Revenue Stamp

Signature of Shareholder..... Signature of Proxy Holder(s).....

Notes :

(1) The 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) A proxy need not be a Member of the Company.

ROLLATAINERS
EMERGING EVERYDAY

ROLLATAINERS LIMITED

Registered Office: 73-74, Phase III, Industrial Area, Dharuhera, Distt. Rewari, Haryana - 123106
Tel.: 01274-243326,242220, E-mail: cs.rollatainers@gmail.com
Web: www.rollatainers.in, CIN No. : L21014HR1968PLC004844

ATTENDANCE SLIP

(to be handed over at the Registration Counter)

Folio No.	
No. of Shares:	

DP ID -	
Client ID No.:	

I/We hereby record my/our presence at the Annual General Meeting of the Company being held on **Wednesday, the 27th day of September, 2017 at 10.00 a.m at Plot No. 73-74, Phase III, Industrial Area, Dharuhera, Distt. Rewari, Haryana - 123106.**

1. Name(s) of the Member: 1. Mr./Ms. _____
   and Joint Holder(s) 2. Mr./Ms. _____
   (in block letters) 3. Mr./Ms. _____
2. Address : _____
   _____
3. Father's/Husband's Name (of the Member) : Mr . _____
4. Name of Proxy : Mr./Ms. _____
   1.
   2.
   3.

_____ _____

Signature of the Proxy Signature(s) of Member and Joint Holder(s)

Notes:

1. Please complete the Attendance slip and hand it over at the Registration Counter at the venue.

2.**** **Applicable for Investors holding Shares in electronic form.**

BOOK POST/U.P.C.

(Printed Matter)

If undelivered, please return to :

ROLLATAINERS LIMITED
Plot No. 73-74, Phase-III, Industrial Area,
Dharuhera, Distt. - Rewari,
Haryana - 123106