ROLLATAINERS
EMERGING EVERYDAY

ROLLATAINERS LIMITED

Registered Office: Plot No. 73-74, Phase-III, Industrial Area, Dharuhera, District Rewari, Haryana-123106
Tel. : 01274-243326, 242220 E-mail: www.rollatainers.in
CIN: L21014HR1968PLC004844

Ref. No. : RTL/BSE/NSE/2018-19	October 17, 2018
The Manager Listing Department **BSE Limited,** Phiroze Jee Jee Bhoy Towers, Dalal Street, Mumbai – 400001 **Scrip code: 502448**	**The National Stock Exchange of India Limited,** "Exchange Plaza", 5th Floor, Plot No. C/1, G-Block, Bandra – Kurla Complex, Bandra (E), Mumbai-400051 **Scrip code: ROLLT**

Sub: Submission of 47th Annual Report for the Financial Year ended March 31, 2018 pursuant to Regulation 34 of SEBI (Listing Obligations and Requirements) Regulations, 2015

Dear Sir/Madam,

Please find enclosed a copy of 47th Annual Report of the Company for the Financial Year ended March 31, 2018, pursuant to Regulation 34 of SEBI (Listing Obligations and Requirements) Regulations, 2015, which was adopted and approved by the shareholders in the 47th Annual General Meeting of the Company.

Kindly take this on records.

Thanking You

Yours faithfully,
For ROLLATAINERS LIMITED

Pankaj Mahendru

Pankaj Mahendru
(Company Secretary)

Encl: As Stated

ROLLATAINERS

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ROLLATAINERS LIMITED

47TH ANNUAL REPORT 2017 - 2018

ROLLATAINERS

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ROLLATAINERS LIMITED

CIN: L21014HR1968PLC004844

47TH ANNUAL REPORT 2017 - 2018

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	*Independent Director*
Mr. Sanjiv Bhasin	*Independent Director*
Mr. Brajindar Mohan Singh	*Independent Director*

Chief Financial Officer

Mr. Darshan Prasad Yadav

Company Secretary & Compliance Officer

Mr. Pankaj Mahendru

Auditors

Raj Gupta & Co.
Chartered Accountants, New Delhi

Secretarial Auditors

M/s K. Rahul & 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

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NOTICE

NOTICE is hereby given that the 47th Annual General Meeting **("AGM")** of the members of Rollatainers Limited **("the Company")** will be held on Friday, 28th day of September, 2018 at 09.30 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:-

Item No. 01: Adoption of Financial Statements (Standalone and Consolidated) for the Financial Year ended on March 31, 2018

To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) for the financial year ended March 31, 2018, together with the reports of the Board of Directors and Auditors thereon.

Item No. 02: Appointment of Ms. Aarti Jain (DIN: 00143244) as a director, who is liable to retire by rotation

To appoint a Director in place of Ms. Aarti Jain (DIN: 00143244), who retires by rotation at this Annual General Meeting, and being eligible, offers herself for re-appointment.

Item No. 03: To Consider, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

"**RESOLVED THAT** pursuant to the provisions of Section 139, 141 and 142 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 readwith the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) amendments(s) or re-enactment thereof for the time being in force), the Appointment of M/s Raj Gupta & Co., Chartered Accountant (Firm Registration No. 000203N) in 46th Annual General Meeting ("AGM"), to act as Statutory Auditors of the Company and to hold office for a period of five years from 46th AGM to 51st AGM and ratification thereof, the approval of members be and is hereby accorded to ratify the appointment of M/s Raj Gupta & Co., Statutory Auditors till the conclusion of 51st AGM scheduled to be held for the Financial Year 2021-22, on such remuneration as shall be fixed by the Board of Directors of the Company"

SPECIAL BUSINESS:

Item No. 4: Approval for Related Party Transaction entered with the Company

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 Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) the approval of members of the Company be and is hereby accorded to the Board of Directors, to enter into contracts / arrangements / transactions for the financial year 2018-19 with W.L.D. Investments Private Limited (Holding Company), Boutonniere Hospitality Pvt Ltd & R T Packaging Ltd. (Subsidiary Company), Rollatainers Toyo Machine Private Limited & Sierra Nevada Restaurants Private Limited (Associate/Joint Venture Companies) and a 'Related Party' as defined under Section 2 76) of the Companies Act, 2013, in manner and for the maximum amounts per annum, as mentioned below:

(Amount in Crores)

MAXIMUM VALUE OF CONTRACT/TRANSACTION FOR FINANCIAL YEAR 2018-19						
	Transactions defined u/s 188(1) of Companies Act, 2013					
	Sale or Supply of any goods materials	Purchase or otherwise buying materials / property of any kind	Loan (With Interest)	Technical Consultancy Fees	Leasing of Property	Office or place of profit in the company
NAME OF RELATED PARTY						
Subsidiaries/Associates/Joint Ventures						
Boutonniere Hospitality Pvt Ltd (Formerly Known as Carnation Hospitality Pvt Ltd) - Subsidiary	100	100	100	100	100	100
R T Packaging Ltd. - Subsidiary	100	100	100	100	100	100
Rollatainers Toyo Machine Private Limited - (Associate / Joint Venture)	100	100	100	100	100	100
Sierra Nevada Restaurants Private Limited - Associate (Joint Venture)	100	100	100	100	100	100
Holding Company						
WLD Investments Pvt. Ltd.	100	100	100	100	100	100

RESOLVED FURTHER THAT any of the Directors and the Company Secretary of the Company be and is hereby authorized to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transactions with the related party, finalise the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the best interest of the Company."

By Order of the Board
For Rollatainers Limited

Place : New Delhi
Date : 18th August, 2018

Aarti Jain
DIN: 00143244
(Chairperson)

NOTICE:

(i) A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of himself/herself, and that a proxy need not be a member of the company. A proxy can vote on behalf of the member only on a poll but shall not have the right to speak at the meeting (Section 105 of Companies Act, 2013) and the proxy need not be a member of the company. A person can act as proxy on behalf of 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 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT-11 is annexed herewith.

(ii) The instrument appointing the proxy, in order to be effective, must be deposited, duly completed and signed, at the registered office of the company not less than (48) Forty-Eight Hours before the commencement of the AGM. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

(iii) Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified true copy of the board resolution/power of attorney authorizing their representative(s) to attend and vote on their behalf at the meeting.

(iv) In order to enable us to register your attendance at the venue of the Annual General Meeting, we hereby request members/ proxies/ authorized representative that they should bring the duly filled attendance slip enclosed herewith, to attend the meeting and to quote their Folios/Client ID & DP Nos. in all correspondence.

(v) Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. Admission to the Annual General Meeting venue will be allowed only after verification of the signature in the Attendance Slip. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.

(vi) In case of joint holders attending the meeting, only such joint holder who is higher in the order of their names as mentioned in the register of members will be entitled to vote.

(vii) The revised SS-1 and SS-2 shall be applicable to all the Companies (except the exempted class of Companies) w.e.f. 1st October, 2017 and accordingly all Board Meetings (including Meetings of Committees of Board) and General Meetings in respect of which Notices are issued on or after 1st October, 2017 need to comply with the revised SS-1 and SS-2. The existing SS-1 and SS-2 will be applicable to the Board Meetings and General Meetings held on or before 30th September, 2017.

(viii) The Register of Members and Share Transfer Books of the Company shall remain closed during the book closure period i.e **from Saturday, September 22, 2018 to Friday, September 28, 2018 (both days inclusive)**.

(ix) Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name and e-mail address, etc., to their Depository Participant only and not to the Company's Registrars and Transfer Agents, M/s. Beetal Financial & Computer Services Private Limited.

(x) Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and M/s. Beetal Financial & Computer Services Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to M/s. Beetal Financial & Computer Services Private Limited.

(xi) Members holding shares in physical form are advised to submit particulars of their bank account, viz. name and address of the branch of the bank, MICR code of the branch, type of account and account number to our Registrar and Share Transfer Agent, M/s. Beetal Financial & Computer Services Private Limited.

(xii) Pursuant to Section 72 of Companies Act, 2013, member(s) of the company holding shares in physical form may nominate a person in the prescribed Form SH-13, which can be obtained from Registrar and Share Transfer Agent of the Company. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant.

(xiii) With the aim of curbing fraud and manipulation risk in physical transfer of securities, SEBI has notified the SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 on June 8, 2018 to permit transfer of listed securities only in the dematerialized form with a depository. In view of the above and the inherent benefits of holding shares in electronic form, we urge the shareholders holding shares in physical form to opt for dematerialization as the transfer of physical securities will not be permitted after 05th December, 2018.

(xiv) In accordance with the Companies Act, 2013 read with the Rules and in support of the '**Green Initiative in Corporate Governance**' the notice of the meeting along with explanatory statement is sent by electronic mode to those members whose shareholding is in dematerialised format and whose email ids are registered with the Depository for communication purposes. The members holding shares in physical form and who have not registered their email ID are requested to register their email ID address with M/s Beetal Financial & Computer Services Private Limited, the Company's Registrar and Share Transfer Agents. We urge members to support our commitment to environment protection by choosing to receive their shareholding communication through email. You can do this by updating your email addresses with your depository participants.

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

(xvi) The Section 105 (8) of the Companies Act, 2013 states that during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of meeting, a member would be entitled to inspect the proxies lodged during the business hours of the Company, provided that not less than three days notice in writing is given to the Company.

(xvii) Details as required in sub-regulation (3) of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meeting (SS-2) of ICSI in respect of the Directors seeking appointment/re-appointment at the AGM, forms integral part of the Notice of the AGM. The details of the Directors seeking re-appointment at the Annual General Meeting are provided in **Annexure** of this Notice. The Company has received the necessary consents/declarations for the Appointment/re-appointment under the Companies Act, 2013 and the rules thereunder.

(xviii) At the 46th Annual General Meeting of the Company held on September 27, 2017, pursuant to the provisions of Section 139 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, the members approved appointment of M/s Raj Gupta & Co., Chartered Accountants (Firm Registration No. 000203N), as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that Annual General Meeting till the conclusion of the 51st Annual General Meeting, subject to ratification of their appointment by members at every Annual General Meeting. Vide notification dated May 7, 2018, the Companies Act, 2013 get amended by Companies (Amendment) Act, 2017 and the Ministry of Corporate Affairs via this amendment has done away with the requirement of seeking ratification of members for appointment of auditors at every Annual General Meeting. Accordingly, final ratification resolution up to 51st AGM is being proposed for ratification of appointment of statutory auditors at the 47th Annual General Meeting for good governance.

(xix) The Route Map to the AGM Venue is provided as a part of this Notice as required under Secretarial Standards-2.

(xx) A statement pursuant to Section 102(1) of the Companies Act, 2013 relating to certain ordinary business(es) and the special business(es) to be transacted at the Annual General Meeting is annexed hereto.

(xxi) All documents referred to in the accompanying notice and the explanatory statement shall be open for inspection at the Registered Office of the Company during business hours except on holidays, up to the date of the Annual General Meeting.

(xxii) The Notice of the Annual General Meeting is also uploaded on the website of the Company (www.rollatainers.in). The Notice of Annual General Meeting is being sent to all the members whose names appear in the Register of Members as on August 17th, 2018.

(xxiii) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Member(s) holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA. SEBI has also mandated that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company /RTA for registration of transfer of securities.

(xxiv) In case of any queries, members may write to cs.rollatainers@gmail.com to receive an email response.

(xxv) Members are eligible to cast vote electronically only if they are holding shares as on **September 21, 2018, being the cut-off date.**

(xxvi) Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the e-voting period commences on Tuesday, September 25, 2018 (9:00 a.m. IST) and ends on Thursday, September 27, 2018 (5:00 p.m. IST). During this period, members holding shares either in physical or dematerialized form, as on the cut-off date, i.e. September 21, 2018 may cast their vote electronically. The e-voting module will be disabled by CDSL for voting thereafter. A member will not be allowed to vote again on any resolution for which the vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e September 21, 2018. E-voting rights cannot be exercised by a proxy, though corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization.

(xxvii) **Voting through electronic means (e-voting):** Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their right to vote electronically through electronic voting (e-voting) service facility provided/made available by the Central Depository Services (India) Limited (CDSL). The facility for voting through ballot paper will also be made available at the venue of the Annual General Meeting (AGM) and the members who have not already cast their votes by remote e-voting shall be able to exercise their right to vote at the said AGM. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be allowed to vote again. The instructions for e-voting are annexed to the Notice. In case of joint holders attending the meeting, only such joint holder, who is higher in the order of names, will be entitled to vote. Since the resolutions set out in this Notice are being conducted through e-voting, the said resolutions will not be decided on show of hands at the AGM in terms of Section 107 of the Companies Act, 2013.

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:

The business as set out in the Notice may be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has engaged the services of Central Depository Services India Limited (CDSL) to provide the e-voting facility.

The voting period begins on Tuesday, 25.09.2018 (from 09:00 A.M IST) and will end on Thursday, 27.09.2018 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 21.09.2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Members will not be able to cast their votes electronically beyond the date and time mentioned above.

1. The e-voting facility will be available at the link www.evotingindia.com during the voting period.

2. The Procedure and instructions of e-voting are as follows:-

A. In case of Members receiving e-mail (for members whose email address are registered with the Company/Registrars

i) The Shareholders should log on the e-voting website www.evotingindia.com

ii) Click on Shareholders.

iii) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

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

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

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

v) 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.

vi) 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).

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

viii) 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.

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

x) Click on the EVSN of **Rollatainers Limited** on which you choose to vote.

xi) 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.

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

xiii) 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.

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

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

xvi) 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.

xvii) Note for Non – Individual Shareholders and Custodians:-

- Non-Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts 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.

xviii) 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 1800225533.

xix) 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, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (E), Mumbai – 400013., or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

xx) 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 e-Voting 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.

EXPLANATORY STATEMENT
(*Pursuant to Section 102(1) of the Companies Act 2013*)

As required by section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 4 of the accompanying Notice:

Item No. 4: Approval of Related Party Transaction entered with the Company

The members of the Company are hereby informed that pursuant to the provisions of Section 188 of the Companies Act 2013, governs the related party transactions, requiring a Company to obtain prior approval of the Board of Directors and in case the sum of transaction exceeds the limits prescribed in Rule 15 of the Companies (Meetings of Board and its Powers) Amendment Rules 2015, the prior approval of members by way of a Ordinary Resolution is required.

All the prescribed disclosures required to be given under the provisions of the Companies Act 2013 and the Companies (Meetings of the Board and its Power) Rules, 2014 are set out at Item No. 4 for the kind perusal of members.

The members of the Company are also hereby informed that the transactions entered or to be entered by the Company and related party are in ordinary course of bussiness and on arm's length basis.

Members are informed that pursuant to second proviso of Section 188(1) of the Companies Act 2013, no member of the Company shall vote on such resolution to approve any contract or arrangement which may be entered into by the Company, if such member is a related party. Further, by its recent General Circular No. 30/2014 dated 17.07.2014, the Ministry of Corporate Affairs has clarified that the term 'Related Party' in the second proviso to Section 188(1) refers only to such Related Party as may be a Related Party in the context of the contract or arrangement for which the resolution is being passed.

The Board of Directors of your Company has approved this item in the Board Meeting and recommends this resolution as set out in the accompanying notice for the approval of members of the Company as Ordinary Resolution.

None of the Directors and Key Managerial Personnel and their relatives are deemed to be concerned or interested, financial or otherwise in the proposed ordinary resolution.

By Order of the Board
For Rollatainers Limited

Place : New Delhi
Date : 18th August, 2018

Aarti Jain
DIN: 00143244
(Chairperson)

REQUISITE INFORMATION IN RESPECT OF DIRECTOR SEEKING APPOINTMENT OR RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING IN PURSUANCE OF REGULATION 36(3) OF SEBI (LISTING OBLIGATRIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

1.	Name of Director	Ms. Aarti Jain
2.	Date of Birth	30/08/1972
3.	Date of Appointment	10-01-2013
4.	Directors Identification Number	00143244
5.	Age	46 Years
6.	Qualification	MBA (Marketing) from Manchester Business School, Post Graduate
		Diploma in Garment Manufacturing Technology from NIFT
7.	Expertise	Finance & Marketing
8.	Experience	23 Years
9.	Number of Listed Companies in which Directorships held	Rollatainers Limited
10.	Number of shares held in the Company (as at March 31, 2018)	Nil
11.	Relation with any other Directors and KMPs of the Company	No Relation
12.	Remuneration Drawn	Nil

Route Map to the Venue of 47th 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 of,
Rollatainers Limited

Your Directors are pleased to present the 47th Annual Report on the business and operations of your Company along with the audited financial statements for the period ended 31st March, 2018.

FINANCIAL RESULTS

The standalone and consolidated financial statements for the financial year ended March 31, 2018, forming part of this Annual Report, have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs.

Key highlights of financial performance of your Company for the financial year 2017-18 are provided below:

(Rupees in Lakhs)

PARTICULARS	Standalone		Consolidated	
	Financial Year ended 31.03.2018	Financial Year ended 31.03.2017	Financial Year ended 31.03.2018	Financial Year ended 31.03.2017
Revenue from Operations	1601.12	450.85	13668.13	14235.13
Other Income	143.74	391.04	792.62	1445.60
Total Revenue	1,744.87	841.89	14460.75	15680.73
Total Expenses	1,904.75	702.17	16313.10	16612.26
Profit/(Loss) before Tax and Exceptional Items	(159.88)	139.72	(1852.35)	(931.53)
Exceptional Items	219.06	(2.43)	1625.21	(2.43)
Profit before Tax	59.18	137.29	(227.14)	(933.96)
Tax Expenses	161.37	445.42	(253.99)	494.41
Share of Profit/(Loss) of Associates and Joint Venture	0	0	(71.28)	(512.11)
Net profit/(loss) for the year	(102.19)	(308.13)	(44.43)	(1940.49)
Other comprehensive (loss)/income for the year	0	0	12.05	5.56
Total comprehensive income for the year	(102.19)	(308.13)	(32.38)	(1934.93)
EPS	(0.04)	(0.12)	(0.01)	(0.77)

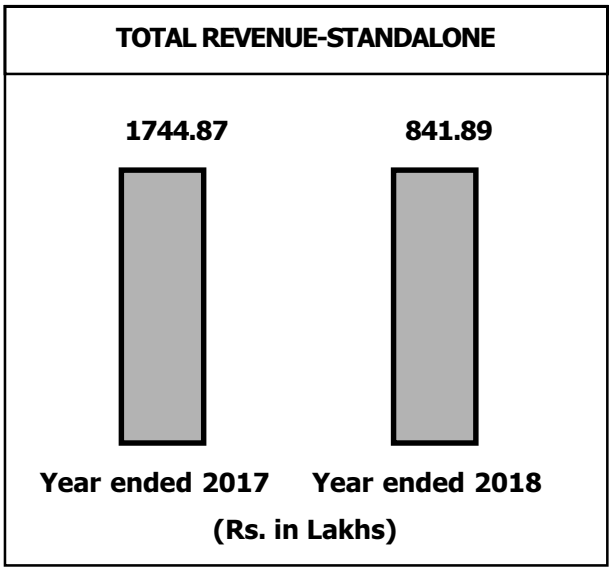
FINANCIAL PERFORMANCE

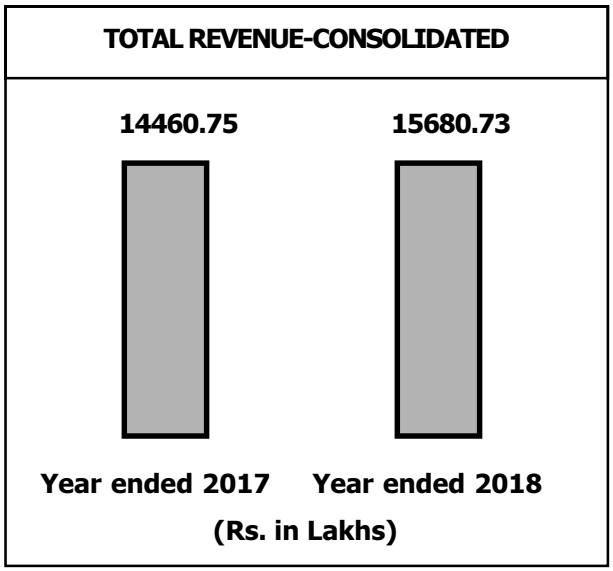
Standalone

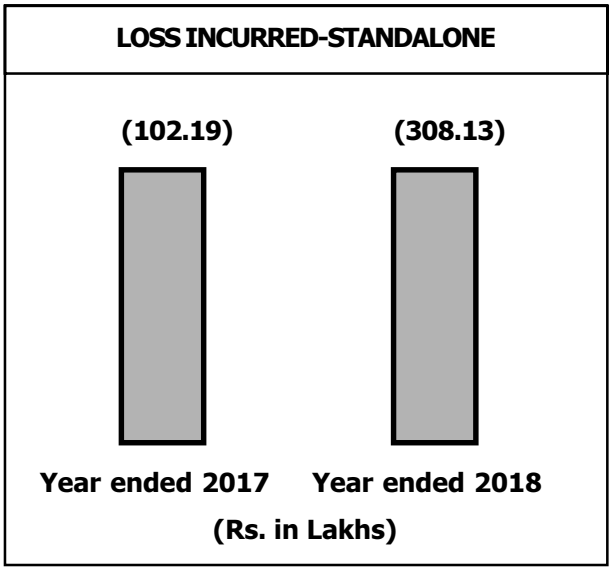
During the period under review, based on Standalone financial statements, the Company earned Total revenue amounting to Rs. 1744.87 Lakhs as compared to Rs. 841.89 Lakhs in the previous year. Loss after Tax stood at Rs. 102.19 Lakhs as against Loss after Tax of Rs. 308.13 Lakhs in the previous year.

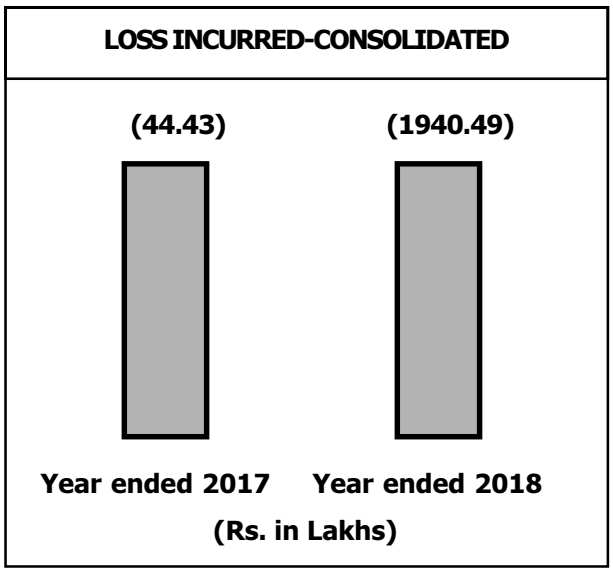
Consolidated

During the period under review, based on consolidated financial statements, the Company earned Total revenue amounting to Rs. 14,460.75 Lakhs as compared to Rs. 15,680.73 Lakhs in the previous year. Loss after Tax stood at Rs. 44.43 Lakhs as against Loss after Tax of Rs. 1,940.49 Lakhs in the previous year.









CONSOLIDATED FINANCIAL STATEMENT

In pursuance of the provisions of Section 129 (3) of Companies Act, 2013, a company has one or more subsidiaries or associate companies, it shall, in addition to standalone financial statements, prepares a consolidated financial statement of the company and of all the subsidiaries and associate companies in the same form and manner as that of its own and in accordance with applicable accounting standards, which shall also be laid before the annual general meeting of the company along with the laying of its financial statement. Your Company has Subsidiaries and associates companies and consolidation of the same is mandatory as per the Companies (Amendment) Act, 2017.

The directors also present the audited consolidated financial statements incorporating the duly audited financial statements as prepared in compliance with the Companies Act, 2013, applicable Accounting Standards and SEBI Listing Regulations, 2015 as prescribed by SEBI is provided in the Annual Report. 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.

DIVIDEND

In view of losses incurred during the period under review, the Board of Directors has not recommended any dividend for the financial year ended March 31st, 2018.

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

As per Section 124(6) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time, all the shares in respect to which dividend has remained unclaimed/unpaid for a period of seven Consecutive year or more are required to transfer in the name of IEPF, but the company is not required to transfer any amount to the IEPF established by the Central Government ***as the company has not declared any dividend for relevant financial year.***

TRANSFER TO RESERVES

Your Company has not transferred any amount under the head General Reserve in the Financial Statements for the Financial Year ended March 31, 2018. Whereas, the company has incurred losses during the period and has provided the same under the head Retained Earnings in Other Reserves, forming part of the Financial Statements for the Financial Year ended March 31, 2018 as prepared according to Indian Accounting Standards (Ind AS).

CAPITAL STRUCTURE OF THE COMPANY

The Share Capital Structure of the Company is categorised into two classes:-

S.No.	Particulars	Equity Share Capital	Preference Share Capital
1.	Authorised Share Capital (in Rs.)	47,00,00,000	18,00,00,000
2.	Paid Up Share Capital (in Rs.)	25,01,30,000	11,40,00,000
3.	Value per Share	1	100

Preference Share Capital:

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

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

During the period under review, there was no public issue, rights issue, bonus issue or preferential issue, etc. The Company has not issued shares with differential voting rights, sweat equity shares, nor has it granted any stock options.

APPLICABLITY OF INDIAN ACCOUNTING STANDARDS (IndAS)

The Ministry of Corporate Affairs (MCA), vide its notification in the Official Gazette, notified the Indian Accounting Standards (Ind AS) and Ind AS has replaced the existing Indian GAAP prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. The Company has adopted Indian Accounting Standards ("Ind AS") from April 01, 2017 (transition date to Ind AS is April 01, 2016) and the Financial Statements have been prepared in accordance with recognition and measurement principal of Indian Accounting Standards ("Ind AS") as prescribed under the Companies (Indian Accounting Standards) Rules, 2015, as specified in section 133 of the Companies Act, 2013. The Annual Accounts for the year ended March 31, 2018 have been prepared in accordance to Indian Accounting Standard (IndAS) and the figures for the year ended March 31, 2017 have been restated in terms of IndAS.

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, as amended from time to time and other relevant provisions of the Act.

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, to 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

Your Directors hereby confirm that:

a. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of 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; and

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

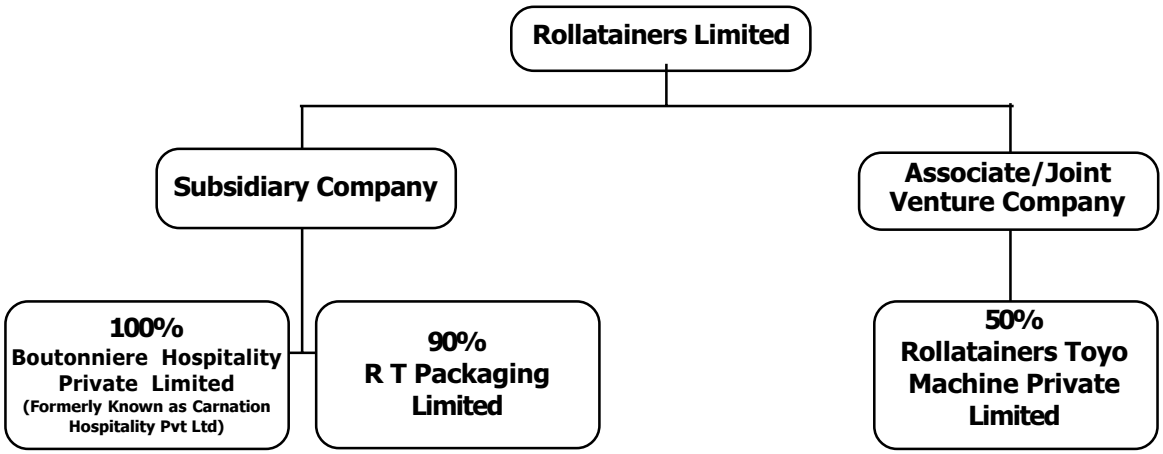
f. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES

The Company has following Subsidiary Companies and Associate Companies as on March 31, 2018:

S. No.	Name of the Company	Status	% holding	Applicable Section
1.	Boutonniere Hospitality Pvt Ltd (Formerly Known as Carnation Hospitality Pvt Ltd)	Subsidiary	100	2(87)
2.	R T Packaging Limited	Subsidiary	90	2(87)
3.	Rollatainers Toyo Machine Private Limited	Associate (Joint Venture)	50	2(6)

*During the Financial Year ended on March 31, 2018, the Company has only one Associate/Joint Venture Company i.e. Rollatainers Toyo Machine Private Limited and the Company has sold its Equity Stake in Sierra Nevada Restaurants Private Limited to IMM Associates Mauritius on December 07, 2017.



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/Joint Ventures/associates 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, which covers the financial position of the associate Company.

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

a) **Change in Directors during the Financial Year ended March 31, 2018:-** During the Financial year ended March 31, 2018 there was no appointment and cessation of director in the Company.

b) **Retire by Rotation on the Board of Directors of the Company**:- In accordance with the provisions of Section 152 the Companies Act, 2013 and the Article of Association of the Company read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Ms. Aarti Jain (DIN: 00143244) retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment. The details as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 regarding Ms. Aarti Jain (DIN: 00143244) are provided in the Notice of the 47th Annual General Meeting. The Board recommends her re-appointment.

c) **Independent Directors:-** All the Independent Directors of the Company have given requisite declarations that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulations 16 & 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

d) **Key Managerial Personnel:** Pursuant to the provisions of Section 203 of the Companies Act, 2013 and the rules made there under, the Company has appointed Mr. Darshan Prasad Yadav, Chief Financial Officer (CFO) with effect from June 13, 2018 and Mr. Ajay Jaiswal resigned from the office of Chief Financial Officer with effect from October 03, 2017.

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

FAMILIARIZATION PROGRAMME

As per requirement under the provisions of Section 178 of the Companies Act, 2013 read with Companies (Meetings of Board and its powers) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company had adopted a familiarization programme for Independent Directors to familiarise them with the Company, their role, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model, management structure, industry overview, internal control system and processes, risk management framework, functioning of various divisions, HR Management, CSR activities etc.

Your company aims to provide Independent Directors an insight into the Company enabling them to contribute effectively. The Company arranges site visit for the Directors, giving them insight of various projects and Directors are also informed of various developments relating to the industry on regular basis and are provided with specific regulatory updates from time to time.

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 DIRECTORS DECLARATION

The Company has received the necessary declaration from each Independent Director in accordance with Section 149 (7) of the Companies Act, 2013, that they meet 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

During the period under review Four (04) meetings of the Board were held and 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 MEETINGS

- May 29th, 2017
- August 21st, 2017
- December 14th, 2017
- February 13th, 2018

BOARD EVALUATION

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per provisions of the Companies Act, 2013 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 fulfilment of Directors obligation and their fiduciary responsibilities.

Further, the Independent Directors at their meeting, reviewed the performance of the Board, Chairperson 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 which 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.

AUDITORS

1. STATUTORY AUDITORS AND THEIR REPORT

Pursuant to provisions of Section 139 and 141 of the Companies Act, 2013 and rules framed there under, the statutory auditors of the Company M/s Raj Gupta & Co., Chartered Accountants was appointed from the conclusion of 46th Annual General Meeting (AGM) held on 27th September, 2017 until the conclusion of 51st Annual General Meeting of the Company and such remuneration as may be fixed by the Board.

M/s Raj Gupta & Co., Chartered Accountants have furnished a certificate of their eligibility under Section 139 and 141 of the Companies Act, 2013 and the Rules framed thereunder for the appointment as Auditors of the Company. Also as required under Regulation 33(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the auditors have confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

The Company has received a consent letter from the statutory auditors for their ratification till 51st Annual General Meeting of the Company pursuant to provision 139 of the Companies Act, 2013 as amended from time to time.

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.

However, for the Financial Year ended March 31, 2018, the auditors M/s Raj Gupta & Co., Chartered Accountants, had not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under Section 134(3) of the Act.

Further, the Auditor's Report for Financial Year ended March 31, 2018 does not have any qualifications and adverse remarks and the notes on Financial Statements referred to in the Auditors' Report are self-explanatory and, therefore, do not call for further clarification.

DETAIL OF FRAUD AS PER AUDITORS REPORT

There is no fraud in the Company during the financial year ended 31st March, 2018, this is also being supported by the report of the auditors of the Company as no fraud has been reported in their audit report for the financial year ended 31st March, 2018.

2. SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s K Rahul & Associates, Company Secretaries has undertaken the Secretarial Audit of the Company for the financial year 2017-18. The Report of the Secretarial Audit in Form MR-3 for the period ended March 31, 2018 is annexed as **Annexure I** to the 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

In terms of Section 134(3)(a) of the Companies Act, 2013 read with Rule 12(1) of Companies (Management & Administration) Rules, 2014, the extract of Annual Return of the Company in Form MGT-9 is attached as **Annexure III** to this Report.

Whereas, in pursuant to the Companies (Amendment) Act, 2017, the act has made substitution under Section 134(3) (a) of the Companies Act, 2013 to place the extract of Annual Return on the website of the Company. As to comply with the said provision the Company has placed the extract of Annual Return in Form MGT-9 on the website of the company i.e **www.rollatainers.in.**

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:

(i) Audit Committee

(ii) Nomination and Remuneration Committee

(iii) Stakeholders' Relationship Committee

(iv) Corporate Social Responsibility Committee

The details of the membership and attendance at the meetings of the above Committees of the members 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 a Director(s)/Key managerial personnel and their remuneration. The nomination and remuneration policy is available on the website of the Company **(http://www.rollatainers.in/investors.php)**

CORPORATE SOCIAL RESPONSIBILITY

A brief outline of the Corporate Social Responsibility Policy of the Company and the related details for the period 2017-2018 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 **(URL; http://www.rollatainers.in/investors.php)).**

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 2017-18, 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.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of your Company have occurred between the end of the financial year of the Company to which the financial statements relate and on the date of this report.

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, 2018, 24,87,11,800 Equity Shares representing 99.43% 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 INE927A01040.

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.

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 and the National Stock Exchange 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 upgradation, 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.

GOODS AND SERVICE TAX (GST)

GST is an Indirect Tax which has replaced many Indirect Taxes in India. The Goods and Service Tax Act was passed in the Parliament on 29th March 2017. Goods and Service Tax (GST) came into effect from July 01, 2017 through the implementation of one Hundred and first amendment of the Constitution of India. The tax replaced existing multiple cascading taxes levied by the Central and State Government. As GST is one indirect tax for the entire country.

Your company has successfully implemented and migrated to GST followed by the changes across various departments/ operation of the Company.

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 : 18th August, 2018

Aarti Jain
DIN: 00143244
(Chairperson)

Annexure I

Form No. MR-3
Secretarial Audit Report
for the financial year ended 31st March, 2018
[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, 2018 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, 2018 according to the provisions of:

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

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

   II. 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;

   III. 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, 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;

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

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

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

j) 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 and further amended with effect from 01st October, 2017;

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 K. Rahul & Associates
Company Secretaries

Place : New Delhi
Date : April 30th, 2018

Rahul Kumar
Membership No.: 13975
CP No.: 17874

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

Annexure I(A)

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 K. Rahul & Associates
Company Secretaries

Place : New Delhi
Date : April 30th, 2018

Rahul Kumar
Membership No.: 13975
CP No.: 17874

Annexure II

Form No. AOC-2

[Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014 as on March 31, 2018]

Particulars of contracts/arrangements made with related parties

This Form pertains to the disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in Subsection (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

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

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

Nature of contracts/arrangements/transactions – NA

Duration of the contracts/arrangements/transactions – NA

Salient terms of the contracts or arrangements or transactions including the value, if any – NA

Justification for entering into such contracts or arrangements or transactions – NA

Date(s) of approval by the Board – NA

Amount paid as advances, if any: NA

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

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

Nature of contracts/arrangements/transactions: NA

Duration of the contracts/arrangements/transactions: NA

Salient terms of the contracts or arrangements or transactions including the value, if any: N/A

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

Amount paid as advances, if any: NA

By Order of the Board
For Rollatainers Limited

Place : New Delhi
Date : 18th August, 2018

Aarti Jain
DIN: 00143244
(Chairperson)

Annexure III

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31st March, 2018
[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:

1	CIN	L21014HR1968PLC004844
2	Registration Date	25/02/1968
3	Name of the Company	ROLLATAINERS LIMITED
4	Category / Sub-Category of the Company	Company Limited by shares/Indian Non-Govt. Company
5	Address of the registered office and contact details:	Plot No. 73-74,Phase –III, Industrial Area Dharuhera, District-Rewari, Haryana-123106 Contact No.: 01274-243326, 242220; **Email :** cs.rollatainers@gmail.com **Website: :** www.rollatainers.in
6	Whether listed company Yes / No:	Yes
7	Name, Address and Contact details of Registrar and Transfer Agent, if any:	**Name:** Beetal Financial & Computer Services Pvt. Ltd. **Address:** Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, New Delhi-110062 **Tel:** 011-29961281-83, Fax: 011-29961284 **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.	W.L.D. Investments Pvt. Ltd **Address:** A-212 1ST Floor, Shivalik, Delhi-110017	U65993DL1996PTC082102	Holding	74.95	Section 2(46) of Company Act, 2013
2.	Boutonniere Hospitality Private Limited (formerly known as Carnation Hospitality Private Limited) **Address:** Plot No. 73-74 Phase-III, Industrial Area, Dharuhera, Distt. Rewari, Haryana-123106	U55101DL2009PTC194654	Subsidiary	100	Section 2(87) of Company Act, 2013
3.	R T Packaging Ltd. **Address:** Plot No. 73-74, Phase III, Industrial Area, Dharuhera, Rewari, Haryana-123106	U74999HR1993PLC032169	Subsidiary	90	Section 2(87) of Company Act, 2013
4.	Rollatainers Toyo Machine Private Limited **Address:** Plot No. 73-74, Industrial Area, Phase-III, Dharuhera-123106	U29253HR2013PTC050626	Associate (Joint Venture)	50	Section 2(6) of Company Act, 2013

*During the Financial Year ended on March 31, 2018, the Company has only one Associate/Joint Venture Company i.e. Rollatainers Toyo Machine Private Limited and the Company has sold its Equity Stake in Sierra Nevada Restaurants Private Limited to IMM Associates Mauritius on December 07, 2017.

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01st April, 2017]				No. of Shares held at the end of the year [As on 31st March, 2018]				% 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.	187460400	0	187460400	74.95	187460400	0	187460400	74.95	No Change
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):-	**187460400**	**0**	**187460400**	**74.95**	**187460400**	**0**	**187460400**	**74.95**	**No Change**
(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)	**187460400**	**0**	**187460400**	**74.95**	**187460400**	**0**	**187460400**	**74.95**	**No Change**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	500	200	700	0.0003	500	200	700	0.0003	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	3000	0	3000	0.0012	3000	0	3000	0.0012	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0		0	0	0	0
i) Foreign Portfolio Investors	16854400	0	16854400	6.738	13612400	0	13612400	5.442	(1.3)
j) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	**16857900**	**200**	**16858100**	**6.739**	**13615900**	**200**	**13616100**	**5.443**	**(1.3)**

2. Non Institutions									
a) Bodies Corp.	31031620	56700	31088320	12.43	23826456	56680	23883136	9.55	(2.88)
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	8263259	1398280	9661539	3.86	13288210	1361250	14649460	5.86	2.00
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	3087773	0	3087773	1.23	8297165	0	8297165	3.32	2.00
c) Others (specify)									
Clearing Member	256027	0	256027	0.10	22499	0	22499	0.009	(0.09)
NRI	376518	70	376588	0.15	555822	70	555892	0.222	0.07
HUF	1341253	0	1341253	0.53	1645348	0	1645348	0.657	0.13
Sub-total (B)(2):-	**44356450**	**1455050**	**45811500**	**18.31**	**47635500**	**1418000**	**49053500**	**19.61**	**1.3**
Total Public Shareholding (B)= (B)(1)+ (B)(2)	**61214350**	**1455250**	**62669600**	**25.05**	**61251400**	**1418200**	**62669600**	**25.05**	**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**	**250130000**	**100**	**248711800**	**1418200**	**250130000**	**100**	**No Change**

(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.	187460400	74.95	0	187460400	74.95	0	No Change
	Total	**187460400**	**74.95**	**0**	**187460400**	**74.95**	**0**	**No Change**

(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
At the beginning of the year		There is no change in the Promoter Shareholding during the Financial Year 2017 – 2018			
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/ sweat equity etc)					
At the end of the year					

(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		Cumulative Shareholding during year	
		No. of shares	% of total Shares of the Company	No. of shares	% of total Shares of the Company
1.	Adhbhut Realtors Pvt. Ltd.	12500000	4.9974	12500000	4.9974
2.	Albula Investment Fund Ltd	7378920	2.95	7378920	2.95
3.	Elara India Opportunities Fund Limited	6043660	2.4162	6043660	2.4162
4.	Olympia Builders Private Limited	3608902	1.4428	3608902	1.4428
5.	Avon Marktrade Private Limited	3015932	1.2057	3015932	1.2057
6.	Sakshi Nanwani	170000	0.068	2475000	0.9895
7.	Raju Nanwani	31700	0.0127	1910000	0.7636
8.	Siddharth Bassi	273710	0.1094	851502	0.3404
9.	Skyline Associates Private Limited	649908	0.2598	649908	0.2598
10.	S. C. Khaneja	595500	0.2381	580356	0.232

*The shares of the Company are traded on daily basis and hence the date wise increase/decrease in shareholding is not indicated. Shareholding is consolidated based on permanent account number (PAN) of the shareholder.

v) Shareholding of Directors and Key Managerial Personnel:

S.No.	For each of the Directors and KMP	Shareholding at the beginning of the year		Date wise Increase/ Decrease in Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/bonus/sweat equity etc.):	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
None of Directors and Key Managerial Personnel holding Shares in the Company						

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	–	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**
Change in Indebtedness during the financial year				
l Addition	–	–	–	–
l Reduction	–	19464.94		19464.94
Net Change	**–**	**(19464.94)**	**–**	**(19464.94)**
Indebtedness at the end of the financial year				
i) Principal Amount	–	–	25.56	25.56
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not due	–	–	–	–
Total (i+ii+iii)	**–**	**–**	**25.56**	**25.56**

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	10.19	10.19
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	1.50	1.50
	(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 (Provident Fund)	0.68	0.68
	Total (A)	**12.37**	**12.37**

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

Sl. No	Particulars of Remuneration	Name of Director	Total Amount
1.	Independent Directors Fee for attending board / committee meetings Commission Others, please specify	Mr. Brajindar Mohan Singh – – –	0.50 – – –
	Total (1)	–	0.50
2.	Other Non-Executive Directors Fee for attending board committee meetings Commission Others, please specify	– – –	– – –
	Total (2)		
	Total (B)=(1+2)	–	0.50

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

(Rs. in Lakhs)

Sl. No	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Ajay Jaiswal (CFO)	**Mr. Pankaj Mahendru Company Secretary**	**Total**
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2.45	7.95	10.4
	(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	–	–	–
2.	Stock Option	–	–	–
3.	Sweat Equity	–	–	–
4.	Commission - as % of profit - others, specify…	–	–	–
5.	Others, please specify	**–**	**–**	**–**
	TOTAL	**2.45**	**7.95**	**10.4**

*Mr. Ajay Jaiswal has resigned from the office of Chief Financial Officer with effect from 03rd October, 2017.
*Mr. Darshan Prasad Yadav has appointed as Chief Financial Officer with effect from 13th June, 2018.

VII) PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

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

By Order of the Board
For Rollatainers Limited

Place : New Delhi
Date : 18th August, 2018

Aarti Jain
DIN: 00143244
(Chairperson)

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, 2018:

A. CONSERVATION OF ENERGY

i) Steps taken for Conservation of Energy:

Installations of Energy efficient equipments.

Power factor is being maintained close to unity.

ii) Steps taken for utilizing Alternate Sources of Energy:

The Company does not have any alternate sources of energy.

iii) Capital Investment on Energy Conservation Equipments:

Lighting energy savers are installed to optimize the voltage of lighting feeders.

B. TECHNOLOGY ABSORPTION

a)	Efforts in brief towards Technology Absorption, adaptation and innovation	The management has taken all the necessary steps to conserve the resources to the extent possible.
b)	Benefit derived as a result of above and product development efforts, e.g., product improvement, cost reduction, product development, import substitution etc.	A. Cost reduction due to saving in raw material & Power & Fuel B. Increase in productivity and better quality
c)	In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year)	N.A.
d)	Expenditure incurred on Research & Development	Nil

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.

Foreign Exchange Outgo : Nil

Foreign Exchange Earned : Nil

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.

By Order of the Board
For Rollatainers Limited

Place : New Delhi
Date : 18th August, 2018

Aarti Jain
DIN: 00143244
(Chairperson)

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 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)**
2014-15	964.92
2015-16	1195.50
2016-17	176.54
Total	**2336.96**
Average Net Profit	**778.98**

4. Prescribed CSR Expenditure: 2% of Average Net Profit – Rs. 15.58 **(in Lakhs)**

5. Details of CSR spent during the financial year:

a. Total amount to be spent for the financial year: Rs. 15.58 **(in Lakhs)**

b. Amount unspent: Rs. 15.58 **(in Lakhs)**

c. Manner in which the amount spent during the financial year is detailed below:

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. 15.58 **(in Lakhs)** was mainly on account of losses incurred by the Company after paying taxes 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

Place : New Delhi
Date : 18th August, 2018

Annexure VI

PARTICULARS OF EMPLOYEES

1. 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, 2018:

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

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

2. 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. Brajindar Mohan Singh	–
Mr. Aditya Malhotra	–
Mr. Pyush Gupta	–
Mr. Vivek Kumar Agarwal	–
Mr. Pankaj Mahendru (Company Secretary)	–
Mr. Ajay Jaiswal (CFO)	–

3. 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, 2018	Date of Last Public Offer	% Change
Market Price (BSE)	–	NA	NA
Market Price (NSE)	–	NA	NA

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

a. The key parameters for any variable component of remuneration availed by the Directors:
No Variable component of remuneration was fixed for the directors.

b. 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.

By Order of the Board
For Rollatainers Limited

Place : New Delhi
Date : 18th August, 2018

Aarti Jain
DIN: 00143244
(Chairperson)

CORPORATE GOVERNANCE REPORT

The Directors present the Company's Report on Corporate Governance pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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, 2018, 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 promoter, Non Executive Director, Woman Director and is the Chairperson of the Company.

Composition of the Board as on 31st March, 2018:

Category	No. of Directors	Percentage to Total No. of Directors
Executive Director	1	16.67
Non Executive Independent Director	3	50
Other Non-Executive Directors	2	33.33
Total	**6**	**100**

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	4	No	1	1	Nil

Mr. Aditya Malhotra (DIN: 02191303)	Director	Promoter Non-Executive	2	No	2	3	2
Mr. Pyush Gupta (DIN: 03392865)	Director	Whole Time Director	4	Yes	1	2	Nil
Mr. Vivek Kumar Agarwal (DIN: 01479902)	Director	Independent	4	No	2	2	Nil
Mr. Sanjiv Bhasin (DIN: 01119788)	Director	Independent	4	No	4	6	2
Mr. Brajindar Mohan Singh (DIN: 02143830)	Director	Independent	2	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, 4 (Four) meetings of the Board of Directors were held on 29th May, 2017, 21st August, 2017, 14th December, 2017, and 13th February, 2018. The gap between two board meetings did not exceed 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.

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, 2018 are given below:

Executive Director

Executive Director	Salary* (Rs. in Lakhs)	Commission	Total (Rs. in Lakhs)
Mr. Pyush Gupta	12.37	–	12.37

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

Non Executive Director

S. No.	Name of Director	Commission	Sitting Fees (Rs. in Lakhs)
1.	Ms. Aarti Jain	—	—
2.	Mr. Aditya Malhotra	—	—
3.	Mr. Vivek Kumar Agarwal	—	—
4.	Mr. Sanjiv Bhasin	—	—
5.	Mr. Brajindar Mohan Singh	—	0.50

III. COMMITTEES OF THE BOARD

A. AUDIT COMMITTEE

The Board of Directors has duly constituted an Audit Committee. As at 31st March, 2018, 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 2017-18

Investor Complaints	No. of Complaints attended/resolved during 2017-18
Pending at the beginning of the year	0
Received during the year	1
Disposed of during the year	1
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
2016-2017	Plot No. 73-74, Phase–III, Industrial Area, Dharuhera, Distt. Rewari, Haryana-123106	27.09.2017	10:00 A.M.	No Special resolution was 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

VII. MEANS OF COMMUNICATION

During the year under review, Results for quarters ended 30th June, 2017, 30th September, 2017, 31st December, 2017 and 31st March, 2018 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, 2018 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	Plot No. 73-74, Phase – III, Industrial Area, Dharuhera, Distt – Rewari-123106, Haryana
Annual General Meeting: Day/Date/Time/Venue:	Friday, the 28th September, 2018 at 09.30 A.M. Plot No. 73-74, Phase-III, Indsutrial Area, Dharuhera, Distt. Rewari, Haryana 123106
Financial Year	1st April, 2017 to 31st March, 2018
Book Closure	22nd September, 2018 to 28th September, 2018 (Both days Inclusive)
Equity Dividend payment date	N/A
Listing on Stock Exchanges	BSE Limited & The National Stock Exchange of India Limited.
ISIN CODE	INE 927A01040
Stock Code Equity Share: BSE NSE	 502448 ROLLT

B. Tentative Calendar for the Financial Year 2018-2019 (subject to change)

PARTICULARS	DATES
First Quarter Results	Mid August, 2018
Second Quarter Results	Mid November, 2018
Third Quarter Results	Mid February, 2019
Fourth Quarter Results	Upto End of May, 2019

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, 2018, 24,87,11,800 Equity Shares representing 99.43% 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.)	51617	265479	317096
Value (in Rupees)	31524.38	2507348.89	2538873.27

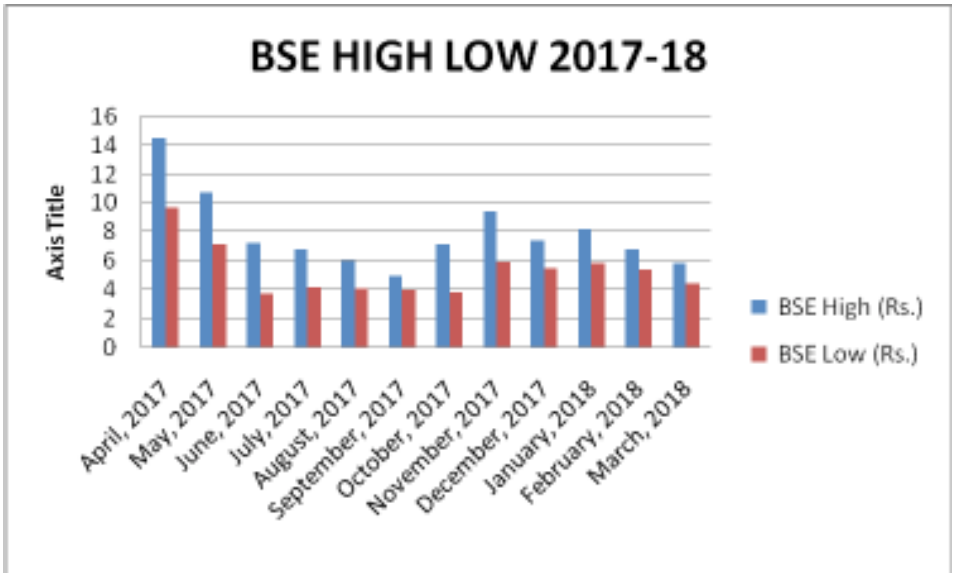
F. Registrar & Share Transfer Agent

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

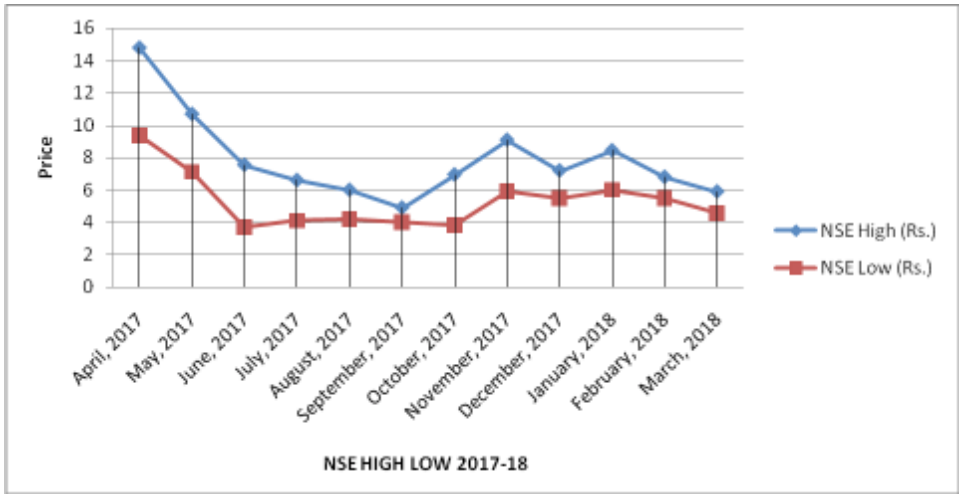
Monthly High/Low prices per share of equity shares traded at **BSE Limited** for the year ended at 31st March, 2018

Months	High (Rs.)	Low (Rs.)
April, 2017	14.50	9.70
May, 2017	10.75	7.13
June, 2017	7.30	3.80
July, 2017	6.79	4.21
August, 2017	6.00	4.12
September, 2017	4.94	4.00
October, 2017	7.20	3.85
November, 2017	9.45	5.96
December, 2017	7.43	5.50
January, 2018	8.19	5.83
February, 2018	6.82	5.42
March, 2018	5.89	4.45



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, 2018

Months	High (Rs.)	Low (Rs.)
April, 2017	14.80	9.35
May, 2017	10.70	7.10
June, 2017	7.55	3.70
July, 2017	6.60	4.10
August, 2017	6.00	4.20
September, 2017	4.90	4.00
October, 2017	6.95	3.85
November, 2017	9.10	5.90
December, 2017	7.20	5.50
January, 2018	8.45	6.00
February, 2018	6.80	5.50
March, 2018	5.90	4.55



H) Shareholding Pattern as on 31st March, 2018

CATEGORY	NUMBER OF SHARES HELD	(%) PERCENTAGE OF SHAREHOLDING
Promoters	187460400	74.95
Financial Institutions/Banks	700	0.00
Foreign Portfolio Investors	13612400	5.4421
Bodies Corporate	23883136	9.5483
Resident Individuals	22946625	9.1738
Non-Resident Individual (Non-Repatriable and Repatriable)	555892	0.2223
Clearing Member	22499	0.009
Resident Individuals - Hindu UndividedFamily (HUF)	1645348	0.6578
Insurance Companies	3000	0.00
Total	**250130000**	**100**

I) Distribution of Shareholding as on 31st March, 2018

No. of Shares held (Rs. 1/- paid up)	Number of	% to total Shareholders	Total No. of Shares (in Rs.)	% of Total Shareholding
Upto - 5000	7328	92.59	6286509	2.5153
5,001 - 10,000	269	3.39	2050189	0.8196
10,001 - 20,000	144	1.81	2096918	0.8383
20,001 - 30,000	41	0.51	1004286	0.4015
30,001 - 40,000	33	0.41	1189613	0.4756
40,001 - 50,000	26	0.32	1169779	0.4677
50,001 - 1,00,000	27	0.34	2041093	0.8160
1,00,001 & Above	46	0.58	234291613	93.6679
TOTAL	**7914**	**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, 2018; 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 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, Raj Gupta & Co., Chartered Accountants, 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 : 18th August, 2018

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, 2018, 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 : 18/08/2018

(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, 2018 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, 2018, 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 Raj Gupta & Co.
Chartered Accountants
Firm Registration No. 000203N

Place : New Delhi
Date : 18/08/2018

Gunjandeep Singh
Partner
Membership No. - 529555

CEO/CFO CERTIFICATE

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

We, Pyush Gupta, Whole Time Director and Darshan Prasad Yadav, 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, 2018 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, 2018 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	**(Darshan Prasad Yadav)**	**(Pyush Gupta)**
Date : 18/08/2018	**Chief Financial Officer**	**Whole Time Director**
		DIN : 03392865

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDIAN ECONOMIC OVERVIEW

Indian economy has continued to register growth in the year 2017-18. The prospect for economic growth became buoyant with the agrarian and rural economy benefiting from a yet another good monsoon. Though slow, but the growth has been steady as the new taxation regime i.e. GST is more or less stabilized. The financial year ended with GDP growth at around 6.7%. The retail inflation measured by year-on-year changes in the consumer price index (CPI) turned up in March 2018 to 4.28%.

Financial year 2017-18 was saw the stabilization of the 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.

Economic activity, as expected, has picked 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 tons while the paper packaging industry stands at 7.6 million tons. 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 utilization of the installed capacities that presents an opportunity to capitalize 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, metallized 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

The Food and Beverage (F&B) segment, globally and in India, has undergone a transformation, moving away from a "sub-segment of retail" to a" full-fledged segment" capable of functioning independently of traditional retail. The change in our F&B landscape has been due to structural shifts in the eating out equation - increasing urbanization, rising disposable incomes, rising trend of socializing, nuclear families, and rising consumerism; all of which have orchestrated a change in the way India dines.

Casual Dining Restaurants (CDR) has been a category that has gained significant traction in the past couple of years; with the category accounting for almost 46% of all restaurants that were a part of the survey. In terms of location, more than 60% of CDR's in the survey are located on high streets.

As the F&B landscape matures, it has given enough opportunity for the emergence of home grown chains. With the availability of funding and PE investments in the F&B business, operators have expanded their brands across cities. NCR and Mumbai are the cities that witness the most "cross expansion", with chains headquartered in either of the two cities expanding to the other city fairly quickly.

With the F&B segment gaining so much significance in recent times, the real estate sector has also responded to be in line with its requirements. More space allocated for F&B in malls, the emergence of dedicated F&B clusters, food festivals in malls, F&B pop ups, increased allocations in commercial buildings are some of the key trends that have been noticed off late.

On the other hand, operators need to be innovative in not only their cuisine but also their operation format, invest in increasing visibility with satellite units and pop up units, establish local connect with their catchment, tap segments of the F&B chain that are untapped but offer growth potential and use technology to enhance customer experience and improve efficiencies.

Key industry themes and projected growth

Café Industry

Over past few years, increase in the number of independent coffee shops / cafés in India can be attributed to changing consumer lifestyles, expanding working population base and growing influence of western culture. Moreover,

these cafes offer customized local Indian menus to address the demands of the local population. Few of the leading chained coffee shops operating in the country include Café Coffee Day, Barista Coffee, Costa Coffee and Tata Starbucks, among others. These players are anticipated to maintain their dominance in India coffee shops / cafés market through 2021, on account of their expansion plans coupled with continuous efforts towards localizing their product offerings.

According to TechSci Research report, "India Coffee Shops / Cafés Market Forecast, Consumer Survey and Opportunities, 2021", coffee shops / cafés market in India is projected to grow at a **CAGR of over 11%** during **2016-2021**, on account of the growing coffee culture among young population, increasing urbanization, rising disposable income levels and changing eating and drinking preferences of consumers. Changing work patterns of business executives is also driving demand for such coffee shops / cafés, as these outlets offer services such as free Wi-Fi, entertainment zones, etc.

"In India, coffee shops / cafés market is in developing stage, with majority of demand for coffee beverages emanating from urban centres such as New Delhi, Mumbai, Bengaluru, Chennai, Hyderabad and Kolkata.

In addition to metros and Tier I cities, new companies and leading market players are targeting expansion to Tier II and Tier III cities. This coupled with implementation of various government plans to develop smart cities, etc., is projected to drive growth in India market for coffee shops / cafés over next five years.", said Mr. Karan Chechi, Research Director with TechSci Research, a research based global management consulting firm.

STRATEGY AND OUTLOOK

Rollatainers has been focused to grow the F&B business with focus on brands Barista and Kylin. As a strategy to focus on these two brands, Rollatainers has sold its stake in the business of Wendy's during the fiscal year. Boutonniere Hospitality Private Limited has sold its Stake in the business of Jamie's during the fiscal year.

Growth at Barista has been driven by new store expansion, impressive Same Store Sales growth and rapid expansion of franchise business. Rollatainers look forward to maintain this momentum in the current fiscal as well.

Barista

BARISTA

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 more than 45 cities and in 3 other countries namely Srilanka, Maldives & Nepal. During the year 2018 we opened 25 more outlets in India.

What have we done in the last year

Over the last year, Barista has revamped its Store formats, with introduction of 2 newer formats i.e. Diner & Barista Express in endeavor to create a large operating canvas and options for all investments level. Diner format offers a full service menu with live cooking at stores, with Express more suited for On the Go traffic with short eats.

Food & beverage innovation has been our continuous endeavor and even in 2018 we stood to the same, with launch of Quenchers (with beverages being served in Bottles) & innovative food products like Pizza, Pastas & Various savories which helped us cater all day parts and improve our food to beverage ratio and Average per Cheque.

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

Kylin 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

Focus was on enhancing menu offerings and providing consistent food products, with set up pf high end Central kitchen which helped standardize the culinary experience. Further, it had also helped standardize food across outlets be it Company Operated and Franchise Operated stores.

Growth plan and focus areas

With set up of backend infrastructure on food, Kylin plan to increase its footprints in and outside North India. Plan is to grow the chain to 35-40 outlets in next 1-2 years.

OPPORTUNITIES & STRENGTHS

Large share of young population: With a population of 1.3 billion, India is one of the largest consumer markets globally. Demographically, it is also one of the youngest markets with more than 45 per cent of population below the age of 25 years. The country has the youngest median age (27.6 years) currently, among the BRICS nations and major global economies. With an estimated median age of 29.7 years in 2030, it would continue to be the leader in that domain

Increasing disposable income: The growing Indian economy has resulted in rising income levels, thus leading to an increase in disposable income. The country's household income and consumer spending are also expected to increase over the next five years, driving the food service industry and presenting a lucrative opportunity to the companies operating in the segment.

Changing consumer Lifestyle: A rapidly growing young population, rising income levels, increasing use of technology in consumer space, urbanisation, brand and style awareness, health consciousness, increased social media activity, hectic life routines, etc., have led to a shift in consumers' food buying habits. The following trends are pushing the food service industry towards a high growth trajectory.

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.

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 has made it easy to target the delivery business.

THREATS AND CONCERNS

Changing tax dynamics: With the change in the tax environment during fiscal year 2018 on account of withdrawal of input credit, industry has been impacted at a large level as the P&Ls continue to be sensitive to these changes.

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 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.

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.

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 31.03.2018 was Rs. 14460.75 Lakhs compared to Rs. 15680.73 Lakhs for the period ended 31.03.2017. The Consolidated Net Loss for the year ended 31.03.2018 was Rs. 44.43 Lakhs compared to loss of Rs. 1940.49 Lakhs for the period ended 31.03.2017. The Consolidated Total Comprehensive loss for the year ended 31.03.2018 was Rs. 32.38 lakhs as compared to Total Comprehensive loss of Rs. 1934.93 lakhs for the year ended 31.03.2017.

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 FY2018. 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.

Independent Auditor's Report

To the Members of

ROLLATAINERS LIMITED,

Report on the Standalone Ind AS financial statements

We have audited the accompanying Standalone Ind AS financial statements of **ROLLATAINERS LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, and the Statement of Profit and Loss (including other comprehensive income), Cash Flow Statement and the statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information (herein after referred to as "standalone Ind AS financial statements").

Management's Responsibility for the Standalone Ind AS financial statements

The Management and board of directors of the company are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the act') with respect to the preparation of these standalone Ind AS 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 Companies (Indian Accounting Standards) Rules, 2015.

This responsibility includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit. We have considered the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under and the Order issued under section 143(11) of the Act.

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 standalone Ind AS financial statements are free from any material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements, that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's management and Board of Directors,as well as evaluating the overall presentation of the standalone Ind AS financial statements.

The financial statements for the year ended 31 March 2017 was carried out and reported by Manoj Mohan & Associates whose report has been furnished to us by the management and which has been relied upon by us for the purpose of our audit.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone IND AS financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the IND AS, of the state of affairs of the company as at March 31, 2018 and its Profit and loss account for the year ended March 31, 2018 , total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Emphasis of Matter

Notwithstanding anything contained in the standalone Ind AS financial statements of Rollatainers Limited as on 31.03.2018, affects the true & fair opinion over the same, but we draw your attention on the following:

Trade receivables/payables and loans and advances includes balances from related parties. All figures are subject to confirmation and reconciliation.

Fair value of Investments have not been considered in the books of account. The company has not shown the presentation as per Ind-AS 107. The company has not provided us the debtor aging for reference.

Since loans given to related parties are long outstanding and there is no stipulation of payment. Hence the impact of IND AS is not ascertainable.

The financial statements for the year ended 31 March 2017 was carried out and reported by Manoj Mohan & Associates whose report has been furnished to us by the management and which has been relied upon by us for the purpose of our audit.

Other Matters

We did not audit the financial statements of Jointly owned company i.e. Rollatainer Toyo Machines Pvt. Ltd. and one subsidiary Boutonniere Hospitality Pvt. Ltd.

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 exercise of powers conferred by sub section (11) of section 143 of the act, we give in annexure A, a statement on the matters specified in paragraph 3 & 4 of the Order, to the extent applicable.

   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 relating to preparation of aforesaid standalone financial statements have been kept so far as it appears from our examination of those books and the report of other auditors;

   (c) The standalonebalance sheet, the standalonestatement of profit and loss [including other comprehensive income], the standalonecash flow statement and the standalonestatement of changes in equity dealt with by this report are in agreement with the relevant books of account;

   (d) In our opinion, Except for the matters described in the Basis for qualified opinion, the aforesaid Standalone IND AS financial statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with the relevant rules there under;

   (e) On the basis of the written representations received from the director of Holding company and taken on record by the board of directors of the Holding company and the report of other statutory auditors of its associate companies covered under the act , none of the directors are disqualified as on March 31, 2018, from being appointed as a director in terms of Section 164 (2) of the Act; and

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding company and its subsidiary and associate companies covered under the Act and the operating effectiveness of such controls, refer to our separate report in "Annexure A".

(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 as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of other auditors on separate financial statements/standalone financial statements as also the other financial information of the associates:

i. The Standalone IND AS financial statements disclose the impact of pending litigations on standalone financial position of the Group, its associates [Refer Note no. 4 to the standalone financial statement].

ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

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

For RAJ GUPTA & Co.
Chartered Accountants
Firm's registration number: 000203N

sd/-
Gunjandeep Singh
[Partner]
Membership number: 529555

New Delhi
June 13, 2018

Annexure - A to the Independent Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone IND AS financial statements for the year ended 31st March 2018.

I. In respect of fixed assets:

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

b. As explained to us, fixed assets, according to the practice of the company, have been physically verified by the management at reasonable intervals. According to the information and explanations given to us the frequency of physical verification of fixed assets is reasonable having regard to the size of the Company and nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such physical 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. However, none is made available to us as they are pledged with the financial institutions.

II. In respect of inventories: We have been informed that the inventories are physically verified during the period by the Company at reasonable intervals. The frequency of physical verification, in our opinion, is reasonable having regard to the size of the company and nature of its business. The discrepancies noticed on verification between the physical inventories and the book records were not material in relation to the operation of the company and the same have been properly dealt with in the books of account.

III. The company, during the year, has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Accordingly, paragraph 3(iii) of the Order is 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, investments, guarantees and security.

V. Since the company has not accepted any deposit from public, the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under with regard to the deposits accepted from the public are not applicable.

VI. The Central Government has prescribed the maintenance of cost records under section (1) of section 148 of the Companies Act, and on the basis of records produced before us for our verification; we are of the opinion that, prima facie, the prescribed accounts and cost records have been maintained. However, we are neither required to carry out nor have carried out any detailed examination of such accounts & records.

VII. (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has been regular in depositing undisputed statutory dues including provident fund, employees state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, Goods and Services Tax and other statutory dues with appropriate authorities during the year ended 31st March 2018. According to information and explanation given to us, there is no arrear of undisputed statutory dues outstanding for a period of more than 6 months as on March 31,2018.

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

Name of Statute	Nature of	Period the Dues	Forum where dispute is pending	Amount (Rs. in Lakhs)
Central Excise Tax Act, 1944	Excise Duty and Service Tax	FY 2013-14	Commissioner of Central Excise	6.47

VIII. According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to a banks and financial institution and also has not issued debentures during the year and has not taken any fresh loans or borrowings from Government.

IX. According to the information and explanations given to us, and as per our verification of the records of the company, the company, during the year, has not raised moneys by way of initial public offer or further public offer (Including debt instruments). The term loans availed by the company have been applied for the purpose for which the loans were obtained.

X. According to the information and explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the Year ended 31st March 2018.

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 Act.

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

XIII. According to the information and explanations given to us and as per our verification of the records of the company all transactions with the related parties are in compliance with the Sections 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the IND AS financial statements as required by the applicable accounting standards.

XIV. According to the information and explanations given to us and as per our verification of the records of the company, the company has not made any preferential allotment of shares.

XV. According to the information and explanations given to us, and as per our verification of the records of the company, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of Clause 3 (xv) of the order are not applicable to the company.

XVI. In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3 (xvi) of the order are not applicable to the company.

For RAJ GUPTA & Co.
Chartered Accountants
Firm's registration number: 000203N

sd/-
Gunjandeep Singh
[Partner]
Membership number: 529555

New Delhi
June 13, 2018

Annexure – B to the Independent Auditors' Report

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

We have audited the internal financial controls over financial reporting of RollatainersLimited ("the Company") as of 31st March 2018 in conjunction with our audit of the standalone IND AS financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The management and company's board of directors 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 ("the Guidance Note").These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone IND AS 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 to the best of our information and according to the explanations given to us, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2018, 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 RAJ GUPTA & Co.
Chartered Accountants
Firm's registration number: 000203N

sd/-
Gunjandeep Singh
[Partner]
Membership number: 529555

New Delhi
June 13, 2018

BALANCE SHEET AS AT 31ST MARCH, 2018

(Rs. in Lakhs)

	PARTICULARS	NOTE NO.	AS AT 31.03.2018	AS AT 31.03.2017	As at 01.04.2016
A	**ASSETS**				
1	**Non-Current Assets**				
	(a) Property, plant and equipment	3.1	205.25	522.41	568.85
	(b) Capital work-in-progress	3.1	44.54	208.25	152.03
	(c) Financial assets				
	Investments	3.2	12,500.00	14,128.50	13,823.60
	(c) Deferred Tax Assets(net)	3.3	1,018.04	1,179.42	1,624.83
	(d) Other non-current assets	3.4	118.96	118.96	118.96
	Sub total-Non-Current Assets		**13,886.79**	**16,157.54**	**16,288.28**
2	**Current Assets**				
	(a) Inventories	3.5	285.74	24.75	31.16
	(b) Financial assets				
	Trade receivables	3.6	4,648.70	8,824.56	7,210.72
	Cash and cash equivalents	3.7	65.03	24.84	44.51
	Other current financial assets	3.8	–	13.69	13.69
	(c) Current Tax Assets (Net)	3.9	78.02	32.16	31.53
	(d) Other current assets	3.10	4,526.69	5,988.31	6,531.56
	Sub total-Current assets		9,604.19	14,908.31	13,863.17
	TOTAL-ASSETS		**23,490.98**	**31,065.85**	**30,151.45**
(B)	**EQUITY AND LIABILITIES**				
1	**Equity**				
	(a) Equity share capital	3.11	2,501.30	2,501.30	250,1.30
	(b) Other equity	3.12	7,296.51	7,661.75	797,4.84
	Sub total-Equity		9,797.81	10,163.05	1,047,6.14
2	**Liabilities**				
	Non-Current Liabilities				
	(a) Financial liabilities				
	Borrowings	3.13	410.26	19,831.25	1,911,2.30
	Other financial liabilities	3.14	117.98	682.48	11,7.98
	(b) Long Term Provisions	3.15	54.55	53.03	5,7.76
	Sub total-Non-Current Liabilities		582.79	20,566.76	1,928,8.04
	Current Liabilities				
	(a) Financial liabilities				
	Trade payables	3.16	2,553.90	316.68	342.26
	(b) Other current liabilities	3.17	10,556.47	19.35	45.01
Sub total-Current Liabilities			13,110.37	336.03	387.27
	TOTAL EQUITY AND LIABILITIES		**23,490.98**	**31,065.85**	**30,151.45**
Significant Accounting Policies & Notes on Financial Statements		**1 to 8**			

As per our report of even date attached
For and on behalf of the Board
FOR RAJ GUPTA & CO.
Chartered Accountants
Firm Registration No. 000203N

Sd/-
(GUNJANDEEP SINGH)
Partner
(Membership No. 529555)

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Chairperson

Sd/-
DARSHAN PRASAD YADAV
CFO

Sd/-
PANKAJ MAHENDRU
Company Secretary

Place : New Delhi
Dated : 13th June, 2018

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2018

(Rs. in Lakhs)

	Particulars	Note No.	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
I.	**Revenue**			
	Revenue from operations	3.18	1,601.12	450.85
	Other Income	3.19	143.74	391.04
II.	**Total Revenue**		**1,744.87**	**841.89**
III.	**Expenses:**		–	–
	Cost of Materials Consumed	3.20	1,542.36	363.07
	Employee benefit expense	3.21	151.55	114.02
	Finance costs	3.21	43.97	39.25
	Depreciation and Amortization	3.21	24.22	31.51
	Other Expenses	3.21	142.66	154.32
	Total Expenses		**1,904.75**	**702.17**
IV.	**Profit before tax (II-III)**		**(159.88)**	**139.72**
V.	**Exceptional Items [Income/(Expense)]**	**3.22**	**219.06**	**(2.43)**
VI.	**Profit before tax (IV + V)**		**59.18**	**137.29**
V.	**Tax expense:**		–	–
	(1) Current tax		–	–
	(2) Deferred tax		161.37	445.42
	(3) Income tax/MAT reversal/provision		–	–
	Total Tax Expenses		**161.37**	**445.42**
VI.	**Profit/(Loss) from continuing operations (IV-V)**		**(102.19)**	**(308.13)**
VII.	Other Comprehensive Income (Net of Tax)		–	–
	Re-measurement gains (losses) on defined benefit plans		–	–
	Deferred tax effect		–	–
VII.	**Other Comprehensive Income (Net of Tax)**		**0.00**	–
VIII.	**Total Comprehensive Income (VI+VII)**		**(102.19)**	**(308.13)**
IX.	**Earning per equity share:**			
	(1) Basic		(0.04)	(0.12)
	(2) Diluted		(0.04)	(0.12)
	Significant Accounting Policies & accompanying Notes forming part of Financial Statements	**1 to 8**		

As per our report of even date attached
For and on behalf of the Board
FOR RAJ GUPTA & CO.
Chartered Accountants
Firm Registration No. 000203N

Sd/-
(GUNJANDEEP SINGH)
Partner
(Membership No. 529555)

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Chairperson

Sd/-
DARSHAN PRASAD YADAV
CFO

Sd/-
PANKAJ MAHENDRU
Company Secretary

Place : New Delhi
Dated : 13th June, 2018

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

(Rs. in Lakhs)

	Particulars	For the Ended Ended 31.03.2018	For the Ended Ended 31.03.2017
A	**CASH FLOW FROM OPERATING ACTIVITIES:**		
	Profit as per Profit & Loss Account (PBT)	59.18	137.29
	Exceptional items	(219.06)	2.43
	Add: Depreciation & Amortisation	24.22	31.51
	Add: Financial Expenses	43.97	39.25
	Less: Interest Received & Other Income	(143.74)	(391.04)
		(235.45)	**(180.56)**
	Change in Current / Non Current Liabilities:		
	(Increase)/Decrease in Inventories	(260.99)	6.41
	(Increase)/Decrease in Trade Receivables	(3,947.95)	(1,446.35)
	(Increase)/Decrease in Other Current Assets	1,475.30	543.26
	Increase/(Decrease) in Trade Payable	(337.24)	(25.58)
	Increase/(Decrease) in Current Liabilities	5.64	(25.65)
	Increase/(Decrease) in Other Financial Liabilities	(564.49)	564.49
	Increase/(Decrease) in Provisions	1.52	(4.72)
	Cash generation from operations activities	**(3,863.66)**	**(568.70)**
	Direct Tax Paid	45.86	0.63
	Cash flow before extraordinary items	**(3,909.52)**	**(569.33)**
	Net cash from operating activities	**(3,909.52)**	**(569.33)**
B	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Addition to Fixed Assets	3,546.14	7.54
	Adjustment in Capital work in progress	–	(56.22)
	Change in the value of investments	259.85	(472.40)
	Interest Received & Other income	143.74	391.04
	Net Cash from Investing activities	**3,949.73**	**(130.04)**
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Repayment/disburesement of long term borrowings	43.95	718.95
	Finance Charges Paid	(43.97)	(39.25)
	Net Cash from financing activities	**(0.02)**	**679.70**
	Net cash flows during the year (A+B+C)	**40.17**	**(19.67)**
	Cash & cash equivalents (opening balance)	**24.84**	**44.51**
	Cash & cash equivalents (closing balance)	**65.03**	**24.84**

NOTES TO CASH FLOW STATEMENT

1 The above statement has been prepared under indirect method except in case of dividend which has been considered on the basis of actual movement of cash with corresponding adjustments of assets and liabilities.
2 Cash & Cash Equivalents include cash & bank balances only.
3 Previous year figures have been regrouped/ recast wherever considered necessary.
4 The Closing Cash Balance includes Rs. 8.16 Lacs (Previous year Rs. 7.80 Lacs) as margin money against Bank Gurantees's/Letter of credit etc.

We have examined the above cash flow statement of Rollatainers Limited for the year ended 31st March, 2018 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.

As per our report of even date attached.
FOR RAJ GUPAT & CO.
Chartered Accountants
Firm Regd. No. 000203N

For and on Behalf of the Board

Sd/-
(GUNJANDEEP SINGH)
Partner
(Membership No. 529555)

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Chairperson

Sd/-
DARSHAN PRASAD YADAV
CFO

Sd/-
PANKAJ MAHENDRU
Company Secretary

Place : New Delhi
Dated : 13th june, 2018

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March 2018

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

The significant accounting policies applied by company in the preparation of financial statements are listed below such policies have been consistently applied to all the years presented and in preparing the opening IND AS Balance sheet as at April 1, 2016 for the purpose of transition to IND AS unless otherwise stated.

a) BASIS OF PREPARATION:

(i) Compliance with Ind AS:

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.The financial statements up to year ended 31st March, 2017 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act.

These financial statements for the year ended 31st March, 2018 are the first financial statements of the Company prepared under Ind AS. Refer note 2 – w) for an explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

(ii) Historical Cost Convention

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

(i) Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments) and

(ii) Employee's Defined Benefit Plan as per actuarial valuation.

(iii) Rounding of amounts

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

b) FAIR VALUE MEASUREMENT

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

In the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period or each case.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

Disclosures for valuation methods, significant estimates and assumptions

Quantitative disclosures of fair value measurement hierarchy

Investment in unquoted equity shares

Financial instruments

c) CURRENT VERSUS NON-CURRENT CLASSIFICATION

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

d) PROPERTY, PLANT AND EQUIPMENT

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the itemsOn transition to Ind AS, the Company has adopted optional exemption under Ind AS 101 to measure Property, Plant and Equipment at previous GAAP carrying value. Consequently, the previous GAAP carrying value has been assumed to be deemed cost of Property, Plant and Equipment on the date of transition i.e. 1st April, 2016.

DEPRECIATION METHODS, ESTIMATED USEFUL LIVES AND RESIDUAL VALUE

Depreciation is calculated using the straight – line method to allocate their cost, net of their residual values, over their useful lives. The Company depreciates its property, plant and equipment over the useful life in the manner prescribed in Schedule II of the Act. The residual values are not more than 5% of the original cost of the asset.

Considering the operating levels of the company, and the on going CIRP it is not possible to determine impairment, if any, in the economic value of fixed assets, capital work-in-progress.

LEASED ASSETS

a) Assets given on operating lease are capitalised.

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.

e) IMPAIRMENT OF NON-FINANCIAL ASSETS

The impairment assessment for all assets is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss.

f) 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.

g) 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.

h) 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.

i) FOREIGN EXCHANGE TRANSACTIONS

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

b) 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.

c) 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.

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

j) 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.

k) 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.

l) 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.

m) TRADE RECEIVABLES

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment if any. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

n) FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Initial Recognition:

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in Statement of Profit and Loss.

Classification and Subsequent Measurement: Financial Assets

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL") on the basis of following:

- the entity's business model for managing the financial assets and
- the contractual cash flow characteristics of the financial asset.

Amortised Cost:

A financial asset shall be classified and measured at amortised cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Fair Value through OCI:

A financial asset shall be classified and measured at fair value through OCI if both of the following conditions are met:

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Fair Value through Profit or Loss:

A financial asset shall be classified and measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through OCI.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification and Subsequent Measurement: Financial liabilities:

Financial liabilities are classified as either financial liabilities at FVTPL or 'other financial liabilities'.

Financial Liabilities at FVTPL:

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL:

Gains or Losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Other Financial Liabilities:

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Impairment of financial assets:

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. The Company assesses on a forward looking basis the expected credit losses associated with its assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk. In case of trade receivables, the Company follows the simplified approach permitted by Ind AS 109 – Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

Derecognition of financial assets:

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

o) OFFSETTING FINANCIAL INSTRUMENTS

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

p) EMPLOYEE BENEFITS

i) Short term obligations

Liabilities for wages and salaries, short term compensated absences and ex-gratia short terms compensated absences and ex-gratia including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefits obligations in the balance sheet. Liabilities for wages and salaries, short term compensated absences and ex-gratia short terms compensated absences and ex-gratia including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefits obligations in the balance sheet.

ii) Post-employment obligations

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

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

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

iii) Defined contribution plans

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.

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.

q) SEGMENT REPORTING

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). The managing committee is considered to be the 'Chief Operating Decision Maker' (CODM) as defined in IND AS 108. The Operating Segment is the level at which discrete financial

information is vailable. The CODM allocates resources and access performance at his level. The Company has Operating sement comprising of packaging, food and others.

r) TRADE AND OTHER PAYABLES

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within the credit period allowed. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. Long term trade payables are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

s) BORROWINGS

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity servicesand amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

t) INVESTMENTS

a) 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.

b) 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.

u) EXPORT BENEFITS

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

v) EARNINGS PER SHARE

i) Basic earnings per share

Basic earnings per share is calculated by dividing:

The profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares

ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would been outstanding assuming the conversion of all dilutive potential equity shares.

w) First time adoption as per Ind AS

These are the Company's first financial statements prepared in accordance with Ind AS.

These consolidated financial statements, for the year ended 31st March, 2018, are the first theCompany has prepared in accordance with Ind AS. For periods up to and including the year ended 31st March, 2017, the Company prepared its consolidated financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP). Accordingly, the Company hasprepared consolidated financial statements which comply with Ind AS applicable for periods endingon 31st March, 2018 together with the comparative period data as at and for the year ended 31st March, 2017, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at 1st April, 2016, the Company's date of transition to Ind AS. An explanation of how the transition from previous GAAP to Ind AS has affected the Group's financial position, financial performance and cash flows is set out in the following tables and notes.

Exemptions and exceptions availed

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

A. Ind AS Optional exemptions availed.

(a) Deemed Cost

Under Ind AS paragraph D7 AA of Ind AS 101 permits a first time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets and for Investment properties covered by Ind AS 40 Investment Properties.Accordingly, the Company has elected to measures all of its properties, plant and equipment at their previous GAAP carrying values.

(b) Designation of previously recognised financial instruments

Under Ind AS 109, at initial recognition of a financial asset , an entity may make an irrevocable election to present subsequent changes in the fair value of an investment in an equity instrument in other comprehensive income. Paragraph D19B of Ind AS 101 allows such designation of previously recognized financial assets as 'fair value through comprehensive income' on the basis of the facts and circumstances that existed at the date of transition to Ind AS.

Accordingly , the Group has designated its equity investment as at FVOCI on the basis of the facts and circumstances that existed at the date of transition to Ind AS.

(c) Investments in associates and subsidiaries

Under Ind AS, Paragraph D14 and D15 of Ind AS 101 permits a first time adopter to elect to continue with the carrying value of its investments in associates and subsidiaries as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP

B. Ind AS Mandatory exceptions

a) Estimates

An entity's Estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accouting policies), unless there is objective evidence that those estimates were in error.Ind AS estimates as at 1st April, 2016 and 31st March, 2017 are consistent with the estimates as at the same date made in the conformity with previous GAAP . The Company made estimates for the following in accordance with Ind AS at the date of transition as these were not required under previous GAAP.Investment in equity instruments carried at FVOCI

b) Classification and measurement of financial assets.

As required under Ind AS-101 the company has assessed the classification and measurement of financial assets on the basis of facts and circumstances that exist at the date of transaction to Ind AS.

C. Transition to Ind AS - Reconciliations

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

1) Reconciliation of Balance sheet as at 1st April, 2016 (Transition Date)

2) (a) Reconciliation of Balance sheet as at 31st March, 2017

   (b) Reconciliation of Total Comprehensive Income for the year ended 31st March, 2017

3) Reconciliation of Equity as at 1st April, 2016 and as at 31st March, 2017

4) Reconciliation of Net Profit as reported Previously referred to as "Previous GAAP" and total comprehensive Income as per Ind AS

The presentation requirement under previous GAAP differ from Ind AS and hence, previous GAAP information has re-grouped for case of reconciliation with Ind AS. The re-grouped previous GAAP information is derived from the financial statement of the company prepared in accordance with previous GAAP.

Reconciliation of Balance Sheet as at 1st April, 2016

(Rs. in Lakhs)

	Particiulars	Note No.	GAAP	Ind As Adjustment	As at 01.04.2016
A	ASSETS				
1	Non-Current Assets				
	(a) Property, plant and equipment	3.1	568.85	0.00	568.85
	(b) Capital work-in-progress	3.1	152.03	0.00	152.03
	(c) Financial assets				
	Investments	3.2	13,656.10	167.50	13,823.60
	(d) Deferred Tax Assets (net)	3.3	1,624.83	-	1,624.83
	(e) Other non-current assets	3.4	118.96	-	118.96
	Sub total-Non-Current Assets		**16,120.77**	**167.50**	**16,288.28**
2	Current Assets				
	(a) Inventories	3.5	31.16	0.00	31.16
	(b) Financial assets				
	Trade receivables	3.6	7,378.22	(167.50)	7,210.72
	Cash and cash equivalents	3.7	44.51	0.00	44.51
	Other current financial assets	3.8	13.69	0.00	13.69

	(c)	Current Tax Assets (Net)	3.9	31.53	0.00	31.53
	(d)	Other current assets	3.10	6,531.56	–	6,531.56
		Sub total-Current assets		**14,030.67**	**(167.50)**	**13,863.17**
		TOTAL-ASSETS		**30,151.45**	**0.00**	**30,151.45**
(B)	EQUITY AND LIABILITIES					
1	Equity					
	(a)	Equity share capital	3.11	3,641.30	(1,140.00)	2,501.30
	(b)	Other equity	3.12	7,161.89	812.95	7,974.84
		Sub total-Equity		10,803.19	(327.05)	10,476.14
2	Liabilities	Non-Current Liabilities				
	(a)	Financial liabilities				
		Borrowings	3.13	18,785.25	327.05	19,112.30
		Other financial liabilities	3.14	92.42	25.56	117.98
	(b)	Long Term Provisions	3.15	57.76	0.00	57.76
		Sub total-Non-Current Liabilities		18,935.43	352.61	19,288.04
		Current Liabilities				
	(a)	Financial liabilities				
		Trade payables	3.16	342.26	0.00	342.26
	(b)	Other current liabilities	3.17	70.56	25.55	45.01
		Sub total-Current Liabilities		412.82	- 25.55	387.27
		TOTAL EQUITY AND LIABILITIES		**30,151.45**	**0.00**	**30,151.45**

Reconciliation of Balance Sheet as at 31st March, 2017

(Rs. in Lakhs)

	Particiulars	**Note No.**	**GAAP**	**Ind As Adjustment**	**As at 31st March, 2017**
A	ASSETS				
1	Non-Current Assets				
(a)	Property, plant and equipment	3.1	522.41	0.00	522.41
(b)	Capital work-in-progress	3.1	208.25	0.00	208.25
(c)	Investment property				
(d)	Other intangible assets				
(c)	Financial assets				
	Investments	3.2	14,128.50	–	14,128.50
	Trade receivables		–	–	–
	Loans		–	–	–
(d)	Other financial assets	3.3	–	–	–
(d)	Deferred Tax Assets(net)	3.3	1,179.42	–	1,179.42

	(e)	Other non-current assets	3.4	118.96	0.00	118.96
		Sub total-Non-Current Assets		16,157.54	0.00	16,157.54
2	Current Assets					
	(a)	Inventories	3.5	24.75	0.00	24.75
	(b)	Financial assets - -				
		Investments		–	–	–
		Trade receivables	3.6	13,284.14	-4,459.58	8,824.56
		Cash and cash equivalents	3.7	24.84	0.00	24.84
		Other bank balances		–	–	–
		Loans		–	–	–
		Other current financial assets	3.8	13.69	0.00	13.69
	(c)	Current Tax Assets (Net)	3.9	32.16	0.00	32.16
	(d)	Other current assets	3.10	1,528.72	4,459.59	5,988.31
		Sub total-Current assets		14,908.30	0.01	14,908.31
		TOTAL-ASSETS		31,065.84	0.00	31,065.84
(B)	EQUITY AND LIABILITIES					
1	Equity					
	(a)	Equity share capital	3.11	3,641.30	-1,140.00	2,501.30
	(b)	Other equity	3.12	6,888.06	773.68	7,661.74
		Sub total-Equity		10,529.36	366.32	10,163.04
2	Liabilities					
	Non-Current Liabilities					
	(a)	Financial liabilities				
		Borrowings	3.13	19,464.94	366.31	19,831.25
		Trade payables		–	–	–
		Other financial liabilities	3.14	656.92	25.56	682.48
	(b)	Long Term Provisions	3.15	56.42	3.39	53.03
	(c)	Other Non-Current Liabilities	3.15	–	–	–
		Sub total-Non-Current Liabilities		20,178.28	388.48	20,566.76
		Current Liabilities				
	(a)	Financial liabilities				
		Borrowings	3.17	–	–	–
		Trade payables	3.16	316.68	0.00	316.68
		Other financial liabilities	3.19	–	–	–
	(b)	Other current liabilities	3.17	41.52	22.17	19.35
	(c)	Provisions	3.17	–	–	–
		Sub total-Current Liabilities		358.20	22.17	336.03
		TOTAL EQUITY AND LIABILITIES		31,065.84	0.00	31,065.84

Reconciliation of Total Equity as at 1st April, 2016 and as at 31st March, 2017

	Note	As at 31.03.2017	As at 01.04.2016
Shareholder's Equity as per pervious GAAP		6,888.06	7,161.89
IND As Adjustment			
Impact of Fair Valuation of Equity Instrument at FVOCI	3.12	773.68	812.95
Total IND as Adjustment		773.68	812.95
Total Equity as per IND AS		7,661.74	7,974.84

Reconciliation of total comprehensive income for the year ended 31st March, 2017

(Rs. in Lakhs)

	Particiulars	Note No.	GAAP	Ind As Adjustment	For the Year Ended 31.03.2017
I.	Revenue				
	Revenue from operations	3.18	450.85	0.00	450.85
	Other Income	3.19	391.04	0.00	391.04
II.	Total Revenue		841.89	0.00	841.89
III.	Expenses:				
	Cost of Materials Consumed	3.20	363.07	0.00	363.07
	Employee benefit expense	3.21	114.02	0.00	114.02
	Finance costs	3.21	-	39.25	39.25
	Depreciation and Amortization	3.21	31.51	-0.00	31.51
	Other Expenses	3.21	154.32	0.00	154.32
	Total Expenses		662.92	39.25	702.17
IV.	Profit before tax (II-III)		178.97	(39.25)	139.72
V.	Exceptional Items [Income/(Expense)]	3.22	(2.43)	0.00	(2.43)
VI.	Profit before tax (IV + V)		176.54	(39.25)	137.29
V.	Tax expense:				
	(1) Current tax		-	-	-
	(2) Deferred tax		445.42	-	445.42
	(3) Income tax/MAT reversal/provision		-	-	-
	Total Tax Expenses		445.42	-	445.42
VI.	Profit/(Loss) from continuing operations (IV-V)		(268.88)	(39.25)	(308.13)
VII.	Other Comprehensive Income (Net of Tax)				
	Re-measurement gains (losses) on defined benefit plans		-	-	-
	Deferred tax effect		-	-	-
VII.	Other Comprehensive Income (Net of Tax)		-	-	-
VIII.	Total Comprehensive Income (VI+VII)		(268.88)	(39.25)	308.13

The following explains the material adjustments made while transition from previous accounting standards to Ind AS

(i) Fair valuation of Investments

Under the previous GAAP, investments in equity instruments were classified as long-term investments based on the intended holding period and realisability. Long-term investments were carried at cost less provision for other than temporary decline in the value of such investments.

Under Ind AS all investments (other than investments in associates) to be measured at fair value at the reporting date and all changes in the fair value have been recognised in retained earnings as at the date of transition and subsequent to the transition date to be recognised in the Other Comprehensive Income.

(ii) Remeasurements of post employment benefit obligation

Under the previous GAAP, these re-measurement were forming part of the profit or loss for the year. Under Ind AS, re-measurement i.e. actuarial gain/loss on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss.

(iii) Security deposits Paid

Under Previous GAAP, the security deposits are accounted at an undiscounted value. Under Ind AS, these are carried at amortized cost.the security deposits have been recognised at discounted value and the difference between undiscounted and discounted value has been recognised as 'Prepaid expense' which has been amortised over respective term as notional expense under 'other expenses'. The discounted value of the security deposits is increased over the period of respective term by recognising the notional interest income under 'other income'.

(iv) Non Current-Borrowings

Under the previous GAAP, transaction costs were charged to the profit and loss as and when incurred. As required under the Ind AS 109 transactions costs incurred towards origination of borrowings have been deducted from the carrying amount of borrowings on initial recognition. These costs are recognised in the profit and loss over the tenure of the borrowing as interest expense, computed using the effective interest rate method corresponding effect being in Long term borrowings.

(v) Current Borrowings

Under previous GAAP,renewal/annual charges on cash credit or overdraft facitlities need to be straight lined over the period of the facitlity.In the current practice it was charged to Profit or loss as and when charged by bank not on quarterly basis. Company has adopted the practice to amortise these facility charges over the period of facility in Ind AS and charging to Profit or loss on straight lined basis over the period of the facility.resulting by recognising in their quarterly results as well.

(vi) Deferred taxes

Indian GAAP requires deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which was not required under Indian GAAP. In addition, the various transitional adjustments lead to temporary differences. According to the accounting policies, the Company has to account for such differences. Deferred tax adjustments are recognised in correlation to the underlying transaction either in retained earnings or a separate component of equity.

(vii) Zero Coupon Redeemable preference shares

Under the previous GAAP, investments in equity instruments were classified as long-term investments based on the intended holding period and realisability. Long-term investments were carried at cost less provision for other than temporary decline in the value of such investments.

Under Ind AS ,investments in preference shares are measured at amortised cost and have been recognised at discounted values.the difference between undiscounted and discounted value has been recognised as "Deferred

Power purchase cost" which has been amortised over respective term as power purchase cost under 'Power and fuel Expenses'. The discounted carrying value of the preference shares is increased over the term by recognising the notional income under 'other income'.

(viii) Security deposits Received

Under Previous GAAP, the security deposits are accounted at transaction value. Under Ind AS, these are carried at amortized cost.the security deposits have been recognised at discounted value and the difference between undiscounted and discounted value has been recognised as 'Deferred Income' which has been amortised over respective term as notional interest income under 'other income'. The discounted value of the security deposits is increased over the period of lease term by recognising the notional interest expense under 'Finance cost'.

(ix) Other comprehensive income

Under Ind AS, all items of income and expense recognised in a period should be included in profit or loss for the period, unless a standard requires or permits otherwise. Item of income and expense that are not recognised in profit or loss but are shown in the Statement of profit and loss as "other comprehensive income" includes fair value gain / loss on FVOCI equity instruments and re-measurement of defined benefit plans. The concept of other comprehensive income did not exist under previous GAAP.

(x) Retained earnings

Retained earnings as at 1st April, 2016 has been adjusted consequent to the above Ind AS transition adjustments.

(xi) Leases

(a) Under previous GAAP, Leasehold Land were classified as Fixed Assets as the standard on leases(AS-19) excluded Land. Under Ind AS 17, where the substantial risks and rewards incidental to ownership of an asset has not been transferred in the name of Company, the Company has classified such land under Operating Leases. The amount paid towards such leases has been shown as Prepayments under Other noncurrent assets and other current assets. amortisation on lease hold land is charged as Rent Expense in statement of profit and loss.

(b) Under previous GAAP ,as per AS-19(Leases) where the substantial risks and rewards incidental to ownership of an asset has been transferred in the name of Company and Company has classified such land under finance leases and amortised over a tenure of lease staright line basis. In current practice no amortisation of leases are recognised. Company has adopted the practice to amortise the leasehold land over a tenure of lease on staright line basis.

(xii) Investment properties

Under previous GAAP, Land & Building given on lease has been shown as Investment property and disclosed under the head fixed assets. Under Ind AS, Land & Building given on lease are disclosed separately as Investment property on the face of the Balance sheet.

(xiii) Discounts and incentives to customers

Under previous GAAP, discounts and incentives to the customers were shown as a part of other expense. Under Ind AS, revenue from sale of products are recognised at net of discounts and incentives to the customers.

(xiv) MAT Credit Entitlement

Under previous GAAP, MAT credit entitlement was shown as other current assets. Under Ind AS, MAT credit entitlement is recorded and classified as deferred tax assets/liabilities(net).

(xv) The transition from previous GAAP to Ind AS has not made a material impact on the statement of cash flows.

(xvi) Regrouping and restatement

The Ind AS adjustments are either non cash adjustments or are regrouping among the cash flows from operating, investing and financing activities. Consequently, Ind AS adoption has no impact on the net cash flow for the year ended 31st March, 2017 as compared with the previous GAAP.

Statement of Changes in Equity for the year ended 31st March, 2018

OTHER EQUITY

A. Equity Share Capital **(Rs. in Lakhs)**

Balance at the beginining of the reporting period Issued, Subscribed and Paid-up Share Capital	Changes during the year	Balance the ending of reporting period
As at 01.04.2016 **12,50,65,000 (Previous Year 12,50,65,000) Equity Shares, fully paid-up of Rs. 2/- Per Value**	0	2501.30
As at 31.03.2017 **25,01,30,000 (Previous Year 12,50,65,000 fully paidup @ Rs. 2/-) Equity Shares, fully paid-up of Rs. 1/- Per Value**	0	2501.30
As at 31.03.2018 **25,01,30,000 (Previous Year 25,01,30,000) Equity Shares, fully paid-up of Rs. 1/- Per Value**	0	2501.30

B. Other Equity **(Rs. in Lakhs)**

			Reserves and Surplus													
Particulars	Share application money pending allotment	Equity component of compound financial instruments	Revaluation Reserve	Capital Redumption Reserve	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings	Debt instruments through Other Comprehensive Income	Equity instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revalution Surplus	Exchange Differences on translating the financial statements of a foreign operation	Other items of comprehensive Income	Money received against share warrants	Total
As at 01.04.2017	–	–	263.04	210.00	119.69	8,162.69	1,485.08	(3,391.70)	–	812.94	–	–	–	–	–	7,661.75
Change in accounting policy or prior period errors	–	–	–	–	–	–	–	–	–	–	–	–	–	–		
Restated balance at the beginning of the reporting period	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Total Comperhensive Income for the year	–	–	–	–	–	–	–	(102.19)	–	–	–	–	–	–		(102.19)
Dividends	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Transfer to retained earning	–	–	(263.04)	–	–	–	–	–	–	–	–	–	–	–	–	(263.04)
Any other change	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
As at 31.03.2018	–	–	–	210.00	119.69	8,162,69	1,485.08	(3,493.89)	–	812.94	–	–	–	–		7,296.51

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus						Debt instruments through Other Comprehensive Income	Equity instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revalution Surplus	Exchange Differences on translating the financial statements of a foreign operation	Other items of comprehensive Income	Money received against share warrants	Total
			Revaluation Reserve	Capital Redumption Reserve	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings								
As at 01.04.2016	–	–	268.01	210.00	119.69	8,162.69	1,485.08	(3,083.57)	–	812.94	–	–	–	–	–	7,974.84
Change in accounting policy or prior period errors	–	–	–	–	–	–	–	–	–	–	–	–	–	–		
Restated balance at the beginning of the reporting period	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Total Comperhensive Income for the year	–	–	–	–	–	–	–	(308.13)	–	–	–	–	–	–		(308.13)
Dividends	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Transfer to retained earning	–	–	(4.96)	–	–	–	–	–	–	–	–	–	–	–	–	(4.96)
Any other change	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
As at 31.03.2017	–	–	263.04	210.00	119.69	8,162,69	1.485.08	(3.391.70)	–	812.94	–	–	–	–		7.661.75

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus						Debt instruments through Other Comprehensive Income	Equity instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revalution Surplus	Exchange Differences on translating the financial statements of a foreign operation	Other items of comprehensive Income	Money received against share warrants	Total
			Revaluation Reserve	Capital Redumption Reserve	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings								
As at 01.04.2016	–	–	268.01	210.00	119.69	8,162.69	1,485.08	(3.083.57)	–	–	–	–	–	–	–	7,161.90
Change in accounting policy or prior period errors	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Restated balance at the beginning of the reporting period	–	–	–	–	–	–	–	–	–	812.94	–	–	–	–	–	–
Total Comperhensive Income for the year	–	–	–	–	–	–	–	–	–	–	–	–	–	–		812.94
Dividends	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Transfer to retained earning	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Any other change	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
As at 01.04.2016	–	–	268.01	210.00	119.69	8,162.69	1485.08	(3.083.57)	–	812.94	–	–	–	–		7.974.84

Note No: 3.1 FIXED ASSETS

(Rs. in Lakhs)

Particulars	Land-Leasehold	Land-Freehold	Building	Plant and Equipment	Furnitures & Fixtures	Vehicles	Office Equipment	Goodwill	Data Processing Units	Capital Work in Progress	Total
Net Block											
As at 01.04.2016 (A)	**23.96**	**191.94**	**319.85**	**1,144.81**	**11.15**	**20.41**	**46.17**	**–**	**–**	**152.03**	**1,910,32**
Additions	-	–	–	–	–	–	–	–	–	**56.22**	**56.22**
Dismentling Cost	–	–	–	–	–	–	–	–	–	–	–
Disposals		–	–	–	**(98.38)**	**(10.67)**	**0.10**	**(28.50)**	–	–	**(137,65)**
As at 31.03.2017 (B)	23.96	191.94	319.85	1,046.43	0.48	20.31	17.67	–	–	208.25	1,828.89
Additions		–	–	–	–	–	–	**0.68**	–	–	**0.68**
Dismentling Cost	–	–	–	–	–	–	–	–	–	–	–
Disposals		–	**191.94**	**(319.85)**	**(4.09)**	–	–	–	–	(163.71)	**(679.59)**
As at 31.03.2018 (C)	23.96	–	–	1,042.34	0.48	20.31	18.35	–	–	44.54	1.149.97
Depreciation											
As at 01.04.2016 (D)	**2.04**	–	**213.21**	**901.07**	**10.77**	**19.40**	**42.96**	–	–	–	**1,189.44**
Additions		**0.24**	–	**6.71**	**28.94**	**0.01**	–	**0.57**	–	–	**36.47**
Deductions	–	–	–	**(90.13)**	**(10.30)**	**0.10**	**(27.16)**	–	–	–	**(127.68)**
Adjustments	–	–	–	–	–	–	–	–	–	–	–
As at 31.03.2017 (E)	**22.28**	–	**219.92**	**839.87**	**0.48**	**19.30**	**16.37**	–	–	–	**1,098.23**
Additions		–	–	–	**24.22**	–	–	–	–	–	**24.22**
Deductions	–	–	–	–	–	–	–	–	–	–	–
Adjustments	–	–	**(219.92)**	**(2.34)**	–	–	–	–	–	–	**(222.26)**
As at 31.03.2018 (F)	**2.28**	–	–	**861.75**	**0.48**	**19.30**	**16.37**	–	–	–	**900.19**
Net Block											
As at 31.03.2018 (C-F)	**21.68**	–	–	**180.58**	**0.00**	**1.01**	**1.98**	–	–	**44.54**	**249.79**
As at 31.03.2017 (B-E)	**21.68**	**191.94**	**99.93**	**206.56**	**0.00**	**1.01**	**1.30**	–	–	**208.25**	**730.66**
As at 01.04.2016 (A-D)	**21.92**	**191.94**	**106.64**	**243.75**	**0.38**	**1.02**	**3.21**	–	–	**152.03**	**720.88**

NON-CURRENT FINANCIAL ASSETS

Note No: 3.2 INVESTMENTS (Rs. in Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
(i) Investment in Equity Instrument			
Unquoted-Long Term Trade in Domestic Subsidiary			
2,24,99,900 Equity Shares (2,24,99,900 in FY 17), (2,24,99,900 in FY 16) of Rs 10/- each in RT Packaging Ltd.*	2000.00	2,000.00	2,000.00
20,00,000 Equity Shares (20,00,000 in FY 17), (20,00,000 in FY 16) of Rs 10/- each in Boutonniere Hospitality Private Limited (Formerly Known as Carnation Hospitality Pvt Ltd)	– 200.00	– 200.00	– 200.00
Nil Equity Shares (1,62,85,000 in FY 17),(1,15,60,000 in FY 16) of Rs 10/- each in Sierra Navada Restaurants Pvt Ltd	– –	– 1,628.50	– 1,156.00
10,00,000 Equity Shares (10,00,000 in FY 17),(10,00,000 in FY 16) of Rs 10/- each in Rollatainers Toyo Machines Pvt Ltd	– 100.00	– 100.00	– 100.00
(i) Investment in Preferential Shares	**–**	**–**	**–**
Unquoted-Long Term Trade at Cost in Domestic Associates /Subsidiary	**–**	**–**	**–**
11% (2,00,000 in FY 18),(2,00,000 in FY 17),(2,00,000 in FY 16) Redeemable Cumulative Preference Shares of Rs.100 each in RT Packaging Ltd.	– – 200.00	– – 200.00	– – 200.00
1% (10,00,00,000 in FY 18),(10,00,00,000 in FY 18), (10,00,00,000 in FY 18) Redeemable, Non-Convertible Non-Cumulative Preference Shares of Rs.10 each in RT Packaging Limited	– 10,000.00	– 10,000.00	– 10,000.00
Other Investments		**–**	**–**
–			
5 year National Saving Certificates (Lodged with Sales Tax Deptt.)	–	–	0.10
Total	**12,500.00**	**14,128.50**	**13,656.10**

*The Company holds 2,24,99,900 Equity shares having face value of Rs. 10/- each of RT Packaging Ltd. Out of which 24,99,900 Equity shares received as Nil Value in pursuance to the Reworked Restructuring package Dt. 21.07.2015 approved by CDR Cell.

Note No: 3.3 DEFERRED TAX ASSETS (NET) **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Deferred Tax Liabilities			
On account of depreciation of Fixed Assets	125.54	155.50	388.29
	125.54	**155.50**	**388.29**
Deferred Tax Assets			
On account of carry forward losses/amortisation of expenses	(1,143.58)	(1,334.92)	(2,013.12)
	(1,143.58)	**(1,334.92)**	**(2,013.12)**
Total Deferred Tax (Assets)/Liabilities	**(1,018.04)**	**(1,179.42)**	**(1,624.83)**

Deferred Tax Assets and Deferred Tax Liabilities have been offset wherever the company has legally enforceable right to set of current tax assets against current tax liabilities and wherever the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

Note No: 3.4 OTHER NON-CURRENT ASSETS **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
(i) Loans & Advances	–	–	–
Unsecured Considered Good			
- Deposit with Govt. Deptt.	118.96	118.96	118.96
Total	**118.96**	**118.96**	**118.96**

CURRENT ASSETS

Note No: 3.5 INVENTORIES (AS CERTIFIED BY THE MANAGEMENT) **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Inventories*			
Raw Materials	285.74	24.74	31.15
Stores, Spares & Dies	–	0.01	0.01
Total	**285.74**	**24.75**	**31.16**

Note No: 3.6 TRADE RECEIVABLES **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
UNSECURED			
Outstanding for more than six months			
- Considered Good	4,648.70	8,824.56	7,210.72
Total	**4,648.70**	**8,824.56**	**7,210.72**

Note No: 3.7 CASH AND CASH EQUIVALENTS* **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Balance with Schedule Banks:			
-Current Accounts	55.97	14.60	35.51
	–	–	–
Cash On Hand	0.90	2.44	1.57
- Fixed Deposits (held as margin money against	–	–	–
Letter of Credits/Bank Guarantees)	8.16	7.80	7.43
Total	**65.03**	**24.84**	**44.51**

*Cash and cash equivalents, as on 31st March 2018, 31st March 2017 and 1st April 2016 includes restricted bank balances of Rs. 7.80 Lacs, Rs. 7.80 Lacs and Rs. 7.43 Lacs respectively. The restriction is primarily on account of cash and bank balances held as margin money deposited against guarantee/LC's issued by bank and earmarked balances.

Note No: 3.8 OTHER CURRENT FINANCIAL ASSETS **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
(i) Other Current Financial Assets			
- Staff Advance	–	13.69	13.69
Total	**–**	**13.69**	**13.69**

Note No: 3.9 CURRENT TAX ASSETS (NET) **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
TDS Receivable	78.02	32.16	31.53
MAT Credit Entitlement	–	–	–
Total	**78.02**	**32.16**	**31.53**

Note No: 3.10 OTHER CURRENT ASSETS **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Loans & Advances recoverable in cash or in kind or for value to be received*			
Unsecured, Considered Good :	4,526.69	5,988.31	6,531.56
Total	**4,526.69**	**5,988.31**	**6,531.56**

*Including advances to supplier, prepaid expenses, capital advances and balances with Revenue Authorities.

Note No: 3.11 SHARE CAPITAL

AUTHORISED SHARE CAPITAL **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
47,00,00,000 (47,00,00,000 in FY 17),(23,50,00,000 in FY 16*) Equity Shares, Rs. 1/- Par Value	4,700.00	4,700.00	4,700.00
18,00,000 (Previous Year 18,00,000) Preference Shares, Rs. 100/- Par Value	1,800.00	1,800.00	1,800.00
Total	**6,500.00**	**6,500.00**	**6,500.00**

ISSUED, SUBSCRIBED AND PAID-UP EQUITY SHARE CAPITAL **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
25,01,30,000 (25,01,30,000 in FY 17),(12,50,65,000 in FY 16)* Equity Shares, fully paid-up of Rs. 1/- Par Value	2,501.30	2,501.30	2,501.30
Total	**2,501.30**	**2,501.30**	**2,501.30**

*Face Value of Equity Shares was Rs. 2/- in FY 2016

Note No: 3.11.1The reconciliation of the number of shares outstanding and the amount of share capital as at 31.03.2017, 31.03.2016 and 01.04.2016 is set out below:

EQUITY SHARES **(Rs. in Lakhs)**

Particulars	As at 31.03.2018		As at 31.03.2017		As at 01.04.2016	
	Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount
Number of shares at the beginning	250,130,000	2,501.30	125,065,000	1,250.65	125,065,000	2,501.30
Add: Shares Increased due to change of Face Value of Rs. 1/- each	–	–	–	–	–	–
	–	–	125,065,000	1,250.65	–	–
Number of Shares at the end	**250,130,000**	**2,501.30**	**250,130,000.00**	**2,501.30**	**250,130,000.00**	**2,501.30**

Note No: 3.12 OTHER EQUITY

Other Reserves **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Securities Premium Reserve			
Opening Balance as on 01.04.2017	8,162.69	8,162.69	8,162.69
Add: Addition during the period	–	–	–
Less: Deduction During the year	–	–	–
Closing Balance as on 31.03.2018	**8,162.69**	**8,162.69**	**8,162.69**
capital Reserve			
Opening Balance as on 01.04.2017	119.69	119.69	119.69
Add: Addition during the period	–	–	–
Less: Deduction During the year	–	–	–
Closing Balance as on 31.03.2018	**119.69**	**119.69**	**119.69**
Capital Redumption Reserve			
Opening Balance as on 01.04.2017	210.00	210.00	210.00
Add: Addition during the period	–	–	–
Less: Deduction During the year	–	–	–
Closing Balance as on 31.03.2018	**210.00**	**210.00**	**210.00**
Revaluation Reserve			
Opening Balance as on 01.04.2017	263.04	268.01	268.01
Add: Addition during the period	–	–	–
Less: Deduction During the year	263.04	4.96	–
Closing Balance as on 31.03.2018	**–**	**263.04**	**268.01**

Equity Instruments through Other Comprehensive Income			
Opening Balance as on 01.04.2017	812.94	812.94	812.94
Add: Addition during the period	–	–	–
Less: Deduction During the year	–	–	–
Closing Balance as on 31.03.2018	**812.94**	**812.94**	**812.94**
Total (A)	**9,305.32**	**9,568.36**	**9,573.32**

Retained Earnings **(Rs. in Lakhs)**

Particulars	**As at 31.03.2018**	**As at 31.03.2017**	**As at 01.04.2016**
General Reserve			
Opening Balance as on 01.04.2017	1,485.08	1,485.08	1,485.08
Effect of Transition provision on Depreciation	–	–	–
Impact of Deferred tax on transition of depreciation	–	–	–
Closing Balance as on 31.03.2018	**1,485.08**	**1,485.08**	**1,485.08**
Retained Earnings			
Opening Balance as on 01.04.2017	(3,391.69)	(3,083.57)	(4,279.07)
Add: Profit/ (Loss) for the period	(102.20)	(308.13)	1,195.50
Less: Transfer from Wealth Tax	–	–	(12,853.00)
Less:Corporate Dividend Tax	–	–	–
Less:Corporate Dividend Tax Earlier Year	–	–	–
Ind AS Adjustments	–	–	–
Total of Retained Earnings as on 31.03.2018	**(3,493.89)**	**(3,391.69)**	**(3,083.57)**
Closing Balance as on 31.03.2018 (B)	**(2,008.81)**	**(1,906.61)**	**(1,598.49)**
Total (A+B)	**7,296.51**	**7,661.74**	**7,974.84**

NON-CURRENT FINANCIAL LIABILITIES

Note No: 3.13 BORROWINGS **(Rs. in Lakhs)**

Particulars	**As at 31.03.2018**	**As at 31.03.2017**	**As at 01.04.2016**
UNSECURED LOANS			
Unsecured Loans from Corporates	–	19,464.94	18,785.24
Liability component of Preference Share Capital			
10% Non-Convertible Redeemable Preference Share of Rs.100/- each placed with W.L.D. Investments Pvt. Ltd.			
1,40,000 (Previous Year 1,40,000) Preference Shares, Fully paid up	69.50	69.50	69.50
2% Redeemable, Non Cumulative, Non-Convertible Preference shares of Rs.100/- each placed with W.L.D. Investments Pvt. Ltd.			
10,00,000 (Previous Year 10,00,000) Preference Shares, Fully paid up	340.77	296.82	257.57
Total	**410.26**	**19,831.25**	**19,112.30**

Reconciliation of Term Loans between previous GAAP and Ind AS is as under: **(Rs. in Lakhs)**

	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
A)	**Prefernce shares for the period as per previous GAAP**	–	19,464.94	18,795.24
B)	**Effects of transition of Ind AS on Borrowings:**	–	–	–
i)	Adjustment of Finance Cost as 01.04.2016	–	–	317.06
ii)	Adjustment of Finance Cost for 2016-17	–	366.31	–
iii)	Adjustment of Finance Cost for 2017-18	410.26	–	–
Preference Share for the period as per Ind AS	**Total**	**410.26**	**19,831.25**	**19,112.30**

Note No: 3.14 OTHER FINANCIAL LIABILITIES **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Fixed Deposits	13.77	13.77	13.77
Interest Accured on Fixed Deposits	11.79	11.79	11.79
Security Deposits	92.42	656.92	92.42
Total	**117.98**	**682.48**	**117.98**

Note No: 3.15 LONG TERM PROVISIONS **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
(i) Provision for Employee Benefits			
Superannuation	53.03	53.03	53.03
Gratuity	0.91	–	3.40
Leave Encashment	0.61	–	1.32
Total	**54.55**	**53.03**	**57.76**

CURRENT FINANCIAL LIABILITIES

Note No: 3.16 TRADE PAYABLES **(Rs. in Lakhs)**

	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Total outstanding dues of Micro enterprises & small enterprises		–	–	–
(a)	the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	–	–	5.48
	Total outstanding dues other than Micro enterprises & small enterprises	2,553.90	316.68	336.78
	Total	**2,553.90**	**316.68**	**342.26**

Note No: 3.17 OTHER CURRENT LIABILITIES **(Rs. in Lakhs)**

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Personnel Expenses Payable	0.18	6.89	5.34
Other Expenses Payable	4.76	10.57	9.84
Statutory Dues	0.70	0.95	10.96
vance From Customers	10,550.83	0.94	18.87
Total	**10,556.47**	**19.35**	**45.01**

Note No: 3.18 REVENUE FROM OPERATIONS **(Rs. in Lakhs)**

Particulars	For the Ended Ended 31.03.2018	For the Ended Ended 31.03.2017
Sales of Products	1,601.12	450.85
Less: Excise Duty	–	–
Total	**1,161.12**	**450.85**
Other Operating Revenues		
- Scrap	–	–
Total	**1,601.12**	**450.85**

Note No: 3.19 OTHER INCOME **(Rs. in Lakhs)**

Particulars	For the Ended Ended 31.03.2018	For the Ended Ended 31.03.2017
Interest Received on Margin Money/TDS refunds	5.88	5.59
Exchange Fluctuation	–	385.45
Rental Income	137.87	–
Total	**143.74**	**391.04**

Note No: 3.20 COST OF MATERIALS CONSUMED **(Rs. in Lakhs)**

Particulars	For the Ended Ended 31.03.2018	For the Ended Ended 31.03.2017
Opening Stock of Raw Material	24.74	31.15
Add : Purchase of Raw Material	1,803.35	356.66
	1,828.09	**387.81**
Less : Closing Stock of Raw Material	285.74	24.74
Total	**1,542.36**	**363.07**

Note No: 3.20.1 IMPORTED AND INDIGENOUS RAW MATERIAL **(Rs. in Lakhs)**

Particulars	For the Ended Ended 31.03.2018	For the Ended Ended 31.03.2017
	Rupees (% of Total Consumption of Raw Material)	Rupees (% of Total Consumption of Raw Raw Material)
Consumption of imported Raw material	–	–
(Percentage of Consumption of Raw Material)	–	–
Consumption of similar domestic Raw material	1,542.36	363.07
(Percentage of Consumption of Raw Material)	100%	100%
Total Consumption of Raw material	**1,542.36**	**363.07**

Note No: 3.21 EXPENSES

Employee Benefits Expenses **(Rs. in Lakhs)**

Particulars	For the Ended Ended 31.03.2018	For the Ended Ended 31.03.2017
Salaries & Wages	147.64	112.78
Other Contribution	3.53	0.46
Staff Welfare Expenses	0.38	0.78
Total	**151.55**	**114.02**

Finance Costs **(Rs. in Lakhs)**

Particulars	For the Ended Ended 31.03.2018	For the Ended Ended 31.03.2017
Interest Expense	0.01	-
Interest on Redeemable Preference Shares	–	–
Interest on Redeemable Preference Shares	43.96	39.25
Interest on Dismentling	–	–
Interest on Employee Benefits	–	–
Other Borrowing Costs	–	–
Total	**43.97**	**39.25**

Reconciliation of Finance Costs between previous GAAP and Ind AS is as under: **(Rs. in Lakhs)**

	Particulars	For the Ended Ended 31.03.2018	For the Ended Ended 31.03.2017
A)	**Finance Costs for the period as per previous GAAP**	0.01	–
B)	**Effects of transition of Ind AS on Finance Costs:**		
i)	Adjustment of Finance Cost on Redeemable Preference shares	43.96	39.25
	Finance Costs for the period as per Ind AS Total	**43.97**	**39.25**

Depreciation and Amortisation Expenses **(Rs. in Lakhs)**

Particulars	For the Ended Ended 31.03.2018	For the Ended Ended 31.03.2017
Depreciation & Amortisation	24.22	36.47
Less: Depriciation on Revlauation Reservce transferred	–	(4.96)
Total	**24.22**	**31.51**

Other Expenses **(Rs. in Lakhs)**

	Particulars	For the Ended Ended 31.03.2018	For the Ended Ended 31.03.2017
A)	***Manufacturing Expenses***		
	Power & Fuel	–	6.73
	Freight Inwards	–	0.45
	Repairs to Plant & Machinery	–	0.21
	Total Manufacturing Expenses (A)	**–**	**7.39**
A)	***Administrative & Selling Expenses***		
	Advertisement & Publicity	0.65	0.55
	Auditor's Remuneration	3.25	1.50
	Balances written off	8.86	0.52
	Bank Charges	3.26	0.79
	Books & Periodicals	0.03	–
	Customer Relation Expenses	34.29	0.12
	Directors Remuneration & Perquisites	1.50	–
	Insurance Charges	13.95	1.08
	Legal & Professional	12.74	18.49
	Office and Factory	0.03	1.29
	Printing & Stationery	2.75	4.55
	Prior Period Expenses	1.35	0.40
	Rate, Fee & Taxes	17.86	27.55
	Rent	–	75.93
	Repairs & Maintenance- Others	0.22	0.90
	Running & Maintenance of Vehicle	12.39	3.76
	Telephone, Communication and Postage	20.06	4.74
	Travelling & Conveyance	9.15	2.55
	Watch & ward	0.33	2.20
	Total Administrative & Selling Expenses (B)	**142.66**	**146.93**
	Total (A + B)	**142.66**	**154.32**

Note No: 3.22 Exceptional Items [Income/(Expense)] ***(Rs. in Lakhs)***

	Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
i)	Profit (Loss) on Sale of Fixed Assets	3,352.52	(2.43)
ii)	Profit (Loss) on Sale of Investments	(1,368.65)	–
iii)	Bad Debts	(1,764.81)	–
	Total	**219.06**	**(2.43)**

As per our report of even date attached
For Raj Gupta & Co.
Chartered Accountants
Firm Registration No. 000203N

For and on behalf of the Board

Sd/-
(GUNJANDEEP SINGH)
Partner
(Membership No. 529555)

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Chairperson

Place : New Delhi
Dated : 13th June, 2018

Sd/-
DARSHAN PRASAD YADAV
CFO

Sd/-
PANKAJ MAHENDRU
Company Secretary

4. Contingent Liabilities in respect of :

(a) Bank Guarantee issued Rs 6.32 Lacs (Previous Year 6.32 Lacs).
(b) Excise matters: Rs. 6.47 lacs (previous year Rs 6.47lacs).
(c) Sales Tax Matters : RS. 120.28 Lacs (Previous year Rs 120.28 Lacs)

5. In the matterof interest and damages livied 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.

6. Earning per share:

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

Basic and Diluted:

(Rs. in Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017
Profit / (-) for the Year	(102.19)	(308.13)
Profit / (-) attributed to equity share for the year	**(102.19)**	**(308.13)**
Weighted average number of shares outstanding during the year	2501.30	2501.30
Basic EPS	(0.04)	(0.12)
Nominal value per equity share	1	1

7. Auditors' Remuneration

(Rs. in Lakhs)

	Particular	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
a)	**Payment to Auditors (Included in misc expenses):**			
	Audit Fee	1.50	1.50	1.50
	Tax Audit Fee	1.50	1.50	1.50
b)	**Remuneration to whole time Director:**			
	Salary	10.19	6.17	6.80
	Allowance perquisites & other benefits	1.50	2.15	7.87
	Contribution of P.F. and other fund	0.68	0.63	0.82

8. a) Previous year figures have been regrouped / rearranged, wherever considered necessary to conform to current years' classification.

c) All figures or amount, including those in the notes to accounts have been upto the rearest lakhs plus thaousands in decimal.

Signature to notes 1 to 8 inclusive

As per our report of even date attached
For Raj Gupta & Co.
Chartered Accountants
Firm Registration No. 000203N

Sd/-
(GUNJANDEEP SINGH)
Partner
(Membership No. 529555)

Place : New Delhi
Dated : 13th June, 2018

For and on behalf of the Board

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Chairperson

Sd/-
DARSHAN PRASAD YADAV
CFO

Sd/-
PANKAJ MAHENDRU
Company Secretary

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 (Accounts) Rules, 2014]

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

Part "A": Subsidiaries

(Rs. In Lakhs)

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	–	2,500.00	(4,130.57)	15,247.42	15,247.42	–	7,115.10	(1,528.97)	–	(1,522.85)	Nil	90%
2	Boutonniere Hospitality Pvt Ltd.	31st March	INR	–	200.00	(850.41)	6,017.84	6,017.84	651.84	6,917.14	(240.25)	1.78	(236.09)	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	10,00,000	100	50%	By Shareholding	–	69.96	(20.81)	–

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 Raj Gupta & Co.
Chartered Accountants
ICAI Firm Regd. No. 000203N

Sd/-
(GUNJANDEEP SINGH)
Partner
Membership No. - 529555

Sd/-
Pyush Gupta
Wholetime Director

Sd/-
Aarti Jain
Director

Sd/-
Darshan Prasad Yadav
Chief Financial Officer

Sd/-
Pankaj Mahendru
Company Secretary

Place : New Delhi
Dated : 29th May, 2017

Independent Auditor's Report

To
The Members of
ROLLATAINERS LIMITED,

Report on the Consolidated Ind AS financial statements

We have audited the accompanying Consolidated IND AS financial statements of **ROLLATAINERS LIMITED** ('the holding Group') and its associates (collectively referred to as "the Group") which comprise the consolidated balance sheet as at 31st March 2018, the consolidated statement of profit and loss [including other comprehensive income], the consolidated statement of cash flows and the consolidated statement of changes in equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (herein after referred to as Consolidated Ind AS financial statements")

Management's Responsibility for the Consolidated Ind AS financial statements

The holding company's management and board of directors are responsible for the matters specified in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated IND AS financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance [including other comprehensive income], consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian accounting standards [Ind AS] prescribed under section 133 of the Act, read with companies (Indian Accounting Standards) rules 2015.

The holding company's management and board of directors and the respective Board of directors/management of the subsidiary and associates included in the Group are responsible for design, implementation and maintenance of adequate internal financial control relevant to the preparation and presentation of the Consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. Further, in terms of the provisions of the Act the respective Board of directors/management of the subsidiary and associates included in the Group are responsible for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets and for preventing and detecting the 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 control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. These financial statements have been used for the purpose of preparation of consolidated financial statements of the holding company as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these Consolidated IND AS financial statements based on our audit.

In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under and the Order issued under section 143(11) of the Act.

We conducted our audit of the Consolidated IND AS financial statements 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 IND AS financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Consolidated IND AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated IND AS 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 IND AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the

appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding company's management and directors, as well as evaluating the overall presentation of the Consolidated IND AS financial statements.

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

Our Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements/consolidated financial statement and on other financial information of associates, the aforesaid Consolidated IND AS financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the IND AS, of the consolidated state of affairs of the company as at March 31, 2018 and its consolidated Profit and loss account for the year ended March 31, 2018 , total comprehensive income, its consolidated cash flows and consolidated the changes in equity for the year ended on that date.

Emphasis of Matter

Notwithstanding anything contained in the consolidated Ind AS financial statements of Rollatainers Limited as on 31.03.2018, affects the true & fair opinion over the same, but we draw your attention on the following:

Trade receivables, payables loans and advances includes balances from related parties. All are subject to confirmation and reconciliation.

Fair value of Investments have not been considered in the books of account. The company has not shown the presentation as per Ind-AS 107. The company has not provided us the debtor aging for reference.

Since loans given to related parties are long outstanding and there is no stipulation of payment. Hence the impact of IND AS is not ascertainable.

The consolidated financial statements for the year ended 31 March 2017 was carried out and reported by Manoj Mohan & Associates whose report has been furnished to us by the management and which has been relied upon by us for the purpose of our audit.

Other Matters

We did not audit the financial statements of Jointly owned company i.e. Rollatainer Toyo Machines Pvt. Ltd. and one subsidiary Boutonniere Hospitality Pvt. Ltd.

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 exercise of powers conferred by sub section (11) of section 143 of the act, we give in annexure A, a statement on the matters specified in paragraph 3 & 4 of the Order, to the extent applicable.

   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 relating to preparation of aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the report of other auditors;

   (c) The consolidated balance sheet, the consolidated statement of profit and loss [including other comprehensive income], the consolidated cash flow statement and the consolidated statement of changes in equity dealt with by this report are in agreement with the relevant books of account;

   (d) In our opinion, Except for the matters described in the Basis for qualified opinion, the aforesaid Consolidated IND AS financial statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with the relevant rules there under;

(e) On the basis of the written representations received from the director of Holding company and taken on record by the board of directors of the Holding company and the report of other statutory auditors of its associate companies covered under the act , none of the directors are disqualified as on March 31, 2018, from being appointed as a director in terms of Section 164 (2) of the Act; and

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding company and its subsidiary and associate companies covered under the Act and the operating effectiveness of such controls, refer to our separate report in "Annexure A".

(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 as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of other auditors on separate financial statements/consolidated financial statements as also the other financial information of the associates:

i. The Consolidated IND AS financial statements disclose the impact of pending litigations on consolidated financial position of the Group, its associates [Refer Note no. 4 to the consolidated financial statement].

ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

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

For RAJ GUPTA & Co.
Chartered Accountants
Firm's registration number: 000203N

sd/-
Gunjandeep Singh
[Partner]
Membership number: 529555

New Delhi
June 13, 2018

Annexure – A to the Independent Auditors' Report

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

We have audited the internal financial controls over financial reporting of Holding company as of 31st March 2018 in conjunction with our audit of the Consolidated IND AS financial statements of the Holding company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Group's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Group 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 ("the Guidance Note"). 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 Group's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated IND AS 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 Group'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 Consolidated 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 Consolidated 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 Consolidated 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 to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors of its subsidiary and associates 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 31st March 2018, based on the internal control over financial reporting criteria established by the holding 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 RAJ GUPTA & Co.
Chartered Accountants
Firm's registration number: 000203N

sd/-
Gunjandeep Singh
[Partner]
Membership number: 529555

New Delhi
June 13, 2018

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2018

(Rs. in Lakhs)

	PARTICULARS	NOTE NO.	AS AT 31.03.2018	AS AT 31.03.2017	As at 31.03.2016
A	**ASSETS**				
1	**Non-Current Assets**				
	(a) Property, plant and equipment	3.1	13,269.77	14,758.69	15,557.18
	(b) Capital work-in-progress	3.1	97.00	265.43	197.73
	(c) Investment property		–	–	–
	(d) Other intangible assets		–	–	–
	(c) Financial assets				
	Investments	3.2	676.41	940.08	1,247.08
	Trade receivables		–	–	–
	Loans		–	–	–
	(d) Other financial assets	3.3	469.17	483.89	497.33
	(c) Deferred Tax Assets(net)	3.4	2,050.12	1,794.35	2,285.36
	(d) Other non-current assets	3.5	515.73	558.60	645.74
	Sub total-Non-Current Assets		**17,078.20**	**18,801.05**	**20,430.41**
2	**Current Assets**				
	(a) Inventories	3.6	2,823.04	1,355.66	1,570.93
	(b) Financial assets				
	Trade receivables	3.7	5,507.47	11,717.06	9,432.90
	Cash and cash equivalents	3.8	517.48	600.98	481.09
	Other current financial assets	3.9	71.73	78.26	192.46
	(c) Current Tax Assets (Net)	3.10	189.59	168.73	162.48
	(d) Other current assets	3.11	459.08	1,890.47	3,796.86
	Sub total-Current assets		**9,568.39**	**15,811.15**	**15,636.72**
	TOTAL-ASSETS		**26,646.59**	**34,612.20**	**36,067.14**
(B)	**EQUITY AND LIABILITIES**				
1	**Equity**				
	(a) Equity share capital	3.12	2,501.30	2,501.30	2,501.30
	(b) Other equity	3.13	4,848.54	5,145.55	7,387.38
	(C) Non Controling Interest		0.01	0.05	0.13
	Sub total-Equity		**7,349.85**	**7,646.90**	**9,888.81**
2	**Liabilities**				
	Non-Current Liabilities				
	(a) Financial liabilities				
	Borrowings	3.14	2,095.44	21,553.29	20,780.99
	Trade payables		–	–	–
	Other financial liabilities	3.15	157.98	722.48	157.98
	(b) Provisions	3.16	328.30	320.77	285.13
	(c) Other Non-Current Liabilities	3.17	5.80	4.02	0.62
	Sub total-Non-Current Liabilities		**2,587.52**	**22,600.57**	**21,224.72**
	Current Liabilities				
	(a) Financial liabilities				
	Borrowings				
	Trade payables	3.18	4,628.78	2,525.62	2,873.16
	Other financial liabilities	3.19	989.79	824.89	898.00
	(b) Other current liabilities	3.20	10,835.28	345.27	284.14
	(c) Provisions	3.21	255.36	668.94	898.31
	Sub total-Current Liabilities		**16,709.22**	**4,364.72**	**4,953.61**
	TOTAL EQUITY AND LIABILITIES		**26,646.59**	**34,612.20**	**36,067.14**

Significant Accouting Policies & accompanying Notes forming part of financial statements 1To 8
As per our report of even date attached

For Raj Gupta & Co.
Chartered Accountants
Firm Registration No. 000203N

Sd/-
(GUNHANDEEP SINGH)
(Membership No. 529555)Z

Place : New Delhi
Date : 13th June, 2018

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
DARSHAN PRASAD YADAU
CFO

Sd/-
AARTI JAIN Partner
Director

Sd/-
PANKAJ MAHENDRU
Company Secretary

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH, 2018

(Rs. in Lakhs)

PARTICULARS	NOTES	As At 31.3.2018	AS AT 31.3.2017
Revenue from operations	3.22	13,668.13	14,235.13
Other Income	3.23	792.62	1,445.60
II. Total Revenue		**14,460.75**	**15,680.73**
III. Expenses:			
Cost of Materials Consumed	3.24	7,454.02	7,873.59
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	3.25	(34.96)	64.30
Employee benefit expense	3.26	2.526,37	2,427.40
Finance costs	3.26	104.09	92.61
Depreciation and Amortization	3.26	1,445.82	1,325.31
Other Expenses	3.26	4,817.76	4,828.95
Total Expenses		**16,313.10**	**16,612.16**
IV. Profit before tax (II-III)		(1,852.35)	(931.43)
V. Exceptional Items [Income/(Expense)]		1,625.21	(2.43)
VI. Profit before tax (IV + V)		**227.14**	**933.86**
V. Tax expense:			
(1) Current tax		–	–
(2) Deferred tax		(253.99)	494.41
(3) Income tax/MAT reversal/provision		–	–
Total Tax Expenses		**(253.99)**	**494.41**
VI. Profit/(Loss) from continuing operations (IV-V)		**26.85**	**(1,428.28)**
Share of Profit/Loss of Joint ventures and Associates (Net of Taxes)		(71.28)	(512.11)
		44.43	**(1,940.39)**
VII. Other Comprehensive Income (Net of Tax)			
Re-measurement gains (losses) on defined benefit plans		12.05	5.56
Deferred tax effect		(0.00)	–
VII. Other Comprehensive Income (Net of Tax)		12.05	5.56
VIII. Total Comprehensive Income (VI+VII)		**(32.38)**	**(1,934.83)**
IX. Earning per equity share:			
(1) Basic		(0.01)	(0.77)
(2) Diluted		(0.01)	(0.77)
Significant Accounting Policies & Notes on Financial Statements	**1 to 8**		

As per our report of even date attached
For Raj Gupta & Co.
Chartered Accountants
Firm Registration No. 000203N

For and on behalf of the Board

Sd/-
(GUNJANDEEP SINGH)
Partner
(Membership No. 529555)

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Chairperson

Place : New Delhi
Dated : 13th June, 2018

Sd/-
DARSHAN PRASAD YADAV
CFO

Sd/-
PANKAJ MAHENDRU
Company Secretary

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2018

(Rs. in Lakhs)

	PARTICULARS	For the Year Ended 31.3.2018	For the Year Ended 31.3.2017
A	**CASH FLOW FROM OPERATING ACTIVITIES:**		
	Profit as per Profit & Loss Account (PBT)	(298.42)	(1,445.97)
	Add: Exeptional Items	(1,625.21)	2.43
	Add:Depreciation & Amortisation	1,445.82	1,325.31
	Add:Financial Expenses	104.09	92.61
	Less: Ind AS effect on defined benefits	(12.05)	(5.56)
	Less: Interest Received & Other Income	(792.62)	(1,445.60)
		(1,178.40)	**(1,476.78)**
	Change in Current / Non Current Liabilities:		
	(Increase)/Decrease in Inventories	(1,467.38)	215.27
	(Increase)/Decrease in Trade Receivables	(149.41)	(2,116.65)
	(Increase)/Decrease in Other Non- Current Assets	57.59	100.58
	(Increase)/Decrease in Other Current Assets	1,437.60	2,020.59
	Increase/(Decrease) in Trade Payable	(677.01)	(347.54)
	Increase/(Decrease) in Current Liabilities	123.43	(11.99)
	Increase/(Decrease) in Non Current Liabilities	1.78	3.41
	Increase/(Decrease) in Provisions	(406.05)	(193.73)
	Cash generation from operations activities	**(2,257.86)**	**(1,806.84)**
	Direct Tax Paid	20.55	(6.25)
	Cash flow before extraordinary items	**(2,237.31)**	**(1,800.59)**
	Net cash from operating activities	**(2,237.31)**	**(1,800.59)**
B	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Addition to Fixed Assets	1,759.03	(908.82)
	Dimunition in the value of investments	263.67	139.50
	Interest Received & Other income	792.62	1.445.60
	Net Cash from Investing activities	**2,815.31**	**676.28**
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Repayment/disburesement of long term borrowings	7.09	772.31
	Repayment/disburesement of short term borrowings	(564.50)	564.50
	Finance Charges Paid	(104.09)	(92.61)
	Payment of Preference Dividend & tax thereon	–	–
	Net Cash from financing activities	**(661.50)**	**1,244.20**
	Net cash flows during the year (A+B+C)	**(83.50)**	**119.89**
	Cash & cash equivalents (opening balance)	**600.98**	**481.09**
	Cash & cash equivalents (closing balance)	**517.48**	**600.98**

NOTES TO CASH FLOW STATEMENT

1 The above statement has been prepared under indirect method except in case of dividend which has been considered on the basis of actual movement of cash with corresponding adjustments of assets and liabilities.
2 Cash & Cash Equivalents include cash & bank balances only.
3 Previous year figures have been regrouped/ recast wherever considered necessary.
4 The Closing Cash Balance includes Rs. 138.51 Lacs (Previous year Rs. 68.06 Lacs) as margin money against Bank Gurantees's/Letter of credit etc.

We have examined the above cash flow statement of Rollatainers Limited for the year ended 31st March, 2018 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.

As per our report of even date attached
For Raj Gupta & Co.
Chartered Accountants
Firm Registration No. 000203N

Sd/-
(GUNJANDEEP SINGH)
Partner
(Membership No. 529555)

Place : New Delhi
Dated : 13th June, 2018

For and on behalf of the Board

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Chairperson

Sd/-
DARSHAN PRASAD YADAV
CFO

Sd/-
PANKAJ MAHENDRU
Company Secretary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March 2018

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

The significant accounting policies applied by company in the preparation of financial statements are listed below such policies have been consistently applied to all the years presented and in preparing the opening IND AS Balance sheet as at April 1, 2017 for the purpose of transition to IND AS unless otherwise stated.

a) BASIS OF PREPARATION:

(i) Compliance with Ind AS:

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.The financial statements up to year ended 31st March, 2017 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act.

These financial statements for the year ended 31st March, 2018 are the first financial statements of the Company prepared under Ind AS. Refer note 2 – x) for an explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

(ii) Historical Cost Convention

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

(i) Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments) and

(ii) Employee's Defined Benefit Plan as per actuarial valuation.

(iii) Rounding of amounts

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

b) FAIR VALUE MEASUREMENT

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

In the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period or each case.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

Disclosures for valuation methods, significant estimates and assumptions

Quantitative disclosures of fair value measurement hierarchy

Investment in unquoted equity shares

Financial instruments

c) CURRENT VERSUS NON-CURRENT CLASSIFICATION

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

d) PROPERTY, PLANT AND EQUIPMENT

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the itemsOn transition to Ind AS, the Company has adopted optional exemption under Ind AS 101 to measure Property, Plant and Equipment at previous GAAP carrying value. Consequently, the previous GAAP carrying value has been assumed to be deemed cost of Property, Plant and Equipment on the date of transition i.e. 1st April, 2016.

DEPRECIATION METHODS, ESTIMATED USEFUL LIVES AND RESIDUAL VALUE

Depreciation is calculated using the straight – line method to allocate their cost, net of their residual values, over their useful lives. The Company depreciates its property, plant and equipment over the useful life in the manner prescribed in Schedule II of the Act. The residual values are not more than 5% of the original cost of the asset.

Considering the operating levels of the company, and the on going CIRP it is not possible to determine impairment, if any, in the economic value of fixed assets, capital work-in-progress.

LEASED ASSETS

a) Assets given on operating lease are capitalised.

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.

e) IMPAIRMENT OF NON-FINANCIAL ASSETS

The impairment assessment for all assets is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss.

f) 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.

g) 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.

h) 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.

i) FOREIGN EXCHANGE TRANSACTIONS

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

b) 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.

c) 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.

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

j) 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.

k) 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.

l) 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.

m) TRADE RECEIVABLES

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment if any. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

n) FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Initial Recognition:

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in Statement of Profit and Loss.

Classification and Subsequent Measurement: Financial Assets

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL") on the basis of following:

- the entity's business model for managing the financial assets and
- the contractual cash flow characteristics of the financial asset.

Amortised Cost:

A financial asset shall be classified and measured at amortised cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Fair Value through OCI:

A financial asset shall be classified and measured at fair value through OCI if both of the following conditions are met:

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Fair Value through Profit or Loss:

A financial asset shall be classified and measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through OCI.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification and Subsequent Measurement: Financial liabilities:

Financial liabilities are classified as either financial liabilities at FVTPL or 'other financial liabilities'.

Financial Liabilities at FVTPL:

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL:

Gains or Losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Other Financial Liabilities:

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Impairment of financial assets:

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. The Company assesses on a forward looking basis the expected credit losses associated with its assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk. In case of trade receivables, the Company follows the simplified approach permitted by Ind AS 109 – Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

Derecognition of financial assets:

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

o) OFFSETTING FINANCIAL INSTRUMENTS

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

p) EMPLOYEE BENEFITS

i) Short term obligations

Liabilities for wages and salaries, short term compensated absences and ex-gratia short terms compensated absences and ex-gratia including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefits obligations in the balance sheet. Liabilities for wages and salaries, short term compensated absences and ex-gratia short terms compensated absences and ex-gratia including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefits obligations in the balance sheet.

ii) Post-employment obligations

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

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

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

iii) Defined contribution plans

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.

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.

q) SEGMENT REPORTING

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). The managing committee is considered to be the 'Chief Operating Decision Maker' (CODM) as defined in IND AS 108. The Operating Segment is the level at which discrete financial

information is vailable. The CODM allocates resources and access performance at his level. The Company has Operating sement comprising of packaging, food and others.

r) TRADE AND OTHER PAYABLES

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within the credit period allowed. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. Long term trade payables are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

s) BORROWINGS

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity servicesand amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

t) INVESTMENTS

a) 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.

b) 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.

u) EXPORT BENEFITS

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

v) EARNINGS PER SHARE

i) Basic earnings per share

Basic earnings per share is calculated by dividing:

The profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares

ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would been outstanding assuming the conversion of all dilutive potential equity shares.

w) Principles of Consolidation

i) Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has has rights to, variable returns from its involvement whith the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity.

Subisidiaries are fully consolidated fromthe date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

ii) Manner of Consolidation

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expense. Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Ind AS 12, 'Income Taxes' applies to temporary differences that arise from the elimination of profits and losses resulting from the intercompany transactions.

iii) Goodwill Arising on Consolidation

Goodwill is initially recognised at cost and is subsequently measured at cost less impairment losses, if any.

Goodwill is tested for impairment annually or more frequently frequently when there is an indication that

It may be impaired. An impairment loss for goodwill is recognised in profit or loss and is not reversed in Subsequent periods.

x) First time adoption as per Ind AS

These are the Company's first financial statements prepared in accordance with Ind AS.

These consolidated financial statements, for the year ended 31st March, 2018, are the first theCompany has prepared in accordance with Ind AS. For periods up to and including the year ended 31st March, 2017, the Company prepared its consolidated financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP). Accordingly, the Company hasprepared consolidated financial statements which comply with Ind AS applicable for periods endingon 31st March, 2018 together with the comparative period data as at and for the year ended 31st March, 2017, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at 1st April, 2016, the Company's date of transition to Ind AS. An explanation of how the transition from previous GAAP to Ind AS has affected the Group's financial position, financial performance and cash flows is set out in the following tables and notes.

Exemptions and exceptions availed
Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

A. Ind AS Optional exemptions availed.

(a) Deemed Cost

Under Ind AS paragraph D7 AA of Ind AS 101 permits a first time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the

date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets and for Investment properties covered by Ind AS 40 Investment Properties.Accordingly, the Company has elected to measures all of its properties, plant and equipment at their previous GAAP carrying values.

(b) Designation of previously recognised financial instruments

Under Ind AS 109, at initial recognition of a financial asset , an entity may make an irrevocable election to present subsequent changes in the fair value of an investment in an equity instrument in other comprehensive income. Paragraph D19B of Ind AS 101 allows such designation of previously recognized financial assets as 'fair value through comprehensive income' on the basis of the facts and circumstances that existed at the date of transition to Ind AS.Accordingly , the Group has designated its equity investment as at FVOCI on the basis of the facts and circumstances that existed at the date of transition to Ind AS.

(c) Investments in associates and subsidiaries

Under Ind AS, Paragraph D14 and D15 of Ind AS 101 permits a first time adopter to elect to continue with the carrying value of its investments in associates and subsidiaries as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP

B. Ind AS Mandatory exceptions

a) Estimates

An entity's Estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accouting policies), unless there is objective evidence that those estimates were in error.Ind AS estimates as at 1st April, 2016 and 31st March, 2017 are consistent with the estimates as at the same date made in the conformity with previous GAAP . The Company made estimates for the following in accordance with Ind AS at the date of transition as these were not required under previous GAAP.Investment in equity instruments carried at FVOCI

b) Classification and measurement of financial assets.

As required under Ind AS-101 the company has assessed the classification and measurement of financial assets on the basis of facts and circumstances that exist at the date of transaction to Ind AS.

C. Transition to Ind AS - Reconciliations

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

1) Reconciliation of Balance sheet as at 1st April, 2016 (Transition Date)

2) (a) Reconciliation of Balance sheet as at 31st March, 2017

   (b) Reconciliation of Total Comprehensive Income for the year ended 31st March, 2017

3) Reconciliation of Equity as at 1st April, 2016 and as at 31st March, 2017

4) Reconciliation of Net Profit as reported Previously referred to as "Previous GAAP" and total comprehensive Income as per Ind AS

The presentation requirement under previous GAAP differ from Ind AS and hence, previous GAAP information has re-grouped for case of reconciliation with Ind AS. The re-grouped previous GAAP information is derived from the financial statement of the company prepared in accordance with previous GAAP.

Reconciliation of Balance Sheet as at 1st April, 2016

(Rs. in Lakhs)

	Particiulars	Note No.	GAAP	Ind As Adjustment	As at 1st April, 2016
A	ASSETS				
1	Non-Current Assets				
	(a) Property, plant and equipment	3.1	15,946.88	389.70	15,557.18
	(b) Capital work-in-progress	3.1	188.23	-9.50	197.73
	(c) Investment property				
	(d) Other intangible assets				
	(c) Financial assets				
	Investments	3.2	602.51	-644.57	1,247.08
	Trade receivables				
	Loans				
	(d) Other financial assets	3.3	–	-497.33	497.33
	(c) Deferred Tax Assets	3.4	2,440.74	155.38	2,285.36
	(d) Other non-current assets	3.5	256.40	-389.34	645.74
	Sub total-Non-Current Assets		19,434.76	-498.32	20,430.41
2	Current Assets				
	(a) Inventories	3.6	1,616.57	45.64	1,570.93
	(b) Financial assets				
	Trade receivables	3.7	9,423.55	-9.35	9,432.90
	Cash and cash equivalents	3.8	549.48	68.39	481.09
	Other current financial assets	3.9	192.46	-0.00	192.46
	(c) Current Tax Assets (Net)	3.10	162.48	-0.00	162.48
	(d) Other current assets	3.11	8,827.24	5,030.38	3,796.86
	Sub total-Current assets		20,771.78	5,135.06	15,636.72
	TOTAL-ASSETS		**40,206.54**	**4,139.40**	**36,067.14**
(B)	EQUITY AND LIABILITIES				
1	Equity				
	(a) Equity share capital	3.12	3,741.30	1,240.00	2,501.30
	(b) Other equity	3.13	6,857.31	-530.07	7,387.38
	(c) Non Controling Interest		0.13	-0.00	0.13
	Sub total-Equity		10,598.74	709.93	9,888.81
2	Liabilities				
	Non-Current Liabilities				
	(a) Financial liabilities				
	Borrowings	3.14	20,577.89	-203.10	20,780.99
	Trade payables				
	Other financial liabilities	3.15	132.42	-25.56	157.98
	(b) Provisions	3.16	1,165.59	880.46	285.13
	(c) Other Non-Current Liabilities	3.17	0.62	0.00	0.62
	Sub total-Non-Current Liabilities		21,876.52	651.80	21,224.72
	Current Liabilities				
	(a) Financial liabilities				
	Trade payables	3.18	6,702.03	3,828.87	2,873.16
	Other financial liabilities	3.19	725.92	-172.08	898.00
	(b) Other current liabilities	3.20	284.14	-0.00	284.14
	(c) Provisions	3.21	19.18	-879.13	898.31
	Sub total-Current Liabilities		7,731.27	2,777.66	4,953.61
	TOTAL EQUITY AND LIABILITIES		**40,206.54**	**4,139.40**	**36,067.14**

Reconciliation of Balance Sheet as at 31st March, 2017

(Rs. in Lakhs)

	Particiulars	Note No.	GAAP	Ind As Adjustment	As at 31st March, 2017
A	ASSETS				
1	Non-Current Assets				
	(a) Property, plant and equipment	3.1	14,915.42	156.73	14,758.69
	(b) Capital work-in-progress	3.1	258.56	-6.87	265.43
	(c) Investment property				
	(d) Other intangible assets				
	(c) Financial assets				
	Investments	3.2	315.24	624.84	940.08
	Trade receivables		–	–	–
	Loans		–	–	–
	(d) Other financial assets	3.3	871.22	387.33	483.89
	(c) Deferred Tax Assets	3.4	2,242.27	447.92	1,794.35
	(d) Other non-current assets	3.5	558.60	0.00	558.60
	Sub total-Non-Current Assets		19,161.31	360.26	18,801.05
2	Current Assets				
	(a) Inventories	3.6	1,409.02	53.36	1,355.66
	(b) Financial assets				
	Investments				
	Trade receivables	3.7	11,762.96	45.90	11,717.06
	Cash and cash equivalents	3.8	394.11	206.87	600.98
	Other bank balances				
	Loans				
	Other current financial assets	3.9	78.26	0.00	78.26
(c)	Current Tax Assets (Net)	3.10	168.73	0.00	168.73
(d)	Other current assets	3.11	2,143.76	253.29	1,890.47
	Sub total-Current assets		15,956.84	145.69	15,811.15
	TOTAL-ASSETS		**35,118.15**	**505.95**	**34,612.20**
(B)	EQUITY AND LIABILITIES				
1	Equity				
	(a) Equity share capital	3.12	3,741.30	1,240.00	2,501.30
	(b) Other equity	3.13	5,081.82	63.73	5,145.55
	(c) Non Controling Interest		0.05	0.00	0.05
	Sub total-Equity		8,823.17	1,176.27	7,646.90
2	Liabilities				
	Non-Current Liabilities				
	(a) Financial liabilities				
	Borrowings	3.14	20,648.65	904.64	21,553.29
	Trade payables				
	Other financial liabilities	3.15	772.13	49.65	722.48
	(b) Provisions	3.16	186.62	134.15	320.77
	(c) Other Non-Current Liabilities	3.17	4.02	0.00	4.02
	Sub total-Non-Current Liabilities		21,611.42	989.15	22,600.57
	Current Liabilities				
	(a) Financial liabilities				
	Borrowings	3.17	–	–	–
	Trade payables	3.18	2,934.08	408.46	2,525.62
	Other financial liabilities	3.19	1,385.03	560.14	824.89
	(b) Other current liabilities	3.20	345.27	0.00	345.27
	(c) Provisions	3.21	19.18	649.76	668.94
	Sub total-Current Liabilities		4,683.56	318.84	4,364.72
	TOTAL EQUITY AND LIABILITIES		**35,118.15**	**505.95**	**34,612.20**

Reconciliation of Total Equity as at 1st April, 2016 and as at 31st March, 2017

	Note	As at 31.03.2017	As at 01.04.2016
Shareholder 'S Equity as per pervious GAAP		5,081.87	6,857.44
IND As Adjustment			
Impact of Fair Valuation of Equity Instrument at FVOCI	3.12	63.68	529.94
Total IND as Adjustment		63.68	529.94
Total Equity as per IND AS		5,145.55	7,387.38

Reconciliation of consolidated comprehensive income for the year ended 31st March, 2017

(Rs. in Lakhs)

	Particiulars	Note No.	GAAP	Ind As Adjustment	For the Year Ended 31.03.2017
I.	**Revenue**				
	Revenue from operations	3.22	15,057.77	-822.64	14,235.13
	Other Income	3.23	1,371.36	74.24	1,445.60
II.	**Total Revenue**		**16,429.13**	**–748.40**	**15,680.73**
III.	**Expenses:**				
	Cost of Materials Consumed	3.24	8,155.76	282.17	7,873.59
	Purchase of stock-in-Trade				
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	3.25	65.82	1.52	64.30
	Employee benefit expense	3.26	2,829.41	-401.91	2,427.50
	Finance costs	3.26	–	92.61	92.61
	Depreciation and Amortization	3.26	1,427.33	-102.02	1,325.31
	Other Expenses	3.26	5,251.41	-422.45	4,828.96
	Total Expenses		**17,729.73**	**-1117.47**	**16,612.26**
IV.	**Profit before tax (II-III)**		(1,300.60)	-369.07	(931.53)
V.	**Exceptional Items [Income/(Expense)]**		(155.34)	152.91	(2.43)
VI.	**Profit before tax (IV + V)**		**(1,455.94)**	**-521.98**	**(933.96)**
V.	**Tax expense:**				
	(1) Current tax		–	–	–
	(2) Deferred tax		314.94	179.47	494.41
	(3) Income tax/MAT reversal/provision		–	–	–
	Total Tax Expenses		**314.94**	**179.47**	**494.41**
VI.	**Profit/(Loss) from continuing operations (IV-V)**		**(1,770.88)**	**-342.50**	**(1,428.38)**
	Minority Interest		93.46	93.46	–
	Share of Profit/Loss of Joint ventures and Associates (Net of Taxes)		–	512.11	(512.11)
			(1,677.42)	**-263.07**	**(1,940.49)**
VII.	Other Comprehensive Income (Net of Tax)				
	Re-measurement gains (losses) on defined benefit plans		–	5.56	5.56
	Deferred tax effect		–	–	–
VII.	**Other Comprehensive Income (Net of Tax)**		–	5.56	5.56
VIII.	**Total Comprehensive Income (VI+VII)**		**(1,677.42)**	**-257.51**	**(1,934.93)**

The following explains the material adjustments made while transition from previous accounting standards to Ind AS

(i) Fair valuation of Investments

Under the previous GAAP, investments in equity instruments were classified as long-term investments based on the intended holding period and realisability. Long-term investments were carried at cost less provision for other than temporary decline in the value of such investments.

Under Ind AS all investments (other than investments in associates) to be measured at fair value at the reporting date and all changes in the fair value have been recognised in retained earnings as at the date of transition and subsequent to the transition date to be recognised in the Other Comprehensive Income.

(ii) Remeasurements of post employment benefit obligation

Under the previous GAAP, these re-measurement were forming part of the profit or loss for the year. Under Ind AS, re-measurement i.e. actuarial gain/loss on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss.

(iii) Security deposits Paid

Under Previous GAAP, the security deposits are accounted at an undiscounted value. Under Ind AS, these are carried at amortized cost.the security deposits have been recognised at discounted value and the difference between undiscounted and discounted value has been recognised as 'Prepaid expense' which has been amortised over respective term as notional expense under 'other expenses'. The discounted value of the security deposits is increased over the period of respective term by recognising the notional interest income under 'other income'.

(iv) Non Current-Borrowings

Under the previous GAAP, transaction costs were charged to the profit and loss as and when incurred. As required under the Ind AS 109 transactions costs incurred towards origination of borrowings have been deducted from the carrying amount of borrowings on initial recognition. These costs are recognised in the profit and loss over the tenure of the borrowing as interest expense, computed using the effective interest rate method corresponding effect being in Long term borrowings.

(v) Current Borrowings

Under previous GAAP,renewal/annual charges on cash credit or overdraft facitlities need to be straight lined over the period of the facitlity.In the current practice it was charged to Profit or loss as and when charged by bank not on quarterly basis. Company has adopted the practice to amortise these facility charges over the period of facility in Ind AS and charging to Profit or loss on straight lined basis over the period of the facility.resulting by recognising in their quarterly results as well.

(vi) Deferred taxes

Indian GAAP requires deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which was not required under Indian GAAP. In addition, the various transitional adjustments lead to temporary differences. According to the accounting policies, the Company has to account for such differences. Deferred tax adjustments are recognised in correlation to the underlying transaction either in retained earnings or a separate component of equity.

(vii) Zero Coupon Redeemable preference shares

Under the previous GAAP, investments in equity instruments were classified as long-term investments based on the intended holding period and realisability. Long-term investments were carried at cost less provision for other than temporary decline in the value of such investments.

Under Ind AS ,investments in preference shares are measured at amortised cost and have been recognised at discounted values.the difference between undiscounted and discounted value has been recognised as "Deferred

Power purchase cost" which has been amortised over respective term as power purchase cost under 'Power and fuel Expenses'. The discounted carrying value of the preference shares is increased over the term by recognising the notional income under 'other income'.

(viii) Security deposits Received

Under Previous GAAP, the security deposits are accounted at transaction value. Under Ind AS, these are carried at amortized cost.the security deposits have been recognised at discounted value and the difference between undiscounted and discounted value has been recognised as 'Deferred Income' which has been amortised over respective term as notional interest income under 'other income'. The discounted value of the security deposits is increased over the period of lease term by recognising the notional interest expense under 'Finance cost'.

(ix) Other comprehensive income

Under Ind AS, all items of income and expense recognised in a period should be included in profit or loss for the period, unless a standard requires or permits otherwise. Item of income and expense that are not recognised in profit or loss but are shown in the Statement of profit and loss as "other comprehensive income" includes fair value gain / loss on FVOCI equity instruments and re-measurement of defined benefit plans. The concept of other comprehensive income did not exist under previous GAAP.

(x) Retained earnings

Retained earnings as at 1st April, 2016 has been adjusted consequent to the above Ind AS transition adjustments.

(xi) Leases

(a) Under previous GAAP, Leasehold Land were classified as Fixed Assets as the standard on leases(AS-19) excluded Land. Under Ind AS 17, where the substantial risks and rewards incidental to ownership of an asset has not been transferred in the name of Company, the Company has classified such land under Operating Leases. The amount paid towards such leases has been shown as Prepayments under Other noncurrent assets and other current assets. amortisation on lease hold land is charged as Rent Expense in statement of profit and loss.

(b) Under previous GAAP ,as per AS-19(Leases) where the substantial risks and rewards incidental to ownership of an asset has been transferred in the name of Company and Company has classified such land under finance leases and amortised over a tenure of lease staright line basis. In current practice no amortisation of leases are recognised. Company has adopted the practice to amortise the leasehold land over a tenure of lease on staright line basis.

(xii) Investment properties

Under previous GAAP, Land & Building given on lease has been shown as Investment property and disclosed under the head fixed assets. Under Ind AS, Land & Building given on lease are disclosed separately as Investment property on the face of the Balance sheet.

(xiii) Discounts and incentives to customers

Under previous GAAP, discounts and incentives to the customers were shown as a part of other expense. Under Ind AS, revenue from sale of products are recognised at net of discounts and incentives to the customers.

(xiv) MAT Credit Entitlement

Under previous GAAP, MAT credit entitlement was shown as other current assets. Under Ind AS, MAT credit entitlement is recorded and classified as deferred tax assets/liabilities(net).

(xv) The transition from previous GAAP to Ind AS has not made a material impact on the statement of cash flows.

(xvi) Regrouping and restatement

The Ind AS adjustments are either non cash adjustments or are regrouping among the cash flows from operating, investing and financing activities. Consequently, Ind AS adoption has no impact on the net cash flow for the year ended 31st March, 2017 as compared with the previous GAAP.

Statement of Changes in Equity for the year ended 31st March, 2018

OTHER EQUITY

A. Equity Share Capital

(Rs. in Lakhs)

Balance at the beginning of the reporting period	Balance at the end of reporting period
Issued, Subscribed and Paid -up Share Capital	
As at 01.04.2016	
12,50,65,000 (Previous Year 12,50,65,000) Equity Shares, fully paid-up of Rs. 2/- Par Value	2,501.30
As at 31.03.2017	
25,01,30,000 (Previous Year 12,50,65,000 fully paid up of Rs. 2/- par value) Equity Shares, fully paid-up of Rs. 1/- Par Value	2,501.30
As at 31.03.2018	
25,01,30,000 (Previous Year 25,01,30,000) Equity Shares, fully paid-up of Rs. 1/- Par Value	2,501.30

B. Other Equity **(Rs. in Lakhs)**

Particulars	Reserves and Surplus						Equity		
	Capital Redemption Reserve	Capital Reserve	Revaluation Reserve	Securities Premium Reserve	General Reserve	Retained Earnings	Income Instruments Instruments Comprehensive	Minority Interest	Total
As at 01.04.2017	459.99	119.69	263.04	8,712.69	1,723.20	(7,775.32)	1,392.17	250.08	5,145.55
Change in accounting policy or prior period errors	–	–	–	–	–	–	–	–	–
Restated balance at the beginning of the reporting period	–	–	(263.04)	–	(1.61)	(32.39)	–	–	(297.05)
Dividends	–	–	–	–	–	–	–	–	–
Transfer to retained earning	–	–	–	–	–	–	–	–	–
Any other change	–	–	–	–	–	–	–	–	–
As at 31.03.2018	459.99	119.69	0.00	8,712.69	1,721.59	(7,807.71)	1,392.17	250.08	4,848.54

Particulars	Reserves and Surplus						Equity	Minority Interest	Total
	Capital Redemption Reserve	Capital Reserve	Revaluation Reserve	Securities Premium Reserve	General Reserve	Retained Earnings	Income Instruments Instruments Comprehensive		
As at 01.04.2016	459.99	416.88	268.01	8,712.69	1,727.95	(5,840.38)	1,392.17	250.08	7,387.38
Change in accounting policy or prior period errors	–	–	–	–	–	–	–	–	–
Restated balance at the beginning of the reporting period	–	(297.18)	(4.96)	–	(4.75)	(1,934.93)	–	–	(2,241.83)
Dividends	–	–	–	–	–	–	–	–	–
Transfer to retained earning	–	–	–	–	–	–	–	–	–
Any other change	–	–	–	–	–	–	–	–	–
As at 31.03.2017	459.99	119.69	263.04	8,712.69	1,723.20	(7,775.32)	1,392.17	250.08	5,145.55

Particulars	Reserves and Surplus						Equity	Minority Interest	Total
	Capital Redemption Reserve	Capital Reserve	Revaluation Reserve	Securities Premium Reserve	General Reserve	Retained Earnings	Income Instruments Instruments Comprehensive		
As at 01.04.2015	459.99	119.69	268.01	8,712.69	1,594.08	(4,247.66)	–	250.08	7,156.88
Change in accounting policy or prior period errors	–	–	–	–	–	–	–	–	–
Restated balance at the beginning of the reporting period	–	297.18	–	–	133.87	142.88	1,392.17	–	1,966.10
Dividends	–	–	–	–	–	–	–	–	–
Transfer to retained earning	–	–	–	–	–	(1,735.61)	–	–	(1,735.61)
Any other change	–	–	–	–	–	–	–	–	–
As at 31.03.2016	459.99	416.88	268.01	8,712.69	1,727.95	(5,840.38)	1,392.17	250.08	7,387.38

Note No: 3.1 FIXED ASSETS

(Rs. in Lakhs)

Particulars	Land-Freehold	Land-Leasehold	Building	Plant and Equipment	Furnitures & Fixtures	Vehicles	Office Equipment	Goodwill	Data Processing Units	Capital Work in Progress	Total
Net Block											
As at 01.04.2016 (A)	**126.87**	**2,073.69**	**1,886.37**	**12,848.39**	**425.30**	**27.47**	**656.41**	**4,177.97**	**647.48**	**197.73**	**23,067.67**
Additions	–	130.72	31.67	137.41	30.31	–	16.80	–	1.27	70.33	418.51
Dismentling Cost	–	–	–	–	–	–	–	–	–	–	–
Disposals	–	(298.78)	–	(374.50	(57.63)	(0.10	(142.23)	–	(7.34)	–	-880.59)
As at 31.03.2017 (B)	**126.87**	1,905.63	**1,918.03**	**12,611.30**	**397.98**	**27.36**	**530.98**	**4,177.97**	**641.41**	**268.06**	**22,605.60**
Additions	–	73.89	–	70.47	18.29	0.91	6.72	6.80	11.76	–	188.84
Dismentling Cost	–	–	–	–	–	–	–	–	–	–	–
Disposals	–	(295.93)	(319.85)	(21.64)	(11.76)	–	(18.09)	–	(23.52)	(163.71)	(854.50)
As at 31.03.2018 (C)	**126.87**	**1,683.59**	**1,598.18**	**12,660.13**	**404.51**	**28.28**	**519.62**	**4,184.77**	**629.65**	**104.35**	**21,939.94**
Depreciation											
As at 01.04.2016 (D)	**2.04**	**1,260.94**	**213.21**	**3,961.00**	**276.54**	**19.40**	**476.31**	**–**	**557.61**	**–**	**6,767.05**
Additions	0.24	93.23	6.71	1,152.71	13.24	–	32.11	–	29.27	–	1,327.51
Deductions	–	(202.75)	–	(288.79	(49.85)	(0.10)	(122.30)	–	(6.59)	2.63	(667.75)
Adjustments	–	–	–	–	–	–	–	–	–	–	–
As at 31.03.2017 (E)	**2.28**	**1,151.42**	**219.92**	**4,824.92**	**239.93**	**19.30**	**386.12**	**–**	**580.28**	**2.63**	**7,426.81**
Additions	–	179.57	–	1,179.52	19.45	0.07	34.95	–	28.74	–	1,442.29
Deductions	–	(72.58)	–	(8.96)	(11.47)	–	(17.44)	–	(14.49)	4.72	(120.23)
Adjustments	–	–	(219.92)	(2.34)	–	–	–	–	-	–	(222.26)
As at 31.03.2018 (F)	**2.28**	**1,258.42**	**–**	**5,993.13**	**247.91**	**19.37**	**403.63**	**–**	**594.53**	**7.35**	**8,526.62**
Impairment 1.4.2016	–	329.01	–	147.13	10.98	–	48.07	–	10.52	–	545.72
Impairment 1.4.2017	–	119.23	–	24.03	2.78	–	7.74	–	0.89	–	154.67
Impairment 1.4.2018	–	12.84	–	22.62	2.61	–	7.59	–	0.89	–	46.55
Net Block											
As at 31.03.2018 (C-F)	**124.59**	**412.34**	**1,598.18**	**6,666.99**	**156.60**	**8.91**	**115.99**	**4,184.77**	**35.11**	**97.00**	**13,366.77**
As at 31.03.2017 (B-E)	**124.59**	**634.97**	**1,698.11**	**7,786.38**	**158.05**	**8.06**	**144.87**	**4,177.97**	**61.13**	**265.43**	**15,024.12**
As at 01.04.2016 (A-D)	**124.83**	**483.73**	**1,673.16**	**8,887.40**	**148.76**	**8.07**	**180.10**	**4,177.97**	**89.88**	**197.73**	**15,754.91**

NON-CURRENT FINANCIAL ASSETS

Note No: 3.2 INVESTMENTS ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
(i) Investment in Equity Instrument	–	–	358.29
Unquoted-Long Term Trade in Domestic Subsidiary	–	–	–
2,24,99,900 Equity Shares (2,24,99,900 in FY 17), (2,24,99,900 in FY 16) of Rs 10/- each in RT Packaging Ltd.*	–	–	–
Investment In JV by Carnation in Dolomite(Carrying Cost)	651.84	682.75	553.92
20,00,000 Equity Shares (20,00,000 in FY 17),			
(20,00,000 in FY 16) of Rs 10/- each in Carnation Hospitality Pvt Ltd	–	–	–
Nil Equity Shares (1,62,85,000 in FY 17),(1,32,35,000 in FY 16) of Rs 10/- each in Sierra Navada Restaurants Pvt Ltd	–	222.35	287.83
Unquoted-Long Term Trade at Cost in Overseas Company	–	–	–
10,00,000 Equity Shares (10,00,000 in FY 17),(10,00,000 in FY 16) of Rs 10/- each in Rollatainers Toyo Machines Pvt Ltd	24.57	34.98	46.94
(i) Investment in Preferential Shares			
Unquoted-Long Term Trade at Cost in Domestic Associates /Subsidiary			
11% (2,00,000 in FY18),(2,00,000in FY 17),(2,00,000 in FY16)Redeemable Cumulative Preference Shares of Rs 100 each in RT Packaging Ltd.	–	–	–
1% (10,00,00,000 in FY 18),(10,00,00,000 in FY 18), (10,00,00,000 in FY 18) Non-Redeemable, Non-Cumulative Preference Shares of Rs.10 each placed with Rollatainers Ltd	–	–	–
Other Investments			
5 year National Saving Certificates (Lodged with Sales Tax Deptt.)	–	–	0.10
Total	**676.41**	**940.08**	**1,247.08**

Note No: 3.3 OTHER FINANCIAL ASSETS ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
- Security Deposits	449.33	465.53	424.89
Fixed deposits with maturity of max 12 month	15.91	15.91	16.37
Loans and advances to related parties	–	–	50.36
Loans and advances to Other	–	–	–
Interest accrued but not due on FD	3.93	2.45	5.72
Total	**469.17**	**483.89**	**497.33**

Note No: 3.4 DEFERRED TAX ASSETS ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Deferred Tax Liabilities			
On account of depreciation of Fixed Assets	–	–	–
Deferred Tax Assets			
On account of carry forward losses/amortisation of expenses	(2,050.12)	(1,794.35)	(2,285.36)
	(2,050.12)	**(1,794.35)**	**(2,285.36)**
Total Deferred Tax (Assets)/Liabilities	**(2,050.12)**	**(1,794.35)**	**(2,285.36)**

Deferred Tax Assets and Deferred Tax Liabilities have been offset wherever the company has legally enforceable right to set of current tax assets against current tax liabilities and wherever the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

Note No: 3.5 OTHER NON-CURRENT ASSETS ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
(i) Loans & Advances			
Unsecured Considered Good			
- Security Deposits	11.95	–	–
Capital advances	0.99	0.43	32.55
Prepaid Expenses	7.81	11.06	–
Prepaid rent	112.55	156.02	219.63
- Deposit with Govt. Deptt.	382.43	391.10	393.56
Total	**515.73**	**558.60**	**645.74**

Note: No loan is given to any directors or other officers of the company.

CURRENT ASSETS

Note No: 3.6 INVENTORIES (AS CERTIFIED BY THE MANAGEMENT) ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Inventories*			
Raw Materials	1,092.54	746.69	861.22
Work in Progress	392.92	350.79	401.52
Finished Goods	21.58	28.75	42.31
Stores, Spares & Dies	217.64	223.53	265.87
Stock-in-trade	1,098.36	–	–
Goods- in -Transit	–	5.90	–
Total	**2,823.04**	**1,355.66**	**1,570.93**

*Refer Point No. 1.6 of Significant Accounting Policies for Mode of valuation of inventories.

Note No: 3.7 TRADE RECEIVABLES ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
UNSECURED			
Outstanding for more than six months			
- Considered Good	4,268.64	9,484.59	7,718.90
- Considered Doubtful	9.19	9.19	13.75
Less: Provision for Bad & Doubtful Debts	-9.19	-9.19	-13.75
Outstanding for less than six months			
- Considered Good	1,238.82	2,232.47	1,714.00
- Considered Doubtful			
Less: Provision for Bad & Doubtful Debts	–	–	–
Total	**5,507.47**	**11,717.06**	**9,432.90**

Note No: 3.8 CASH AND CASH EQUIVALENTS* ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Balance with Schedule Banks:			
-Current Accounts	337.97	479.23	356.28
Less: Bank Overdrafts	–	–	–
Cash On Hand	41.00	53.69	53.22
-Fixed Deposits (held as margin money against Letter of Credits/Bank Guarantees)	138.51	68.06	71.59
Total	**517.48**	**600.98**	**481.09**

Note No: 3.9 OTHER CURRENT FINANCIAL ASSETS ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
(i) Other Current Financial Assets			
- Staff Advance	19.71	32.57	31.47
- Interest Accrued on Deposits	–	6.42	–
- Others	52.02	39.26	160.99
Total	**71.73**	**78.26**	**192.46**

Note No: 3.10 CURRENT TAX ASSETS (NET) *(Rs. in Lakhs)*

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Provision For Tax (Net of Advance Tax & TDS)	–	–	–
TDS Receivable	189.59	168.73	162.48
MAT Credit Entitlement	–	–	–
Total	**189.59**	**168.73**	**162.48**

Note No: 3.11 OTHER CURRENT ASSETS *(Rs. in Lakhs)*

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Loans & Advances recoverable in cash or in kind or for value to be received*			
Unsecured, Considered Good :	459.08	1,890.47	3,796.86
Total	**459.08**	**1,890.47**	**3,796.86**

Note No: 3.12 SHARE CAPITAL

AUTHORISED SHARE CAPITAL *(Rs. in Lakhs)*

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
47,00,00,000 (47,00,00,000 in FY 17), (23,50,00,000 in FY 16*) Equity Shares, Rs. 1/- Par Value	4,700.00	4,700.00	4,700.00
18,00,000 (Previous Year 18,00,000) Preference Shares, Rs. 100/- Par Value	1,800.00	1,800.00	1,800.00
Total	**6,500.00**	**6,500.00**	**6,500.00**

ISSUED, SUBSCRIBED AND PAID-UP EQUITY SHARE CAPITAL *(Rs. in Lakhs)*

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
25,01,30,000 (25,01,30,000 in FY 17), (12,50,65,000 in FY 16)* Equity Shares, fully paid-up of Rs. 1/- Par Value	2,501.30	2,501.30	2,501.30
Total	**2,501.30**	**2,501.30**	**2,501.30**

Note No: 3.12.1 The reconciliation of the number of shares outstanding and the amount of share capital as at 31.03.2017, 31.03.2016 and 01.04.2016 is set out below:

EQUITY SHARES ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018		As at 31.03.2017		As at 01.04.2016	
	Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount
Number of shares at the beginning	250,130,000	2,501.30	125,065,000	1,250.65	125,065,000	2,501.30
Add: Shares Increased due to change of Face Value of Rs. 1/- each	–	–	125,065,000	1,250.65	–	–
Number of Shares at the end	250,130,000	2,501.30	250,130,000	2,501.30	125,065,000	2,501.30

Note : 3.12.2 Details of Shareholders Holding more than 5% Share Capital

Particulars	As at 31.03.2018		As at 31.03.2017		As at 01.04.2016	
	Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount
	Number of Shares	% of Holding	Number of Shares	% of Holding	Number of Shares	% of Holding
WLD INVESTMENTS PRIVATE LIMITED	187,460,400	74.95%	187,460,400	74.95%	93,730,200	74.95%

Note No: 3.13 OTHER EQUITY

Other Reserves ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Securities Premium Reserve			
Opening Balance as on 01.04.2017	8,712.69	8,712.69	8,712.69
Add: Addition during the period	–	–	–
Less: Deduction During the year	–	–	–
Closing Balance as on 31.03.2018	**8,712.69**	**8,712.69**	**8,712.69**
Capital Reserve			
Opening Balance as on 01.04.2017	119.69	416.87	119.69
Add: Addition during the period	–	–	297.18
Less: Deduction During the year	–	(297.18)	–
Closing Balance as on 31.03.2018	119.69	119.69	416.87

Miniority Interest			
Opening Balance as on 01.04.2017	250.08	250.08	250.08
Add: Addition during the period	–	–	–
Less: Deduction During the year	–	–	–
Closing Balance as on 31.03.2018	**250.08**	**250.08**	**250.08**
Capital Redumption Reserve			
Opening Balance as on 01.04.2017	459.99	459.99	459.99
Add: Addition during the period	–	–	–
Less: Deduction During the year	–	–	–
Closing Balance as on 31.03.2018	**459.99**	**459.99**	**459.99**
Revaluation Reserve			
Opening Balance as on 01.04.2017	263.05	268.01	268.01
Add: Addition during the period	–	–	–
Less: Deduction During the year	263.04	4.96	–
Closing Balance as on 31.03.2018	**–**	**263.05**	**268.01**
Equity Instruments through Other Comprehensive Income			
Opening Balance as on 01.04.2017	1,392.17	1,392.17	1,392.17
Add: Addition during the period	–	–	–
Less: Deduction During the year	–	–	–
Closing Balance as on 31.03.2018	**1,392.17**	**1,392.17**	**1,392.17**
Total (A)	**10,934.62**	**11,197.67**	**11,499.81**

Retained Earnings

Particulars	**As at 31.03.2018**	**As at 31.03.2017**	**As at 01.04.2016**
General Reserve			
Opening Balance as on 01.04.2017	1,723.20	1,727.95	1,594.08
Effect of Transition provision on Depreciation	–	–	133.87
Impact of Deferred tax on transition of depreciation	(1.61)	(4.75)	–
Closing Balance as on 31.03.2018	**1,721.59**	**1,723.20**	**1,727.95**
Retained Earnings			
Opening Balance as on 01.04.2017	(7,775.32)	(5,840.39)	-4,247.66
Add: Profit/ (Loss) for the period	(32.39)	(1,934.93)	(1,735.61)
Less: Transfer from Wealth Tax	–	–	–
Less: Corporate Dividend Tax	–	–	–
Less: Corporate Dividend Tax Earlier Year	–	–	–
Ind AS Adjustments	–	–	142.88
Total of Retained Earnings as on 31.03.2018	(7,807.71)	(7,775.32)	(5,840.39)
Closing Balance as on 31.03.2018 (B)	(6,086.12)	(6,052.12)	(4,112.44)
Total (A+B)	**4,848.54**	**5,145.55**	**7,387.38**

NON-CURRENT FINANCIAL LIABILITIES

Note No: 3.14 BORROWINGS ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
UNSECURED LOANS			
Unsecured Loans from Related Party	1,150.92	1,247.92	1,247.92
Liability component of Preference Share Capital			
11% Redeemable Cumulative Preference Shares of Rs. 100/- each placed with Rollatainers Ltd.	–	–	–
2,00,000 (Previous Year 2,00,000) Preference Shares, Fully paid up	–	–	–
1% Redeemable Non-Cumulative Preference Shares of Rs.10/- each placed with Rollatainers Ltd issued on 21-03-2016 redeemable in 10 Years	–	–	–
10,00,00,000 (Previous Year 10,00,00,000) Preference Shares, Fully paid up	–	–	–
1% Optionally Convertible Non-Cummulative Preference Shares of Rs. 100 each placed with WLD Investments Pvt Ltd. Issued on 03-06-2013 redeemable in 10 years	–	–	–
1,00,000 (Previous Year 1,00,000) Preference Shares, Fully paid up	534.26	474.13	420.77
UNSECURED LOANS			
Unsecured Loans from Corporates	–	19,464.94	18,785.24
Liability component of Preference Share Capital			
10% Non-Convertoble Redeemable Cumulative Preference Share of Rs. 100/- each placed with WLD Investments Ltd.	–	–	–
14,00,000 (Previous Year 14,00,000) Preference Shares, Fully paid up	87.17	77.83	69.50
2% Redeemable, Non Cumulative, Non Convertible Preference shares of Rs. 100/- each placed with WLD Investments Ltd.	–	–	–
10,00,000 (Previous Year 10,00,000) Preference Shares, Fully paid up	323.09	288.47	257.57
Total	**2,095.44**	**21,553.29**	**20,780.99**

Reconciliation of borrowings between previous GAAP and Ind AS is as under: ***(Rs. in Lakhs)***

Particulars		As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
A)	**Borrowings for the period as per previous GAAP**	1,991.35	21,460.68	20,780.99
B)	**Effects of transition of Ind AS on borrowings:**			
i)	Adjustment of Finance Cost for 2016-17	–	92.61	–
ii)	Adjustment of Finance Cost for 2017-18	104.09	–	–
Term Loans for the period as per Ind AS Total		**2,095.44**	**21,553.29**	**20,780.99**

Note No: 3.15 OTHER FINANCIAL LIABILITIES ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Fixed Deposits	13.77	13.77	13.77
Interest Accured on Fixed Deposits	11.79	11.79	11.79
Security Deposits	132.42	696.92	132.42
Total	**157.98**	**722.48**	**157.98**

Note No: 3.16 PROVISIONS ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
(i) Provision for Employee Benefits			
Superannuation	53.03	53.03	53.03
Gratuity	199.60	181.15	149.21
Leave Encashment	75.66	86.59	82.89
(ii) Others			
Dismentling	–	–	–
Total	**328.30**	**320.77**	**285.13**

CURRENT FINANCIAL LIABILITIES

Note No: 3.17 OTHER NON-CURRENT LIABILITIES ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Deferred Tax Liabilities			
On account of depreciation of Fixed Assets	–	–	–
Deferred Tax Assets			
On account of carry forward losses/amortisation of expenses	5.80	4.02	0.62
	5.80	**4.02**	**0.62**
Total Deferred Tax (Assets)/Liabilities	**5.80**	**4.02**	**0.62**

Note No: 3.18 TRADE PAYABLES ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Total outstanding dues of Micro enterprises & small enterprises			
(a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	15.62	13.94	5.48
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	–	–	–
(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	–	–	–
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	–	–	–
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	–	–	–
Total outstanding dues other than Micro enterprises & small enterprises	4,613.16	2,511.68	2,867.68
Total	**4,628.78**	**2,525.62**	**2,873.16**

Note No: 3.19 OTHER FINANCIAL LIABILITIES ***(Rs. in Lakhs)***

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Book over draft	101.23	–	39.02
Creditors for capital goods	10.66	14.59	49.48
Salary and bonus payable	54.04	47.55	42.71
Expenses payables	531.72	497.07	505.64
Advances from customers	72.92	26.24	-
Statutory dues	60.12	94.38	87.44
Security deposits	0.15	5.35	4.57
Advances received from related parties (refer note)	–	–	–
Advances received from others	127.92	100.00	100.00
Advances received from Custmors	31.03	39.71	69.16
Total	**989.79**	**824.89**	**898.00**

Note No: 3.20 OTHER CURRENT LIABILITIES *(Rs. in Lakhs)*

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Current maturities of Sales Tax Deferment obligations	–	–	–
Personnel Expenses Payable	52.95	49.83	5.34
Other Expenses Payable	47.12	51.39	10.04
Deferred revenue	74.32	28.25	14.51
Statutory Dues	50.80	80.98	15.57
Capex Trade Payable	–	–	–
Other Liabilities*	–	9.96	9.96
Advance From Customers	10,610.09	124.85	228.71
Total	**10,835.28**	**345.27**	**284.14**

Note No: 3.21 PROVISIONS *(Rs. in Lakhs)*

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Proposed dividend on preference shares	–	–	–
Corporate Dividend Tax	–	–	–
Provision for Employee Benefits			
- Gratuity	1.06	0.82	0.97
- Leave Encashment	2.83	2.71	3.21
- Provision for Expected Claim	251.48	665.41	894.13
- Provision for Bonus & Ex-gratia	–	–	–
Total	**255.36**	**668.94**	**898.31**

Note No: 3.22 REVENUE FROM OPERATIONS *(Rs. in Lakhs)*

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
Sales of Products	12,654	14,531
Less: Excise Duty	(232)	(938)
Sale of service	1,172	752
Service Tax	(73)	(286)
Total	**13,521.15**	**14,059.34**
Other Operating Revenues		
- Scrap	139.48	175.79
	7.50	–
Total	**13,668.13**	**14,235.13**

Note No: 3.23 OTHER INCOME ***(Rs. in Lakhs)***

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
Interest Received on Margin Money/TDS refunds	19.01	11.18
Interest income from financial assets	53.86	58.18
Interest On Bank Deposit	7.13	3.90
Exchange Fluctuation	–	385.45
Bad debotors recoverd	–	19.35
Impairment on investment written back	–	297.26
Impairment loss reversal on property ,plant and equipment	103.51	317.78
Gain on settlement/remesurement of financial asset fair valuation	5.31	16.10
Miscellaneous income	13.22	25.61
Rental Income	137.87	-
Excess Provisions written Back	452.72	310.79
Total	**792.62**	**1,445.60**

Note No: 3.24 COST OF MATERIALS CONSUMED ***(Rs. in Lakhs)***

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
Opening Stock of Raw Material	746.69	861.22
Add : Purchase of Raw Material	7,799.88	7,759.06
	8,546.57	**8,620.28**
Less : Closing Stock of Raw Material	1,092.54	746.69
Total	**7,454.02**	**7,873.59**

Note:- Raw material mainly include steel bars/billets, forgings, alloys casting, alluminium casting & other boughtout items.

Note No: 3.24.1 IMPORTED AND INDIGENOUS RAW MATERIAL ***(Rs. in Lakhs)***

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
	Rupees (% of Total Consumption of Raw Material)	**Rupees (% of Total Consumption of Raw Material)**
Raw material		
Consumption of imported Raw material	–	–
(Percentage of Consumption of Raw Material)	–	–
Consumption of similar domestic Raw material	7,454.02	7,873.59
(Percentage of Consumption of Raw Material)	100%	100%
Total Consumption of Raw material	**7,454.02**	**7,873.59**

Note No: 3.25 CHANGE IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS & STOCK IN TRADE

(Rs. in Lakhs)

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
Opening Stock as on 01-04-2016		
- Work in Progress	245.60	297.52
- Finished Goods	133.93	146.31
- Stock-in-trade	–	–
Total Opening stock	**379.53**	**443.83**
Less : Closing Stock as on 31-03-2017		
- Work in Progress	269.36	245.60
- Finished Goods	145.14	133.93
- Stock-in-trade	–	–
Total Closing stock	**414.50**	**379.53**
Net (Increase)/ Decrease in Inventories	**(34.96)**	**64.30**

Note No: 3.26 EXPENSES

Employee Benefits Expenses ***(Rs. in Lakhs)***

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
Salaries & Wages	2,205.25	2,086.16
Other Contribution	243.55	265.07
Staff Welfare Expenses	77.57	76.26
Total	**2,526.37**	**2,427.40**

Finance Costs ***(Rs. in Lakhs)***

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
Interest Expense	–	–
Interest on Redeemable Preference Shares	69.47	61.70
Interest on Redeemable Preference Shares	34.62	30.91
Interest on Dismentling	–	–
Interest on Employee Benefits	–	–
Other Borrowing Costs	–	–
Total	**104.09**	**92.61**

Reconciliation of Finance Costs between previous GAAP and Ind AS is as under: ***(Rs. in Lakhs)***

	Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
A)	**Finance Costs for the period as per previous GAAP**	0.01	–
B)	**Effects of transition of Ind AS on Finance Costs:**	–	–
i)	Adjustment of Finance Cost on Term Loans	–	–
ii)	Adjustment of Finance Cost on Redeemable Preference shares	104.09	92.61
iii)	Adjustment of Finance Cost on Dismentling	–	–
iv)	Adjustment of Finance Cost on Employee Benefit Expenses	–	–
	Finance Costs for the period as per Ind AS Total	**104.10**	**92.61**

Depreciation and Amortisation Expenses ***(Rs. in Lakhs)***

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
Depreciation & Amortisation	1,445.82	1,325.31
Total	**1,445.82**	**1,325.31**

Other Expenses ***(Rs. in Lakhs)***

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
A) Manufacturing Expenses		
Consumption of Stores & Spare Parts	179.84	228.36
Packing Material Consumed	155.50	185.54
Processing Charges	7.73	31.27
Job wok Charges Paid	49.75	0.13
Power & Fuel	783.00	809.87
Freight Inwards	85.86	84.55
Repairs to Plant & Machinery	125.44	99.66
Total Manufacturing Expenses (A)	**1,387.13**	**1,439.39**
B) Administrative & Selling Expenses		
Advertisement & Publicity	105.03	98.75
Auditor's Remuneration	23.58	22.12
Balances written off	9.01	64.06
Bank Charges	6.79	7.88
Books & Periodicals	0.05	0.05
Charity & Donation	0.11	0.05
Customer Relation Expenses	36.55	1.38
Collection charges	32.00	34.18
Directors Remuneration & Perquisites	1.50	–
House keeping expenses	4.32	1.51

Insurance Charges	24.89	11.92
Legal & Professional	285.35	161.25
Loss on sale of property plant and equipment	18.57	38.99
Loss on sale of Investment	–	88.90
Miscellaneous expenses	80.69	66.34
Office and Factory	33.78	27.69
Printing & Stationery	31.12	26.69
Prior Period Expenses	44.81	6.26
Provision for Bad & Doubtful Debts	–	3.65
Provision for contingent liability against Vat (refer note)	–	77.05
Rate, Fee & Taxes	47.17	55.32
Rent	1,947.51	2,047.41
Repairs & Maintenance		
-Others	345.94	320.22
-Building	3.01	5.72
Running & Maintenance of Vehicle	21.89	6.65
Security Charges	2.88	1.20
Staff Uniform	0.65	0.44
Telephone, Communication and Postage	75.20	58.25
Travelling & Conveyance	119.28	110.02
Watch & ward	20.35	23.79
Selling & Distribution Expenses	–	–
Packing, Forwarding, discounts, Warranty Claims, freight outwards & Other selling expenses	108.63	21.82
Total Administrative & Selling Expenses (B)	**3,430.63**	**3,389.56**
Total (A + B)	**4,817.76**	**4,828.95**

4. Contingent Liabilities in respect of :

(a) Bank Guarantee issued Rs. 29.15 lakhs (Previous Year Rs. 29.15 lakhs).

(b) Excise matters: Rs. 42.82 lakhs (Previous year Rs. 122.70 lakhs).

(c) Sales Tax Matters : RS. 58.65 lakhs (Previous year Rs. 67.63 lakhs)

(d) Income Tax : Rs.1.51 lakhs (Previous year Rs.16.92 lakhs)

(e) Provident fund*: Rs.142.68 lakhs (Previous year Rs.142.68 lakhs)

(g) Corporate Guarantee: Rs.550.00 lakhs (Previous year Rs.550.00 lakhs)

(h) Goods and Service Tax: Rs. 1.06 lakhs (Previous year nil)

(i) Civil cases: Rs.26.88 lakhs (Previous year Rs.26.88 lakhs)

*In the matterof interest and damages livied 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.

5. 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.

6. Segment information:

Information as required by Ind AS-108 " Operating Segments" issued by the ICAI and complied on the basis of the financial statements is as under:

(Rs. in Lakhs)

Particulars		31st March, 2018	31st March, 2017
Segment Revenue			
a)	Packaging	7572	9070
b)	Food	6889	6611
c)	Others	-	-
Less: Intersegment		**-**	**-**
	Total	**14461**	**15681**
Segment Results [Profit/(Loss) before Tax and Interest]			
a)	Packaging	-1349.83	-802.50
b)	Food	1226.78	-38.85
c)	Others	0	0
	Total	**-123.06**	**-841.35**
Less: Interest		104.09	92.61
Profot before tax		**-227.14**	**-933.96**
Capital Assets			
a)	Packaging	25371	34510
b)	Food	1328	155
	Total	**26700**	**34665**
Segment Liabilities			
c)	Packaging	17118	24791
d)	Food	2179	2174
	Total	**19297**	**26965**

7. Earning per share:

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

Basic and Diluted:

(Rs. in Lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017
Profit / (-) for the Year	(32.38)	(1934.93)
Profit / (-) attributed to equity share for the year	(32.38)	(1934.93)
Weighted average number of shares outstanding during the year	2501.30	2501.30
Basic EPS	(0.01)	(0.77)
Nominal value per equity share	1	1

8. a) Previous year figures have been regrouped / rearranged, wherever considered necessary to conform to current years' classification.

b) All figures or amount, including those in the notes to accounts have been upto the rearest lakhs plus thaousands in decimal.

Signature to notes 1 to 8 inclusive

As per our report of even date attached
For Raj Gupta & Co.
Chartered Accountants
Firm Registration No. 000203N

Sd/-
(GUNJANDEEP SINGH)
Partner
(Membership No. 529555)

Place : New Delhi
Dated : 13th June, 2018

For and on behalf of the Board

Sd/-
PYUSH GUPTA
Whole Time Director

Sd/-
AARTI JAIN
Chairperson

Sd/-
DARSHAN PRASAD YADAV
CFO

Sd/-
PANKAJ MAHENDRU
Company Secretary

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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)

CIN :	L21014HR1968PLC004844
Name of the Company :	Rollatainers Limited
Registered Office :	73-74, Phase III, Industrial Area, Dharuhera, Distt. Rewari, Haryana - 123106

Name of the member(s)	E-mail id :	
Registered address	Member' Folio No/DP-ID-Client Id	
	DP ID :	

I / We, being the member(s) of _____ Equity Shares of Rollatainers Limited, hereby appoint :

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

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 47th Annual General Meeting (AGM) of the Company, to be held on **Friday, September 28, 2018 at 09.30 A.M.** at the Registered Office of the Company at 73-74, Phase III, Industrial Area, Dharuhera, Distt. Rewari, Haryana - 123106 and at any adjournment thereof, in respect of such resolutions as are indicated below:

Resolution No.	Description	Vote (Optional, see the note	
		FOR	AGAINST
Special Business			
1.	Adoption of Financial Statements (Standalone and Consolidated) for the Financial Year ended on March 31, 2018		
2.	Appointment of Ms. Aarti Jain (DIN: 00143244) as a director, who is liable to retire by rotation		
3.	**To Consider, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-"RESOLVED THAT** pursuant to the provision of Section 139, 141 and 142 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) amendments(s) or re-enactment thereof for the time being in force), the Appointment of M/s Raj Gupta & Co., Chartered Accountant (Firm Registration No. 000203N) in 46th Annual General Meeting ("AGM"), to act as Statutory Auditors of the Company and to hold office for a period of five years from 46th AGM to 51st AGM and ratification thereof, the approval of member be and is hereby given to ratify M/s Raj Gupta & Co., the Statutory Auditors from the conclusion of this AGM till the conclusion of 51st AGM scheduled to be held for the Financial Year 2021-22, on such remuneration as shall be fixed by the Board of Directors of the Company."		
Special Business			
4.	**Approval for Related Party Transaction entered with the Company.**		

Signed this ……. day of …… 2018

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

Affix Revenue Stamp of Re.1/-

Note:
1. **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
2. **It is optional to indicate your preference. If you leave the For or Against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.**

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 **Friday, the 28th day of September, 2018 at 09.30 a.m at Plot No. 73-74, Phase III, Industrial Area, Dharuhera, Distt. Rewari, Haryana - 123106.**

1. Name(s) of the Member: and Joint Holder(s) (in block letters)
   1. Mr./Ms. _____
   2. Mr./Ms. _____
   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.**

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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