

**Date:- September 5, 2022**

To  
**National Stock Exchange of India Limited,**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E), Mumbai - 400051

**Symbol and Series: RPPL / EQ**

Dear Sir/Madam,

**Sub: Intimation under Regulation 30 and 34 of SEBI (LODR) Regulations, 2015 - Submission of notice of AGM alongwith Annual Report**

This is further to our letter dated September 3, 2022 wherein the Company had informed that the Annual General Meeting ("AGM") is scheduled to be held on Thursday, September 29, 2022 at 04.00 pm through Video Conferencing / Other Audio-Visual Means, in accordance with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

In terms of the requirements of Regulation 30 and 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company along with the Notice of AGM for the financial year 2021-22, which is also being sent through electronic mode vide E-mail to the Members.

The same is available on the Company's website at [www.rajshreepolypack.com](http://www.rajshreepolypack.com).

Kindly take note of the same.

Thanking you  
Yours faithfully,

**FOR RAJSHREE POLYPACK LIMITED**

**Mitali Rajendra Shah**  
Company Secretary & Compliance Officer  
Encl:a/a

## ANNUAL REPORT 2021-2022



# RAJSHREE POLYPACK LIMITED

Mfg. of Plastic Rigid Sheets & Packaging Products

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# CHAIRMAN MESSAGE



Dear Shareholders,

I am pleased to present you with our 11<sup>th</sup> Annual Report, providing you a glimpse of overall business performance of Rajshree Polypack Limited for financial year ("FY") 2021-22.

I look at this year as **"A year of global economic recovery"**. This year saw economies getting back on a mending path and then the world got hit by war crisis. Geopolitical tension accompanied by sanctions caused disruption in the global economy & supply chain and Company had to face significant volatility in raw material prices.

With consumer demand, recovery in domestic markets during FY 2021-22, the Company recorded staggering improvement in its performance by achieving Revenue and EBITDA of ₹19,855.64 Lakhs and ₹2,698.98 Lakhs as against ₹12,707.22 Lakhs and ₹2,088.86 Lakhs respectively for FY 2020-21. At the same time, the Company also achieved overall production volume growth of 38.64% in Sheet Extrusion and 36.23% in Thermoformed packaging products. Further, Company's Profit after Tax for FY 2021-22 rose to ₹955.10 Lakhs as against ₹888.01 Lakhs for FY 2020-21.

It gives me immense pleasure to acknowledge that today, your Company is one of the leaders in **'Rigid Thermoformed Packaging Products'** and has continuously been working to strengthen its Position in this industry.

In FY 2021-22, your Company was able to ramp up the production of Unit-II Extension, which helped in improving the revenue of the Company. In the same year, the Company saw consolidation and modernization of Unit I and Unit III at Umbergaon, Gujarat. The Company has commenced the commercial production in Quarter 1 of financial year 2022-23. This new Facility has been funded through mix of term loans and internal

accruals. The new Facility will not only improve our installed capacities in Extrusion and Thermoforming but will also offer benefits of synergies arising from scale and modernization. Further, the Company has also added 2(two) machines for printing and our printing capacity stands to increase by 120(One Hundred and Twenty) million pieces due to these additions.

It gives me immense pride to note that your Company is the **1<sup>st</sup> in India to introduce "made in India" 9-layer rigid packaging products** with fully integrated facility under one roof.

Speaking of new product developments, Company developed and filed applications for 4(four) design patents and 1(one) product patent in barrier packaging during the FY 2021-22. Furthermore, your Company has developed **'dairy creamer packaging'** for largest dairy brand of India. In addition to the same, Company has also developed **'sealing and lidding laminate products'** for food packaging and undertook successful product trials with Customers. Further, with new manufacturing facility, Company has also entered a new product line of **'Tube Laminates'** for the Cosmetics Industry. With repeat orders coming in for the product, Company is confident that this product segment will help us to improve both our sales as well as profit margins in addition to opening new Industry for future growth.

Further, in order to boost export sales, Company has appointed 1(one) distributor in Dubai for generating demand of our product in Middle East/ North Africa (**"MENA"**) region. The initial response is encouraging and Company is confident to see our exports grow in the coming years.

It gives me pleasure in informing you that your Company has taken its first step in entering Sustainable Packaging Business by entering into a Joint Venture by the name Olive Ecopak Private Limited (**"Olive Ecopak"**) with Gandhi family of Oracle Group (**"JV Project"**). Your Company will be holding 50.10% of Olive Ecopak's Equity Share Capital. Olive Ecopak will be manufacturing sustainable packaging products, more particularly for beverages and takeaway containers for the Food Service Industry. Olive Ecopak has already acquired 12.8 acres of land at Umbergaon, Gujarat for setting up its manufacturing unit and is currently in process of finalizing the construction plans. The JV Project will have an initial investment of ₹105 Crores including working capital and will be funded through mix of Equity and Debt. The JV Project will have a production capacity of 12000 (Twelve Thousand) Metric tons per annum approximately. Olive Ecopak expects to commence commercial production from October 1, 2023.







As we look ahead, on behalf of the Board of Directors, I like to place my heartfelt gratitude to our shareholders for their continued confidence in our abilities. I would also like to thank our lenders, suppliers, business partners, employees and all other stakeholders for their continuous support on the growth path of the Company.

**Best wishes,**



## COMPANY OVERVIEW

*With almost 2 decades of experience in plastic packaging industry, we are one of the leaders in manufacturing of Rigid Plastic Sheets and Thermoformed Packaging Products.*

-  Products range includes packaging for dairy industry, food and beverages, bakery and confectionaries, trays for sweet and snacks, punnets for fruits and vegetables, electronic packaging, Cosmetics, etc.
-  In rigid packaging we offer sheets of PP/APET/GPET/HIPS, which are sold for 'form-fill-seal' (FFS) application, for box making & vacuum forming applications.
-  First in the Industry in India to manufacture Rigid Barrier Packaging Products with completely integrated facility under one roof using state-of-the-art European Machinery.
-  As of June 30, 2022, the Company have personnel strength more than 562 employees on its payroll.
-  BRC certified for **Global Standards for Packaging and packaging Materials.**
-  Manufacturing units are **Sedex** certified.

# PRODUCTS

## OUR BUSINESS AND PRODUCT

**Packaging is a vital communicator with the customer/consumer, it plays a major role in giving a distinctive look and preserving the flavors and hygiene of the products which also protects the contents**

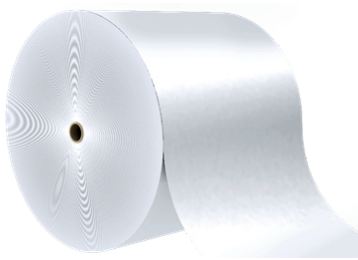
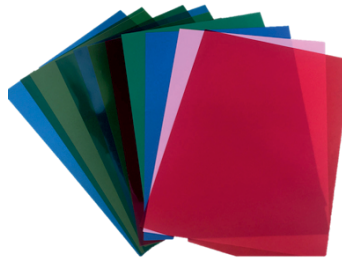


- ➡ Rigid plastic packaging products (along with lids) in various shapes and sizes.
- ➡ Diversified range of products that cater to the dairy, beverages, food, FMCG, QSR, retail, pharmaceuticals and the electronics sector.
- ➡ Company produce rigid plastic sheets of PP / APET / GPET and HIPS, which are sold for 'form-fill-seal' (FFS) application, for box making and for vacuum forming applications.
- ➡ Barrier Packaging Products for enhanced shelf life of food.

# PLASTIC RIGID SHEETS

## END USE

- ➡ FFS – FORM-FILL-SEAL APPLICATION
- ➡ ELECTRONIC PACKAGING
- ➡ TEXTILE PACKAGING
- ➡ DISPLAYS
- ➡ STATIONARY PACKAGING
- ➡ INDUSTRIAL PACKAGING
- ➡ PHARMACEUTICAL PACKAGING





# RIGID PACKAGING PRODUCTS

## END USE

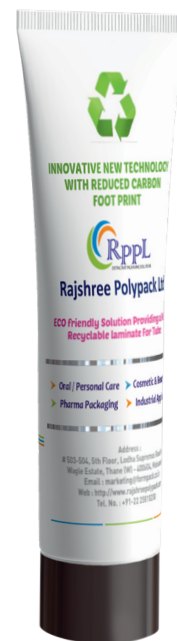
- ➡ YOGHURT
- ➡ ICE CREAM, BUTTERS AND SPREADS
- ➡ JUICE & BEVERAGES PACKING
- ➡ BAKERY, CHOCOLATE & CONFECTIONERY
- ➡ ONLINE FOOD DELIVERY



# BARRIER PACKAGING PRODUCTS

## END USE

- ➡ Ethnic Sweets
- ➡ Snacks
- ➡ Pet Food
- ➡ Ready-to-Eat Meal
- ➡ Dry Fruits
- ➡ Fruits & Vegetable
- ➡ Baby Food
- ➡ Dairy Products
- ➡ Tube Laminates



# TECHNOLOGY UPGRADATION



## 2021 - onwards

### Focused on remaining first with

- 1st in India to introduce made in India 9-layer rigid Barrier packaging products
- Consolidation and modernization of Unit I & Unit III completed
- Implementation of SAP S4HANA

## 2016 - 2020

### Maintaining thrust for technology with

- Fully automated sleeving machine with indigenous technology
- Obtained CIPET approval for Compostable Products
- Obtained License from CPCB for production of compostable Products
- Set up of Solar panels at Unit II with installed capacity of 135 KW

## 2011 - 2015

### First to upgrade with

- Alternate decoration technology of shrink sleeving on containers
- Fully automated 8-colour printing machine in dry offset with Swiss technology in the Indian market
- High-tech extrusion machines for plastic rigid sheets with Italian technology
- Completely integrated solution under one roof i.e. Extrusion, Forming, Printing, Sleeving
- 3-Station fully automated vacuum forming machine with German technology

## 2004 - 2010

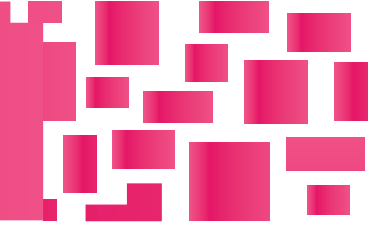
### One of the early ones to introduce

- 6-Colour printing in dry offset in Indian market
- Fully automated thermoforming machines with German technology
- Fully automated 6-colour printing machine in dry offset with Swiss technology in the Indian market



# COMMITMENT TO ENVIRONMENT

*Increasing focus on environment friendly recyclable products*



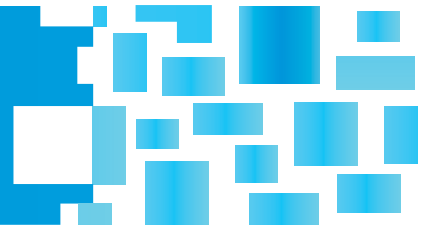
*Saved 282 ton of Carbon dioxide emission through use of solar power*



*Tied-up with Trash & Co. for planting 250 trees in a year*



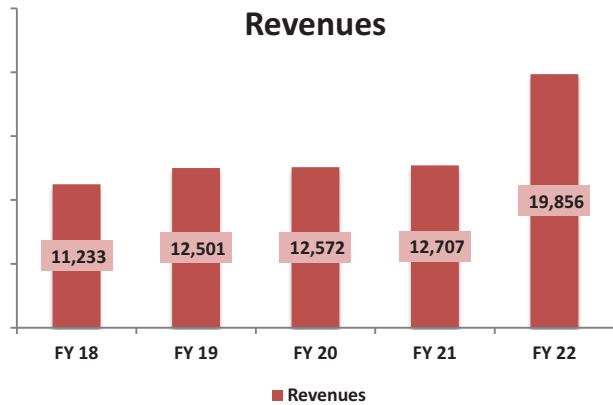
*Energy conservation by installing Energy efficient machines at Units of the Company*



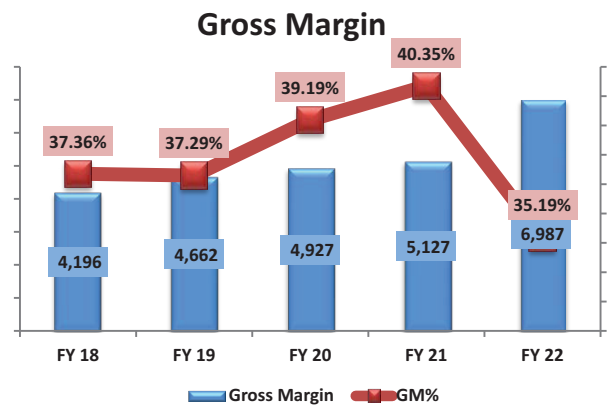
## RAJSHREE POLYPACK LIMITED

# GROWING OVER THE YEARS

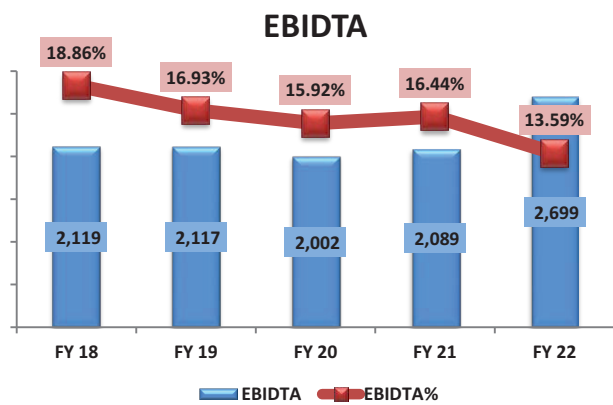
### Revenues



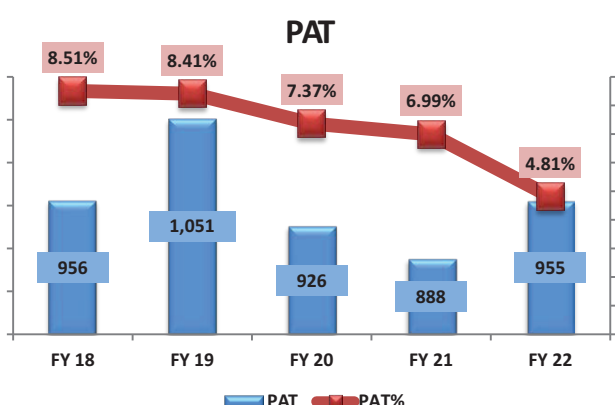
### Gross Margin



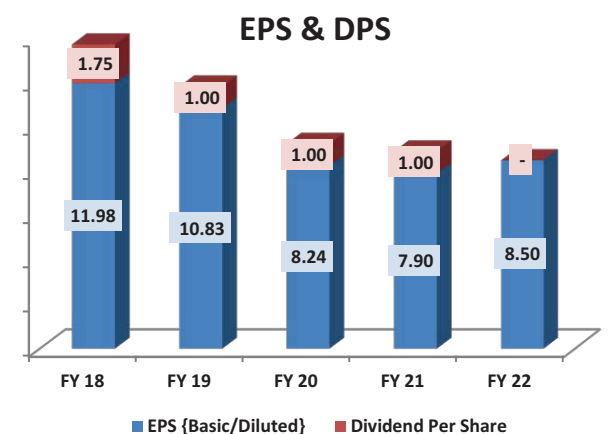
### EBIDTA



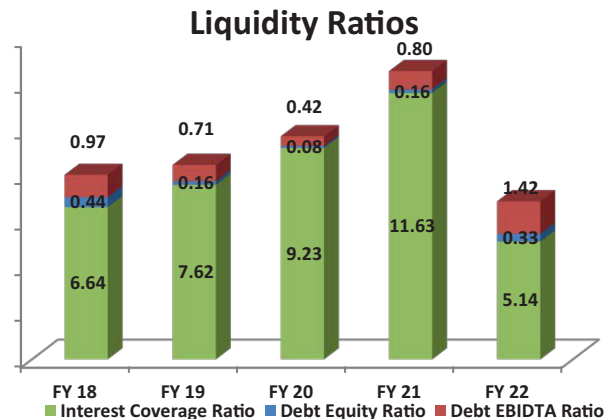
### PAT



### EPS & DPS

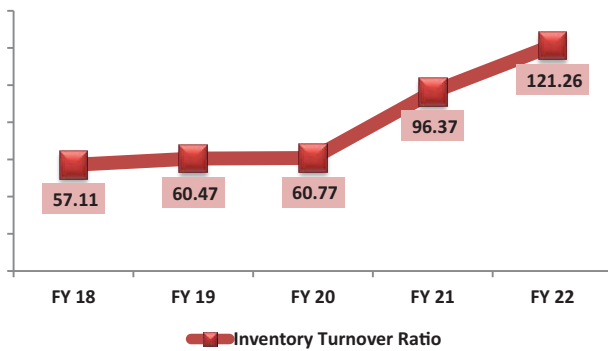


### Liquidity Ratios

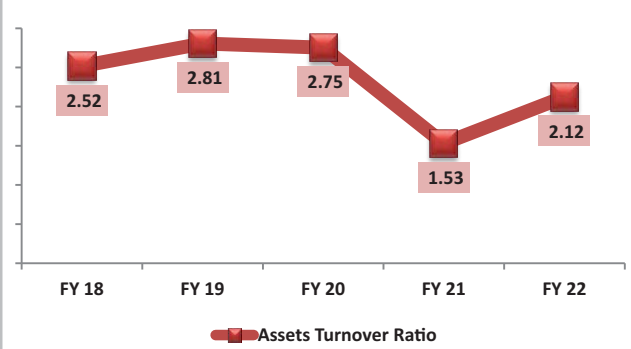


# KEY RATIOS

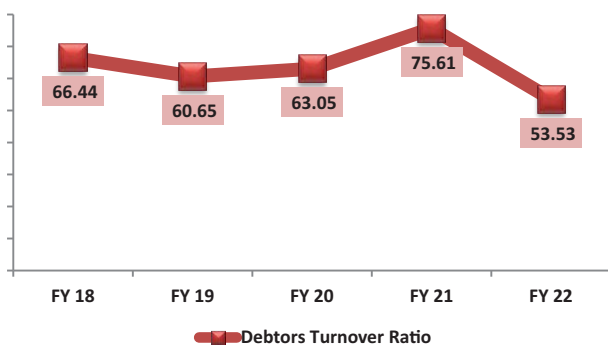
## Inventory Turnover Ratio



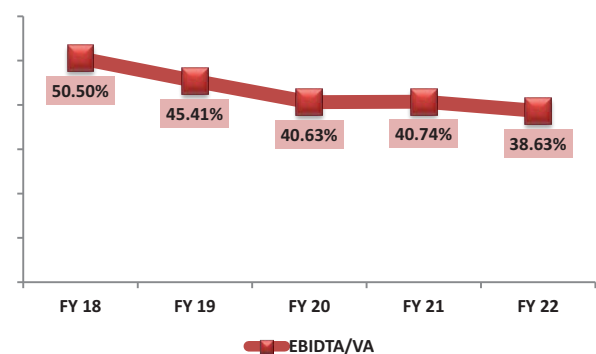
## Assets Turnover Ratio



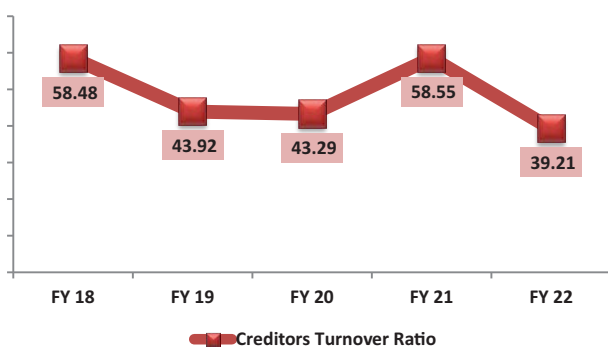
## Debtors Turnover Ratio



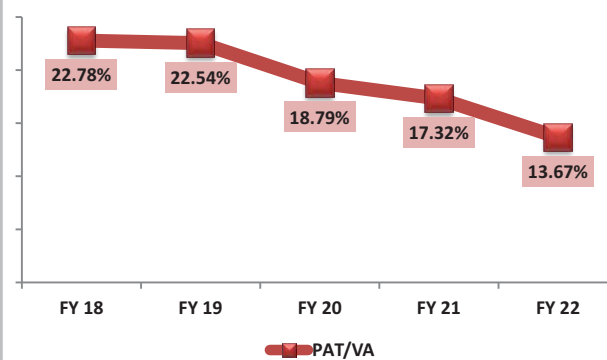
## EBIDTA/VA



## Creditors Turnover Ratio



## PAT/VA





RAJSHREE POLYPACK LIMITED

# THE YEAR AT A GLANCE

## BASED ON FINANCIAL STATEMENT

(₹ in Lakhs)

Particulars	2022	2021
<b>Financial position</b>		
Cash and cash equivalents	132.36	2,523.74
Trade Receivable	2,912.07	2,632.36
Inventories	4,275.36	2,001.28
Other Current Assets	649.99	434.26
<b>Total Current Assets</b>	<b>7,969.78</b>	<b>7,591.64</b>
Current Liabilities	4,935.30	5,316.23
<b>Net Current Assets</b>	<b>3,034.48</b>	<b>2,275.41</b>
Property, plant and equipment (including CWIP and ROU)	10,575.82	8,860.47
Intangible assets (including Assets Under Development)	115.49	86.87
Other non-current asstes	555.08	357.01
<b>Total assets</b>	<b>14,280.87</b>	<b>11,579.75</b>
Non-current liabilities	2,705.99	847.63
Total equity	11,574.88	10,732.13
<b>Total equity and liabilities</b>	<b>14,280.87</b>	<b>11,579.76</b>

(₹ in Lakhs)

Particulars	2022	2021
Net Cash Flow from Opreating Activities	40.73	940.57
Net Cash Used in Investing Activities	(1,917.83)	(2,517.65)
Net Cash Flow from Financing Activities	1,782.98	612.25
<b>Net Decrease in Cash &amp; Cash Equivalents</b>	<b>(94.11)</b>	<b>(964.83)</b>
Cash and Cash Equivalents at the beginning of the year	186.00	1,150.83
<b>Cash and Cash Equivalents at the end of the year</b>	<b>91.89</b>	<b>186.00</b>

# BOARD OF DIRECTORS

(As on August 13, 2022)

**Mr. Ramswaroop Radheshyam Thard**  
*Promoter, Chairman & Managing Director*

**Mr. Naresh Radheshyam Thard**  
*Promoter, Joint Managing Director*

**Mr. Anand Sajjankumar Rungta**  
*Whole-time Director\**

**Mr. Alain Edmond Berset**  
*Non-Executive, Nominee Director*

**Mr. Rajesh Satyanarayan Murarka**  
*Non-Executive Independent Director*

**Mr. Pradeep Kumar Gupta**  
*Non-Executive Independent Director*

**Mr. Praveen Bhatia**  
*Non-Executive Independent Director \**

**Ms. Yashvi Shah**  
*Non-Executive Independent Director\*\**

**Mrs. Sangeeta Sarin**  
*Non-Executive Independent Director\*\*\**

\*w.e.f June 24, 2021

\*\*w.e.f May 30, 2022

\*\*\*upto April 18, 2022

## COMMITTEES

### AUDIT COMMITTEE

Mr. Rajesh Satyanarayan Murarka  
**(Chairperson)**  
Mr. Pradeep Kumar Gupta  
Mr. Ramswaroop Radheshyam Thard

### NOMINATION AND REMUNERATION COMMITTEE\*

Mr. Rajesh Satyanarayan Murarka  
**(Chairperson)**  
Mr. Pradeep Kumar Gupta  
Mrs. Sangeeta Sarin

### CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. Ramswaroop Radheshyam Thard  
**(Chairperson)**  
Mr. Naresh Radheshyam Thard  
Mr. Pradeep Kumar Gupta

### STAKEHOLDER RELATIONSHIP COMMITTEE

Mr. Rajesh Satyanarayan Murarka  
**(Chairperson)**  
Mr. Naresh Radheshyam Thard  
Mr. Anand Sajjankumar Rungta

### EXECUTIVE COMMITTEE

Mr. Ramswaroop Radheshyam Thard  
**(Chairperson)**  
Mr. Naresh Radheshyam Thard  
Mr. Sunil Sawarmal Sharma

\* The Committee was reconstituted on May 7, 2021. Mr. Rajesh Satyanarayan Murarka was appointed as Chairperson of the Committee and Mrs. Sangeeta Sarin was appointed as member of the Committee. On the resignation of Mrs. Sangeeta Sarin, Mr. Praveen Bhatia, Independent Director was appointed as member of the Committee w.e.f. April 19, 2022.

# CORPORATE INFORMATION

(As on August 13, 2022)

## STATUTORY AUDITOR

**M/s. MSKA & Associates**  
Chartered Accountants, Mumbai

## COST AUDITOR

**M/s. V.J. Talati & Co.,**  
Cost Accountants, Mumbai

## INTERNAL AUDITOR

**M/s. CAS & Co.,**  
Internal Auditor, Mumbai

## SECRETARIAL AUDITOR

**Nishant Bajaj & Associates**  
Secretarial Auditor, Mumbai

## BANKERS

HDFC BANK Ltd  
SVC Co-operative BANK Ltd  
Citi Bank NA

## CHIEF FINANCIAL OFFICER

Mr. Sunil Sawarmal Sharma

## COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Mitali Rajendra Shah

## LEGAL ADVISORS

M/s. Crawford Bayley & Co.

## REGISTERED OFFICE

Lodha Supremus Unit No 503-504 5<sup>th</sup>  
Floor, Road No. 22 Kishan Nagar, Nr  
New Passport Office, Wagle Estate,  
Thane West - 400604.

## CORPORATE OFFICE

Lodha Supremus Unit No 503-504 5<sup>th</sup>  
Floor, Road No. 22 Kishan Nagar, Nr  
New Passport Office, Wagle Estate,  
Thane West - 400604.

## REGISTRAR AND TRANSFER AGENT

Link Intime India Private Limited  
C-101, 247 Park, LBS Marg, Vikhroli  
(West), Mumbai 400 083.

T: +91 22 4918 6270

F: +91 22 4918 6060

E: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

Website: [www.rajshreepolypack.com](http://www.rajshreepolypack.com)

## CORPORATE IDENTIFICATION NUMBER

L25209MH2011PLC223089

# UNITS

## Unit I (New):

Survey No. 860 (26/3/P8) and 781 (26/3/P6), Village Manda, Sarigam, Umbergaon, Valsad, Gujarat -396155.

## Unit II:

Plot No. 370/2(2) and 370/2(3), Village-Kachigam, Vapi-Daman Road, Daman-396210.



## NOTICE

NOTICE is hereby given that the Eleventh (11<sup>th</sup>) **Annual General Meeting ("Meeting" or "AGM")** of the RAJSHREE POLYPACK LIMITED will be held on **Thursday, September, 29, 2022 at 04.00 pm IST** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business. The venue of the meeting shall be deemed to be the Registered Office of the Company at Lodha Supremus Unit No 503-504, 5<sup>th</sup> Floor, Road No. 22, Kishan Nagar, Near New Passport office, Wagle Estate Thane West-400 604.

## ORDINARY BUSINESS

### Item No. 1- Adoption of financial statements

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and the Auditors thereon.

### Item No. 2- Declaration of Dividend

To declare final dividend of ₹ 0.50 /- (Rupee Fifty paise) per equity share i.e. 5% on face value of ₹ 10/- each per equity share for the financial year ended March 31, 2022.

### Item No. 3- Appointment of Mr. Naresh Radheshyam Thard (DIN:03581790) as a director liable to retire by rotation

To appoint a director in place of Mr. Naresh Radheshyam Thard (DIN: 03581790), who retires by rotation and being eligible, offers himself for re-appointment.

## SPECIAL BUSINESS

### Item No. 4- Ratification of Remuneration to Cost Auditor

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

**"RESOLVED THAT** pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to **M/s. V.J. Talati & Co, Cost Accountants**, Mumbai (Firm Registration No. R00213), appointed by the Board of Directors of the Company on the recommendation of the Audit Committee, as Cost Auditors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2023, being ₹ 60,000/- (Rupees Sixty Thousand only) plus applicable taxes, out of pocket expenses, travelling and other expenses incurred in performance of their duties, be and is hereby ratified and confirmed.

**RESOLVED FURTHER THAT** (i) Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director and Mr. Naresh Radheshyam Thard, Joint Managing Director or (ii) Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director and Ms. Mitali Rajendra Shah, Company Secretary & Compliance Officer or (iii) Mr. Naresh Radheshyam Thard, Joint Managing Director and Ms. Mitali Rajendra Shah, Company Secretary &

Compliance Officer, be and are hereby severally authorized to sign and submit the necessary application and forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.

**RESOLVED FURTHER THAT** Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director or Mr. Naresh Radheshyam Thard, Joint Managing Director or Ms. Mitali Rajendra Shah, Company Secretary & Compliance Officer, be and is hereby severally authorized to issue certified true copies of the aforesaid resolution to anyone concerned and file necessary e-forms with the Registrar of Companies for the purpose of giving effect to aforesaid resolution."

### Item No. 5- Re-appointment of Mr. Rajesh Satyanarayan Murarka (DIN:01501322), as Non- Executive Independent Director of the Company for the second term of 5 (five) years

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

**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 ("Rules") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the recommendation of the Nomination and Remuneration Committee ("NRC") and approval of the Board of Directors ("Board"), consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Rajesh Satyanarayan Murarka (DIN:01501322), who has submitted a declaration confirming that he meets the criteria of independence as provided Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, and who is eligible for re-appointment as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, for the second term of 5 (five) years commencing from November 20, 2022 upto November 19, 2027, be and is hereby approved.

**RESOLVED FURTHER THAT** pursuant to the provisions of sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder, Mr. Rajesh Satyanarayan Murarka shall be entitled to receive the remuneration/ fees/ commission as permitted to be received in his capacity of Non-Executive, Independent Director of the Company, as recommended by the NRC and approved by the Board, from time to time.

**RESOLVED FURTHER THAT** (i) Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director and Mr. Naresh Radheshyam Thard, Joint Managing Director or (ii) Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director and Ms. Mitali Rajendra Shah, Company Secretary & Compliance Officer or (iii) Mr. Naresh Radheshyam Thard, Joint Managing Director and Ms. Mitali Rajendra Shah, Company Secretary & Compliance Officer, be and are hereby severally authorized to sign and submit the necessary application and forms with

## RAJSHREE POLYPACK LIMITED

appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.

**RESOLVED FURTHER THAT** Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director or Mr. Naresh Radheshyam Thard, Joint Managing Director or Ms. Mitali Rajendra Shah, Company Secretary & Compliance Officer, be and is hereby severally authorized to issue certified true copies of the aforesaid resolution to anyone concerned and file necessary e-forms with the Registrar of Companies for the purpose of giving effect to aforesaid resolution.

**Item No. 6- To grant approval for payment of professional fees to be paid to Mr. Praveen Bhatia (DIN:00147498), Independent Director for providing professional services for financial year 2022-23**

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

**"RESOLVED THAT** pursuant to the provisions of Articles of Association of the Company, Section 197, 198 and any other applicable provisions of the Companies Act, 2013 ("**Act**") and rules made thereunder, Regulation 17(6)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("**SEBI Listing Regulations**") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors ("**Board**"), consent of the Members be and is hereby accorded for payment of professional fees amounting to ₹ 1,00,000/- (Rupees One Lakh only) per month to Mr. Praveen Bhatia (DIN:00147498), Independent Director of the Company for the professional services to be rendered by him to the Company, over and above the remuneration and the sitting fees to which he is entitled as an Independent Director, for the financial year 2022-23.

**RESOLVED FURTHER THAT** (i) Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director and Mr. Naresh Radheshyam Thard, Joint Managing Director or (ii) Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director and Ms. Mitali Rajendra Shah, Company Secretary & Compliance Officer or (iii) Mr. Naresh Radheshyam Thard, Joint Managing Director and Ms. Mitali Rajendra Shah, Company Secretary & Compliance Officer, be and are hereby severally authorized to sign and submit the necessary application and forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.

**RESOLVED FURTHER THAT** Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director or Mr. Naresh Radheshyam Thard, Joint Managing Director or Ms. Mitali Rajendra Shah, Company Secretary & Compliance Officer, be and is hereby severally authorized to issue certified true copies of the aforesaid

resolution to anyone concerned and file necessary e-forms with the Registrar of Companies for the purpose of giving effect to aforesaid resolution.

**By Order of the Board of Directors  
For Rajshree Polypack Limited**

**Date: August 13, 2022  
Place: Thane**

**Sd/-  
(Mitali Rajendra Shah)  
Company Secretary & Compliance  
Officer**

**Regd. Office:**

**Rajshree Polypack Limited**

Lodha Supremus, Unit No. 503-504,  
5<sup>th</sup> Floor, Road No. 22, Kishan Nagar,  
Near New Passport Office, Wagle Estate,  
Thane (West) 400 604.

Tel No. : +91-22 25818200,

Fax : +91-22 25818250

CIN : L25209MH2011PLC223089

Website : [www.rajshreepolypack.com](http://www.rajshreepolypack.com)

E-mail id : [info@formpack.co.in](mailto:info@formpack.co.in)

**NOTES FOR MEMBERS' ATTENTION**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("**Act**") setting out material facts relating to the special businesses to be transacted at the 11<sup>th</sup> Annual General Meeting ("**AGM**") as set out in the Notice, is annexed hereto.
2. In view of the outbreak of COVID-19 pandemic, social distancing measures are a pre-requisite and in terms of Ministry of Corporate Affairs ("**MCA**") in continuation to previous Circular No. 20/2020 dated 5<sup>th</sup> May, 2020, Circular No. 02/2021 dated 13<sup>th</sup> January, 2021, Circular No. 21/2021 dated 14<sup>th</sup> December, 2021, further extended the relaxation vide Circular dated 5<sup>th</sup> May 2022 and The Securities and Exchange Board of India ("**SEBI**") has also issued circular in continuation to previous Circular dated 12<sup>th</sup> May, 2020, further extended the relaxation vide Circular dated 15<sup>th</sup> January, 2021 and 13<sup>th</sup> May, 2022 (collectively referred to as "**said Circulars**"), which does not require physical presence of the Members at common venue, In view of this, the 11<sup>th</sup> AGM is being conducted through Video Conference ("**VC**") / Other Audio Visual Means ("**OAVM**"). The deemed venue for the AGM shall be the Registered Office of the Company. National Securities Depositories Limited ("**NSDL**") will be providing the facility for voting through remote e-Voting, for participation in the AGM through VC / OAVM facility and e-Voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained in note no. 13 below and is also available on the website of the Company at [www.rajshreepolypack.com](http://www.rajshreepolypack.com).
3. As the AGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. However, in terms of the provisions of Sections 112 and 113 of the Act read with the said Circulars,

Corporate Members are entitled to appoint their authorized representatives to attend the AGM through VC / OAVM on their behalf and participate thereat, including casting votes by electronic means.

4. In view of the outbreak of COVID-19 pandemic, resultant difficulties involved in dispatching of physical copies of the Annual Report and in line with the said Circulars issued by the MCA and SEBI, the Annual Report including Notice of the 11<sup>th</sup> AGM of the Company *inter alia* indicating the process and manner of e-voting is being sent only by email, to all the Members whose email IDs are registered with the Company / Depository Participant(s) for communication purposes and to all other persons so entitled. Further, in terms of the applicable provisions of the Act, SEBI Listing Regulations read with the said Circulars issued by MCA and SEBI, the Annual Report including Notice of the 11<sup>th</sup> AGM of the Company will also be available on the website of the Company at [www.rajshreepolypack.com](http://www.rajshreepolypack.com). The same can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
5. Particulars pursuant to Regulation 36(3) of SEBI Listing Regulations pertaining to the Directors being appointed / re-appointed are annexed hereto to this Notice.
6. Members are requested to send all their documents and communications pertaining to shares to **Link Intime India Pvt. Ltd.**, Registrar and Share Transfer Agent ("RTA") of the Company at their office situated at C-101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai, Maharashtra 400083, Telephone No. 022 - 4918 6000, [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in), for both physical and demat segment of Equity Shares. Please quote on all such correspondence - "Unit – Rajshree Polypack Limited".
7. As per the provisions of Section 72 of the Act, facility for making nomination is available to Individuals holding shares of the Company. Members holding shares in physical form who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members may download the Nomination Form from the Company's website under the weblink at <https://rajshreepolypack.com/investors/#1661415496178-073fbce1-3d5b>
8. Members holding shares in demat mode should file their nomination with their DPs for availing this facility.
9. Member holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat / electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares / issuance of equity shares in physical form have been disallowed by SEBI.
10. SEBI has made it mandatory for all Companies to use the bank account details furnished by the Depositories and the bank account details maintained by the RTA for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through Electronic Clearing Service ("ECS") / National Electronic Clearing Service ("NECS") / Automated Clearing House

("ACH") / Real Time Gross Settlement ("RTGS") / Direct Credit / IMPS / NEFT etc. In order to receive the dividend without any delay, the Members holding shares in physical form are requested to submit particulars of their bank accounts in 'Form ISR - 1' along with the original cancelled cheque bearing the name of the Member to RTA / Company to update their bank account details and all the eligible Members holding shares in demat mode are requested to update with their respective DPs before Friday, September 16, 2022, their correct Bank Account Number, including 9 Digit MICR Code and 11 digit IFSC Code, e-mail ID and mobile no(s). Member holding shares in physical form may communicate these details to RTA having address at **Link Intime India Pvt. Ltd.**, C-101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai, Maharashtra 400083, Telephone No. 022 - 4918 6000, [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in), before Friday, September 16, 2022 by quoting the reference folio number and attaching photocopy of the cheque leaf of their active bank account and a self-attested copy of their PAN card.

11. Members are requested:

- a) To quote their folio number / DP ID and Client ID in all correspondence.
- b) To notify immediately change of their address and bank particulars to the RTA in case the shares are held in physical form; and in case the shares are held in dematerialised form, the information should be passed on directly to their respective Depository Participant and not to the Company / RTA, without any delay.

12. Members, who wish to inspect the documents, as mentioned in this AGM Notice or as required under law, may write to the Company at [cosec@rajshreepolypack.com](mailto:cosec@rajshreepolypack.com) and the Company shall endeavor to provide inspection of documents by such Member.

13. **PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM**

- I. Members will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under Members login by using the remote e-Voting credentials. The link for VC / OAVM will be available in Members login where the EVEN of Company will be displayed. Please note that Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice. Further Members can also use the OTP based login for logging into the e-Voting system of NSDL.
- II. For convenience of the Members and proper conduct of AGM, Members can login and join atleast 30 (thirty) minutes before the time scheduled for the AGM and the window for login shall be kept open throughout the proceedings of the AGM. The facility of participation at the AGM through VC / OAVM will be made available for 1,000 Members on 'first come first serve' basis. This will not include large Members (i.e. Members holding 2% or more), Promoters, Institutional Investors, Directors, Key

## RAJSHREE POLYPACK LIMITED

Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. who are allowed to attend the AGM without restriction on account of 'first come first serve' basis.

- III. Please note that participants connecting from Mobile devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
- IV. The attendance of Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- V. Members seeking any information with regard to accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Thursday, September 22, 2022, by 5.00 p.m. through email on [cosec@rajshreepolypack.com](mailto:cosec@rajshreepolypack.com). The same will be replied by / on behalf of the Company suitably. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

14. The instructions and other information relating to voting through electronic means is given hereunder:

### VOTING THROUGH ELECTRONIC MEANS

- I. In compliance with provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI Listing Regulations, the Company is pleased to provide Members with the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-Voting. The Company has engaged the services of National Securities Depository Limited ("**NSDL**"), who will provide the e-Voting facility of casting votes to a Member using remote e-Voting system (e-Voting from a place other than venue of the AGM) ("**remote e-Voting**") as well as e-Voting during the proceeding of the AGM (e-Voting at the AGM).
- II. Members who have cast their vote by remote e-Voting prior to the AGM can also attend the AGM but shall not be entitled to cast their vote again. Only those Members, who will be present at the AGM through VC / OAVM facility and who would not have cast their vote by remote e-Voting prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system at the AGM.
- III. The remote e-Voting period commences on Monday, September 26, 2022 at 09.00AM and ends on Wednesday, September 28, 2022 at 05.00 PM. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e Thursday, September 22, 2022, may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.
- IV. The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

#### Step 1: Access to NSDL e-Voting system





##### A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of Members	Login Method
Individual Members holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol>



	<p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder / Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password / OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>4. Shareholders / Members can also download NSDL Mobile App "<b>NSDL Speede</b>" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  App Store         </div> <div style="text-align: center;">  Google Play         </div> </div> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual Members holding securities in demat mode with CDSL	<p>1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</p> <p>2. After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</p> <p>3. If the user is not registered for Easi / Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile and Email as recorded in the demat account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</p>
Individual Members (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Members holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Members holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43



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### B) Login Method for e-Voting and joining virtual meeting for Members other than Individual Members holding securities in demat mode and Members holding securities in physical mode.

#### How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual Members are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote..
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the

.pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- ii. If your email ID is not registered, please follow steps mentioned below in **process for those Members whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
    - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - b) "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL
  7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
  8. Now, you will have to click on "Login" button.
  9. After you click on the "Login" button, Home page of e-Voting will open.

#### Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

##### How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### General Guidelines for Members

1. Institutional Members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF /JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [nishantbajajcsr@gmail.com](mailto:nishantbajajcsr@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional Members (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **"Forgot User Details/Password?"** or **"Physical User Reset Password?"** option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Anubhav Saxena at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

### Process for those Members whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of Member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in).  
  
If you are an Individual Members holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual Members holding securities in demat mode.
3. Alternatively, Members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

### INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members, who will be present in the AGM through VC / OAVM facility and have not casted their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-voting.

### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:-

1. Member will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC / OAVM link" placed under **"Join meeting"** menu against company name. You are requested to click on VC / OAVM link placed under Join General Meeting menu. The link for VC / OAVM will be available in Shareholder / Member login where the EVEN of Company will be displayed. Please note that Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members who would like to express their views or ask questions with respect to the agenda items of the meeting will be required to register themselves as speaker by sending e-mail to [cossec@rajshreepolypack.com](mailto:cossec@rajshreepolypack.com) from their registered e-mail address, mentioning their name, DP ID & Client ID / folio number and mobile number.

Only those Members who have registered themselves as speaker by 5.00 p.m. on Friday, September 23, 2022 will be able to speak at the meeting. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time, for smooth conduct of the AGM.

Further, Members who would like to have their questions/ queries responded to during the AGM are requested to send such questions / queries in advance within the aforesaid time period.

- V. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date of Thursday, September 22, 2022.
- VI. Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [ashok.sherugar@linkintime.co.in](mailto:ashok.sherugar@linkintime.co.in).

## RAJSHREE POLYPACK LIMITED

- VII. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting as well as e-Voting at the AGM.
- VIII. Mr. Nishant Bajaj of M/s. Nishant Bajaj & Associates (ACS 28341; COP 21538), Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the entire e-Voting process in a fair and transparent manner.
- IX. The Scrutinizer will submit his report to the Chairman of the Company or to any other person authorized by the Chairman after completion of the scrutiny of e-Voting (votes cast during the AGM and votes cast through remote e-Voting). The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges and NSDL. The said report will also be displayed on the Company's website at [www.rajshreepolypack.com](http://www.rajshreepolypack.com), within 2(two) working days of conclusion of the AGM
- X. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, shall be available for electronic inspection by Members during the AGM. All documents referred to in the Notice shall also be available for electronic inspection. Members seeking to inspect such documents can send an email to [cosec@rajshreepolypack.com](mailto:cosec@rajshreepolypack.com).
- XI. Members at the 8<sup>th</sup> AGM of the Company, held on Friday, September 27, 2019 had approved the appointment of M/s. MSKA & Associates, Chartered Accountants (Firm Registration No. 105047W), as statutory auditors of the Company, to hold office for a period of 5(five) years, subject to ratification of shareholders, from the conclusion of the 8<sup>th</sup> AGM till the conclusion of the 13<sup>th</sup> AGM. The Ministry of Corporate Affairs vide its Notification dated May 7, 2018 has dispensed with the requirement of ratification of Auditors.

### 13. Dividend

- Pursuant to Regulation 42 of the SEBI Listing Regulations and the relevant provisions of the Act, the record date fixed for the purpose of Dividend entitlement is Thursday, September 22, 2022.
- The Dividend for the financial year ended March 31, 2022 as recommended by the Board, if approved at the AGM, will be paid on or before Friday, October 28, 2022, to those Members whose name appear in the Register of Members of the Company as on the record date, subject to deduction of tax at source where applicable.
- The Company provides the facility to the Members for remittance of dividend directly in electronic mode. In view of the outbreak of COVID-19 pandemic and resultant difficulties involved in dispatching of physical dividend warrants, Members desirous of availing the facility of Electronic Credit of dividend are requested to fill up NECS form attached to this Notice and return the same duly filled and signed alongwith a photocopy of a leaf of their cheque book bearing bank account number, on or before Friday, September 16, 2022. The said details in respect of the shares held in electronic form should be sent to their respective **Depository Participant** (with a copy to the Company / RTA) for appropriate action before close of work on Friday, September 16, 2022. For shares held in physical form, the said details should be sent to the Company / RTA for appropriate action.
- In line with the said circulars issued by the MCA and SEBI, in case the Company is unable to pay the dividend to any Member by electronic mode, due to non-availability of their latest bank account details, the Company shall upon normalization of the postal services, dispatch the dividend warrant / cheque to such Members by post.
- Members holding shares in dematerialized form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend.
- Members may note that pursuant to the changes introduced by the Finance Act, 2020, the Company would be required to withhold taxes at the prescribed rates on the dividend paid to its Members. The withholding tax rate would vary depending on the residential status of the Member and the documents submitted by them and accepted by the Company. Accordingly, the above referred final dividend will be paid to the Members after deducting the tax at source as follows:

### Resident Member:

It may be noted that tax would not be deducted on payment of Dividend to Resident Individual Members, if total dividend to be paid in a financial year does not exceed ₹ 5,000. Where the dividend payable exceeds ₹ 5,000 in the financial year 2022-23, please refer to the table below for the details:

Particulars	Applicable Rate	Documents required (if any)
With PAN	10%	<p>Update / Verify the PAN, and the residential status as per Income Tax Act, 1961 if not already done, with the depositories (in case of shares held in demat mode) and with the Company's RTA - Link Intime India Private Limited (in case of shares held in physical mode) by writing an email at <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a></p> <p>If Member is classified as "specified person" as per the provision of section 206AB, tax will be deducted at the rate higher of the following: Twice the rate specified in the relevant provision of the Income-tax Act, 1961; or i. Twice the rate or rates in force; or ii. The rate of 5%.</p> <p><i>Specified person means a person who has not filed the returns of income for both of the two assessment years relevant to the two previous years immediately prior to the previous year in which tax is required to be deducted, for which the time limit of filing return of income under sub-section (1) of section 139 has expired; and the aggregate of tax deducted at source and tax collected at source in his case is rupees fifty thousand or more in each of these two previous years.</i></p> <p>For the purpose of identifying whether a Member is categorized as "Specified Person" as per the provision of section 206AB, the tax department has started functionality check on the tax portal. The Company will be relying on the information verified by the utility available on the Income Tax website.</p>
Without PAN / Invalid PAN	20%	-
Submitting Form 15G / Form 15H	NIL	<p>Declaration in Form No. 15G (applicable to any person other than a company or a firm) / Form 15H (applicable to an Individual who is 60 years and older), fulfilling certain conditions.</p> <p>The aforementioned forms for tax exemption can be downloaded from Link Intime's website. The url for the same is as under: <a href="https://web.linkintime.co.in/formsreg/submission-of-form-15g-15h.html">https://web.linkintime.co.in/formsreg/submission-of-form-15g-15h.html</a> On this page select the General tab. All the forms are available under head "Form 15G/15H/10F".</p>
Submitting Order under Section 197 of the Income Tax Act, 1961	Rate provided in the Order	Lower / NIL withholding tax certificate obtained from tax authority.
An Insurance Company as specified under Section 194 of the Income Tax Act, 1961	NIL	Self-declaration that it has full beneficial interest with respect to the shares owned by it along with Self attested PAN.
a) Mutual Fund specified under clause (23D) of Section 10 of the Income Tax Act, 1961 b) Alternative Investment Fund (AIF) established in India	NIL	<p>Self-declaration that they are specified in Section 10 (23D) of the Income Tax Act, 1961 along with self-attested copy of PAN and registration certificate.</p> <p>Self-declaration that their income is exempt under Section 10 (23FBA) of the Income Tax Act, 1961 and they are established as Category I or Category II AIF under the SEBI Regulations, alongwith self-attested copy of PAN and registration certificate.</p>

## RAJSHREE POLYPACK LIMITED

### Non-Resident Member:

Particulars	Applicable Rate	Documents required (if any)
Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)	20% (plus applicable surcharge and cess)	<ul style="list-style-type: none"> <li>- Update / Verify the PAN and legal entity status as per the Income Tax Act, 1961, if not already done, with the depositories or with the Company's RTA, as the case may be.</li> <li>- Provide declaration whether the investment in shares has been made under the general FDI route or under the FPI route.</li> <li>- Self-attested copy of SEBI Registration certificate.</li> </ul>
Other Non-resident Members	20% (plus applicable surcharge and cess) OR Tax Treaty Rate** (whichever is lower)	<p>Update / Verify the PAN and the residential status as per Income Tax Act, 1961, if not already done, with the depositories (in case of shares held in demat mode) and with the Company's RTA - Link Intime India Private Limited (in case of shares held in physical mode) by writing an email at <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a></p> <p>In order to apply the Tax Treaty rate, all the following documents would be required:</p> <ol style="list-style-type: none"> <li>1) Copy of Indian Tax Identification number (PAN), if available.</li> <li>2) Valid Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the Member is a resident.</li> <li>3) Form 10F duly filled and signed.</li> <li>4) Self-declaration from Non-resident, primarily covering the following: <ul style="list-style-type: none"> <li>- Non-resident is eligible to claim the benefit of respective tax treaty;</li> <li>- Non-resident receiving the dividend income is the beneficial owner of such income; and</li> <li>- Dividend income is not attributable / effectively connected to any Permanent Establishment (PE) or Fixed Base in India.</li> </ul> </li> </ol>
Submitting Order u/s 197 of the Income Tax Act, 1961 (i.e. lower or NIL withholding tax certificate)	Rate provided in the Order	Lower / NIL withholding tax certificate obtained from tax authority.

\*\* The Company is not obligated to apply the beneficial Tax Treaty rates at the time of tax deduction / withholding on dividend amounts. Application of beneficial Tax Treaty rate shall depend upon the completeness of the documents submitted by the Non - Resident Member and review to the satisfaction of the Company.

Kindly note that the aforementioned documents / declarations are required to be submitted to our RTA, Link Intime India Private Limited at its dedicated link mentioned below - <https://linkintime.co.in/formsreg/submission-of-form-15g-15h.html> on or before Saturday, September 24, 2022, 5.00 p.m. Indian Standard Time (IST) in order to enable the Company to determine and deduct appropriate TDS / withholding tax rate. No communication on the tax determination / deduction shall be entertained post Saturday, September 24, 2022, 5:00 p.m. (IST). It may be further noted that in case the tax on said dividend is deducted at a higher rate in absence of receipt of the aforementioned details / documents from you, there would still be an option available with you to file the return of income and claim an appropriate refund, if eligible. All communications / queries in this respect should be addressed and sent to our RTA at its email address [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in). Please note no tax exemption forms sent on this mail id will be entertained and this mail is specifically for dividend tax related queries.

If the tax on said dividend is deducted at a higher rate in absence of receipt of or satisfactory completeness of the aforementioned details / documents on or before Saturday, September 24, 2022, the Member may claim an appropriate refund in the return of income filed with their respective tax authorities.

No claim shall lie against the Company for such taxes deducted.

- Pursuant to provisions of Section 124(5) of the Act, dividends which remain unclaimed / un-encashed for a period of 7 (seven) years is required to be transferred to the Investor Education and Protection Fund of the Central Government established under sub-section (1) of Section 125 of the Act. Therefore, Members who have not encashed their dividend for the financial year 2018-19 to 2020-21 should lodge their request for the same with the RTA or the Company. The IEPF Rules mandate the companies to transfer the shares of Members whose dividends remain unpaid / unclaimed for a period of 7 (seven) consecutive years to the demat account of IEPF Authority.



## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT")

As required by Section 102 of the Act, the following explanatory statement sets out all material facts relating to the businesses mentioned under Item Nos. 4 to 6 of the accompanying Notice.

### Item No. 4

#### Ratification of Remuneration of Cost Auditors

The Board of Directors ("Board"), on the recommendation of the Audit Committee, has approved the appointment of **M/s. V.J. Talati & Co. Cost Accountants**, Mumbai (Firm Registration No. R00213), as the Cost Auditors of the Company, to conduct audit of the cost records of the Company for the financial year ending March 31, 2023 for a remuneration of ₹ 60,000/- (Rupees Sixty Thousand Only) plus applicable taxes, out-of pocket expenses, travelling and other expenses incurred by them for the purpose of audit for the financial year 2022-23. A Certificate issued by the above firm regarding their eligibility for appointment as Cost Auditors will be available for inspection by the members as stated in point 12 of the Notice given above.

The appointment of **M/s. V.J. Talati & Co.** as Cost Auditors shall also extend to all such applicable unit/s as may be owned by the Company during the said financial year; and shall be on such remuneration as may be mutually agreed upon, subject to the recommendation of the Audit Committee and approval of the Board and endorsed / ratified by the resolution of the Members in this behalf.

In accordance with the provisions of Section 148(3) of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the members of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at **Item No. 4** of the Notice.

The Board recommends passing of the Ordinary Resolution as set out in Item No. 4 of the Notice relating to the remuneration payable to **M/s. V.J. Talati & Co., Cost Accountants**, for approval by the Members.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned or interested in the resolution set out at **Item No. 4** of the Notice.

### Item No. 5

#### Re-appointment of Mr. Rajesh Satyanarayan Murarka, as Non- Executive Independent Director of the Company for a second term of 5 (five) years

Mr. Rajesh Satyanarayan Murarka, was appointed as a Non-Executive, Independent Director at an Extra Ordinary General Meeting of the Company held on December 18, 2017, for a period of 5 (five) years with effect from November 20, 2017 till November 19, 2022. Further, he is eligible for reappointment for a second term of 5 (five) years i.e., from November 20, 2022 till November 19, 2027.

Based on the recommendation of the Nomination and Remuneration Committee ("NRC"), he has been reappointed as an Non Executive Independent Director by the Board in its meeting dated August 13, 2022 for a second term of 5 (five) years i.e. November 20, 2022 till November 19, 2027, subject to the approval of the Members at the ensuing Annual General Meeting ("AGM").

In terms of Section 149(10) read with Section 152 of the Act, an Independent Director shall hold office for a term of up to 5 (five) consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing of a Special Resolution by the Company and disclosure of such appointment in the Board's report. In compliance thereof, the approval of the Members for re-appointment of the said Independent Director through Special Resolution is being sought at this AGM prior to expiry of his first term.

The profile and specific areas of expertise of Mr. Rajesh Satyanarayan Murarka is provided as "**Annexure-A**" to this Notice.

Mr. Rajesh Satyanarayan Murarka is not restrained from acting as a Director under any order passed by SEBI or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act. He has also given his consent for such reappointment.

In the opinion of the NRC and the Board, Mr. Rajesh Satyanarayan Murarka is a person of integrity, possesses the relevant expertise, proficiency and experience, and fulfills the conditions specified in the Act and the SEBI Listing Regulations to continue as an Independent Director of the Company and he is Independent of the management. In terms of Regulation 25(8) of SEBI Listing Regulations, Mr. Rajesh Satyanarayan Murarka has confirmed that he is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

The Company has received all statutory disclosures / declarations from Mr. Rajesh Satyanarayan Murarka, including (i) consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("**the Appointment Rules**"), (ii) intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act, and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act. The Company has also received a notice under Section 160 of the Act from a member, intending to nominate Mr. Rajesh Satyanarayan Murarka to the office of Independent Director.

In the opinion of the Board and based on its evaluation, Mr. Rajesh Satyanarayan Murarka fulfils the conditions specified in the Act and Rules made thereunder and SEBI Listing Regulations for his reappointment as an independent director of the Company and he is independent of the Management of the Company.

A copy of the draft letter for the reappointment of Mr. Rajesh Satyanarayan Murarka setting out the terms and conditions is available for electronic inspection without any fee by the members.

The resolution seeks the approval of members for the reappointment of Mr. Rajesh Satyanarayan Murarka as an Independent Director for a second term of 5 (five) years effective from November 20, 2022, up to November 19, 2027, pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and his office shall not be liable to retire by rotation.

Disclosures, as required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard -2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed as "**Annexure-A**" to this Notice.

The Board recommends the Special Resolution set out at **Item No. 5** for approval of the members.

Except for Mr. Rajesh Satyanarayan Murarka and his relatives, no other Directors, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at **Item No. 5** of the Notice.

### Item No. 6

#### Grant approval for payment of professional fees to be paid to Mr. Praveen Bhatia, Independent Director for providing professional services for financial year 2022-23

As per Regulation 17(6)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing**



## RAJSHREE POLYPACK LIMITED

**Regulations")** all fees / compensation payable (except sitting fees for attending meetings of the Board of any Committees thereof) to Non-Executive Directors, including Independent Directors requires approval of the members in general meetings.

Mr. Praveen Bhatia has rich experience of 30(thirty) years in the packaging industry. He is a Techno Commercial expert with a unique combination of skill sets. Being a qualified Chartered Accountant and having good insight of the packaging industry, he has helped many entrepreneurs in setting up projects in the packaging segment.

Given his experience, and based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors at its meeting held on July 5, 2022, approved payment of professional fees to Mr. Praveen Bhatia, Independent Director for providing professional services for financial year 2022-23, subject to the approval of the Members.

Accordingly, the Board recommends the Special Resolution set out at **Item No. 6** for approval of the members.

Except for Mr. Praveen Bhatia and his relatives, none of the Directors or Key Managerial Personnel or their relatives are in any

way concerned or interested in the resolution set out at **Item No. 6** of the Notice.

**By Order of the Board of Directors  
For Rajshree Polypack Limited**

**Date: August 13, 2022  
Place: Thane**

**Sd/-  
(Mitali Rajendra Shah)  
Company Secretary & Compliance  
Officer**

**Regd. Office:**  
**Rajshree Polypack Limited**  
Lodha Supremus, Unit No. 503-504,  
5<sup>th</sup> Floor, Road No. 22, Kishan Nagar,  
Near New Passport Office, Wagle Estate,  
Thane (West) 400 604.  
Tel No. : +91-22 25818200,  
Fax : +91-22 25818250  
CIN : L25209MH2011PLC223089  
Website : [www.rajshreepolypack.com](http://www.rajshreepolypack.com)  
E-mail id : [info@formpack.co.in](mailto:info@formpack.co.in)

### "ANNEXURE-A "

**Details of Directors pursuant to regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are given below:**

<b>Name of Director</b>	Mr. Rajesh Satyanarayan Murarka	Mr. Naresh Radheshyam Thard
<b>DIN</b>	01501322	03581790
<b>Designation</b>	Non-Executive Independent Director	Joint Managing Director
<b>Age</b>	49 years	46 years
<b>Date of first appointment on the Board</b>	November 20, 2017	October 15, 2011
<b>Qualification</b>	B.com and CA	First year B. Com.
<b>Brief profile and Nature of Expertise in specific functional areas</b>	He has an experience in debt syndication, debt structuring/ re-structuring and debt advisory services of more than 20 (twenty) years.	He is co-founder of the Company along with Mr. Ramswaroop Radheshyam Thard. He is a specialist in Plastic Processing and Packaging and has over 20 (twenty) years of experience. He drives the growth of the Company along with the Chairman & Managing Director.
<b>Directorships held in other listed companies (excluding foreign companies)</b>	NA	NA
<b>Listed entities from which the person has resigned in the past three (3) years</b>	NA	NA
<b>Memberships / Chairmanships of Committees of other Indian public Companies</b>	NA	NA
<b>Number of Shares held as on March 31, 2022</b>	500 shares	17,35,788 shares
<b>Inter-se relationships between Directors</b>	He is not related to any other Director	He is the Brother of Mr. Ramswaroop Radheshyam Thard
<b>Relationship with Key Managerial Personnel of the Company</b>	NA	NA
<b>No. of Board Meetings attended during the financial year 2021 - 22</b>	4/4	4/4
<b>Details of remuneration last drawn from the Company</b>	₹ 0.60 Lakhs (Sitting fees)	₹ 62.10 Lakhs per annum
<b>Terms and Conditions of appointment / re-appointment</b>	Non-Executive, Independent Director not liable to retire by rotation.	Joint Managing Director, liable to retire by rotation
<b>Skills and Capabilities and the manner in which the Independent Director meets the requirements</b>	As per the resolution at Item no. 5 of this Notice, read with the explanatory statement thereto.	NA



(CIN: L25209MH2011PLC223089)

**Tel:** +91-22 2581 8200. **Fax:** +91-22 2581 8250

**Email:** cosec@rajshreepolypack.com; **Website:** www.rajshreepolypack.com

## RAJSHREE POLYPACK LIMITED

### DIRECTORS' REPORT

Dear Members,

The Board of Directors ("**Board**") are pleased to present the Company's Eleventh (11<sup>th</sup>) Annual Report on business and operations, together with the Audited Financial Statements along with the Report of the Auditors for the year ended March 31, 2022.

### 1. FINANCIAL RESULTS

The equity shares of the Company are listed and admitted to dealings on the National Stock Exchange (Capital Market Segment) pursuant to migration from the SME EMERGE Platform w.e.f. November 26, 2021. Therefore, the financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("**Ind AS**") notified under Section 133 of the Companies Act, 2013 ("**Act**") read with the Companies (Accounts) Rules, 2014.

The financial highlights of your Company for the year ended March 31, 2022 are summarized as follows:

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March, 31, 2021
Total Income	19,965.36	13,017.94
EBITDA	2,698.98	2,088.86
Less: Depreciation	1,103.85	771.09
EBIT	1,595.13	1,317.77
Less: Finance Cost	310.10	113.29
Profit before exceptional items and tax	1,285.03	1,204.48
Less: Exceptional items	-	-
Profit Before Tax	1,285.03	1,204.48
Less: Tax	327.89	324.51
<b>Profit after Tax</b>	<b>957.14</b>	<b>879.97</b>

### 2. DIVIDEND

Your Directors at its meeting held on August 13, 2022 are pleased to recommend a dividend of ₹ 0.50/- per equity share amounting to ₹ 56.17 Lakhs (Rupees Fifty Six Lakhs Seventeen Thousand only) (subject to deduction of TDS as per Section 194 of the Income Tax Act, 1961) for the financial year ended March 31, 2022, subject to the approval of the members at the forthcoming 11<sup>th</sup> Annual General Meeting (**AGM**) of the Company. The dividend is payable to those shareholders whose names appear in the Register of Members as on Thursday, September 22, 2022.

### 3. AMOUNT PROPOSED TO BE CARRIED TO ANY RESERVES

The Company has not transferred any amount to its Reserves for the financial year ended March 31, 2022.

### 4. FINANCIAL PERFORMANCE AND STATE OF COMPANY'S AFFAIRS

The financial year 2021-22 was yet another challenging year due to geopolitics tension which led to unprecedented volatility in input material prices, input material shortage, inflationary environment. The Company has expanded its factory Unit-II which resulted in increased production capacity utilization. Due to increase in material prices, the Company also had to elevate its product prices. Despite these challenges the Company delivered strong revenue growth. Your Company took timely and proactive measures to ensure the safety of its employees, operations and uninterrupted services to its customers.

Our financial performance for the year 2021-22 is as follows:

- Revenue from operation has increased to ₹ 19,855.64 Lakhs in financial year 2021-22 as compared to ₹ 12,707.22 Lakhs in financial year 2020-21.
- Profit before tax has increased to ₹ 1,285.03 Lakhs in financial year 2021-22 as compared to ₹ 1,204.48 Lakhs in financial year 2020-21.
- Profit after tax has increased to ₹ 957.14 Lakhs in financial year 2021-22 as compared to ₹ 879.97 Lakhs in financial year 2020-21.
- Earnings per share has increased to ₹ 8.50 in financial year 2021-22 as compared to ₹ 7.90 in financial year 2020-21.

The Company is engaged in the business of:

- Manufacturing of plastic rigid sheets, semi rigid sheets and customized thermoformed packaging products tailored to the customers requirement.
- Rigid plastic packaging products (along with lids) in various shapes and sizes.
- Diversified range of products that cater to the dairy, beverages, food, FMCG, QSR, retail, pharmaceuticals and the electronics sector.
- Produce rigid plastic sheets of PP / APET / GPET and HIPS, which are sold for 'form-fill-seal' (FFS) application for box making and for vacuum forming applications.
- Barrier Packaging Products for enhanced shelf life of food.

### 5. COVID - 19

The operations of the Company at all its Units, Registered and Corporate office resumed after the restrictions were relaxed by the administrative authorities and were ramped up gradually. At present the Company is operating at 100% capacity.

All manufacturing facilities and offices are sanitized on a regular basis so as to ensure a safe working environment. All safety protocols like temperature sensing, wearing of safety gears, social distancing, sanitizing and washing of hands are being adhered to.

## 6. FINANCE

**6.1** Your Company continues to focus on judicious management of its working capital. Receivables, inventories and other working capital parameters were kept under strict check through a process of continuous monitoring.

### 6.2 Rating

The Company's Bank facilities are rated by CRISIL Ratings Limited ("**CRISIL**"). There is no change in the ratings of the Company. CRISIL has reaffirmed its ratings on the bank facilities of the Company as under:

Sr. No.	Name of the Instrument	Ratings reaffirmed
a	Short term bank facilities	CRISIL A2
b	Long term bank facilities	CRISIL BBB+/ Stable

### 6.3 Deposits

In terms of sections 73 and 74 of the Act read with relevant Rules, your Company has not accepted any fixed deposits during the year under review.

### 6.4 Particulars of Loans, Guarantees and Investments

Details of Loans, Guarantees and Investments made by your Company and covered under the provisions of Section 186 of the Act are appended as notes to the financial statements.

## 7. MODERNIZATION AND OTHER CAPITAL PROJECTS

During the financial year 2021-22, your Company continued with various modernization and de-bottlenecking activities.

Your Company has consolidated and modernized the Unit-I and III at one location in Umbergaon, Gujarat. The Company has discarded few of the machineries and have installed the latest machineries.

Your Company is in the process of launching different types of food packaging containers using '*Injection molding process*'. For the purpose, the Company has entered into exclusive Toll Manufacturing Agreement with a third party manufacturer who shall be manufacturing the said products as per the Company's requirements. The said manufacturer is in final stages of setting up the plant with installed capacity of 1000 (One thousand) metric ton per annum and the commercial production is expected to commence from September 1, 2022.

Your Company has further entered into a Joint Venture agreement with Gandhi Family to form Olive Ecopak Private Limited for the purpose of manufacturing and sales of all kinds of packaging and allied products made out of paper, bagasse, Polylactic acid (PLA), Extrusion Coated & Aqueous based Coating, Decorations, printing on paper sheets and allied products for food packaging, commercial, industrial, Government or public use.

## 8. SUBSIDIARIES

As on March 31, 2022, the Company had no subsidiary, Joint Venture and Associate companies. Further, no company ceased to be the Company's subsidiary, joint venture or associate company during the period under review.

On April 19, 2022, the Board in its meeting approved the acquisition ("**Transaction**") of 50.10% of the total equity shareholding by the Company of Olive Ecopak Private Limited ("**Joint Venture Company**").

Necessary approvals in relation to the Transaction were obtained from the shareholders by way of postal ballot on August 4, 2022.

## 9. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The detailed review of the operations, state of affairs, performance and outlook of the Company and its business as stipulated under Regulation 34 of the SEBI Listing Regulations, is presented in a separate section forming part of Annual Report under the head '*Management Discussion and Analysis*'.

## 10. DIRECTORS AND KEY MANAGERIAL PERSONNEL

### 10.1 Retirement by rotation

At the 11<sup>th</sup> Annual General Meeting ("**AGM**") of the Company and in accordance with the applicable provisions of Section 152 of the Act and the Articles of Association of the Company, Mr. Naresh Radheshyam Thard (DIN: 03581790), is liable to retire by rotation and being eligible, offers himself for re-appointment.

Necessary resolution for his re-appointment is included as **Item No. 3** in the Notice of the 11<sup>th</sup> AGM of the Company, for seeking approval of the members of the Company.

A brief resume of the Director proposed to be re-appointed is given as an Annexure-A in the Notice convening the 11<sup>th</sup> AGM.

### 10.2 Appointment and Resignation of Directors

Mr. Praveen Bhatia (DIN: 00147498) resigned as Nominee Director (on behalf of Wifag Polytype Holding AG- "**Wifag**") from the Board of our Company w.e.f April 27, 2021, as Wifag withdrew his nomination. Subsequently, he was appointed as Non-Executive Independent Director of our Company at the 10<sup>th</sup> AGM, w.e.f. June 24, 2021.

Mrs. Sangeeta Sarin (DIN: 08659655) resigned w.e.f April 18, 2022 due to her pre-occupation.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors appointed Ms. Yashvi Shah (DIN: 08002543) as Additional Director (Independent) w.e.f May 30, 2022 for a term of 5(five) years, not liable to retire by rotation. Her appointment as Independent Director of the Company was confirmed vide resolution passed by way of postal ballot dated August 4, 2022.

## RAJSHREE POLYPACK LIMITED

Mr. Anand Sajjankumar Rungta (DIN: 02191149) was appointed as Whole time Director of the Company for a period of 3(three) years at the 10<sup>th</sup> AGM, w.e.f. June 24, 2021.

### 10.3 Independent Directors (A statement on declaration given by independent directors under sub-section (6) of section 149 of the Act)

In accordance with the provisions of Section 149(7) of the Act, Mr. Rajesh Satyanarayan Murarka, Mr. Praveen Bhatia, Mrs. Sangeeta Sarin and Mr. Pradeep Kumar Gupta, Independent Directors of the Company as on March 31, 2022 have given their declarations to the Board that they meet the criteria of independence as laid down under Section 149(6) of the Act, Regulation 16(1) (b) and Regulation 25 of the SEBI Listing Regulations and are qualified to be Independent Directors pursuant to Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014. The Independent Directors are in compliance with the Code of Conduct prescribed under Schedule IV of the Act.

Further, the Independent Directors have confirmed that they have included their names in the Independent Director's databank maintained by the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of Companies (Appointment and Qualifications of Directors) Rules, 2014.

The Board is of the opinion that the Independent Directors of the Company are persons of integrity, having relevant expertise, experience (including proficiency).

During the year 2021-22 a separate meeting of Independent Director was held on March 31, 2022 without the presence of Executive Directors or management representatives and the following matters were discussed:

- Review the performance of Non-Independent Directors of the Company, except Chairman;
- Review the performance of the Board as a whole;
- Review the performance of the Chairman of the Company.

### 10.4 Key Managerial Personnel (KMPs)

In terms of Section 203 of the Act, the KMPs of the Company during the financial year 2021-22 are as follows:

Sr. No	Name of the KMP'S	Designation
1	Mr. Ramswaroop Radheshyam Thard	Promoter, Chairman & Managing Director
2	Mr. Naresh Radheshyam Thard	Promoter, Joint Managing Director
3	Mr. Sunil Sawarmal Sharma	Chief Financial Officer
4	Ms. Mitali Rajendra Shah	Company Secretary & Compliance Officer

### 10.5 Board Effectiveness

#### 10.5.1 Independent Directors' Familiarization Policy

Pursuant to Regulation 25(7) of the SEBI Listing Regulations, the Board has framed a policy to familiarize the Independent Directors about the Company titled

'Familiarization Programme for Independent Directors' ("**Familiarization Policy**"). The Familiarization Policy is available on the website of the Company at the weblink: <https://rajshreepolypack.com/wp-content/uploads/2021/09/Familiarization-Programme-for-Independent-Directors.pdf>

The Familiarization Policy of the Company seeks to familiarize the Independent Directors with the working of the Company, their roles, rights and responsibilities with respect to the Company, the industry in which the Company operates, business model, etc.

### 10.5.2 Board Evaluation

Pursuant to the provisions of the Act and the SEBI Listing Regulations, the Board has carried out an evaluation of (i) its own performance, (ii) each director's performance individually, and (iii) the performance of its Committees. The manner of evaluation has been explained in the Corporate Governance Report forming part of this Annual Report.

### 10.5.3 Criteria for selection of Directors, KMPs and Senior leadership positions and their remuneration

On the recommendation of the Nomination and Remuneration Committee, the Board of the Company has adopted a policy for selection and appointment of Directors, Key Managerial Personnel and Senior Management and their remuneration. The policy is available on the Company's website at the weblink: <https://www.rajshreepolypack.com/wp-content/uploads/2018/04/Nomination-and-Remuneration-Policy.pdf>

The policy contains, *inter-alia*, principles governing Directors', KMPs, Senior Management Personnel appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of Directors, etc.

## 11. MEETINGS OF THE BOARD

During the financial year 2021-22, 4(four) Board meetings were convened.

The details of Board and Committee meetings held during the year under review, are given in the Corporate Governance Report, forming part of this Annual Report. The gap between these meetings was within the prescribed period under the Act and the SEBI Listing Regulations.

## 12. AUDIT COMMITTEE

During the financial year 2021-22, 4(four) Audit Committee meetings were convened. The composition of the Audit Committee is given in the Corporate Governance Report, forming part of this Annual Report. The Board has accepted all recommendations of the Audit Committee during the year under review.



### 13. PARTICULARS OF CONTRACTS WITH RELATED PARTIES / RELATED PARTY TRANSACTIONS

In accordance with the relevant provisions of the Act and rules framed thereunder and Regulation 23 of the SEBI Listing Regulations, the Company has in place a Related Party Transaction ("RPT") Policy. All related party transactions ("RPT") entered into during the financial year 2021-22 were in accordance with the Company's RPT Policy and on an arms' length basis and in the ordinary course of business. All RPTs are placed before the Audit Committee and the Board for approvals.

The Information on transactions entered with the related parties pursuant to Section 134(3)(h) of the Act and Rules made thereunder disclosure of particulars of material transactions with related parties entered into by the Company with related parties in the prescribed in Form AOC-2 for the financial year 2021-22 is enclosed to this report as "Annexure I".

Your Company did not enter into any material RPTs during the year under review. During the year under review, the Board reviewed the RPT Policy and made relevant changes to bring it in line with the amendments under the SEBI Listing Regulations.

The RPT Policy as approved by the Board is uploaded on the Company's website and is available at the weblink: <https://rajshreepolypack.com/wp-content/uploads/2022/05/RPT-Policy-14.02.2022.pdf>

### 14. INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

The Act introduced regulations with focus on control and compliance requirements, in light of which, the Company has laid down internal financial controls across various processes prevalent in the organization. These controls have been established at the entity as well as process level and are designed to ensure compliance to internal control requirements, regulatory compliance and enable appropriate recording of financial and operational information. The Company has reviewed the effectiveness of its internal financial controls by adopting a systematic approach to assess the design and its operating effectiveness.

During the financial year 2021-22, such controls were tested and no reportable material weakness in the design or operation was observed. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements.

### 15. AUDITOR

#### 15.1 Statutory Auditor-

Pursuant to the provisions of Section 139 of the Act, M/s. MSKA & Associates, Chartered Accountants (ICAI Firm Registration No. 105047W) are the Statutory Auditors of the Company, as per their appointment at the 8<sup>th</sup> AGM of the Company held on September 27, 2019, for a period of 5(five) years.

The requirement of seeking ratification of members for continuing the appointment of Statutory Auditors at every

AGM was withdrawn by the Companies (Amendment) Act, 2017 w.e.f. May 7, 2018.

M/s. MSKA & Associates, Chartered Accountants have confirmed that they are eligible and are in compliance with the provisions specified under Section 141(3)(g) of the Act and they are not disqualified to act as Statutory Auditors in terms of the provisions of Sections 139 and 141 of the Act and the Companies (Audit and Auditors) Rules, 2014.

The Report of the Statutory Auditor forming part of the Annual Report, does not contain any qualification, reservation, adverse remark or disclaimer. The observations made in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

#### 15.2 Secretarial Auditor-

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board had appointed M/s. Nishant Bajaj & Associates, a firm of Company Secretaries in Practice, to undertake the Secretarial Audit of the Company for the financial year ended March 31, 2022. The Secretarial Audit Report for the financial year ended March 31, 2022 is enclosed to this report as "Annexure II". The Secretarial Audit Report is self-explanatory and thus does not require any further comments.

The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer. The Company is in compliance with the Secretarial Standards issued by the Institute of Company Secretaries of India.

In addition to the above and pursuant to SEBI circular dated February 8, 2019, a report on Secretarial Compliance for the financial year 2021-22 has been submitted to the National Stock Exchange of India Limited.

#### 15.3 Cost Auditor-

Pursuant to the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records maintained by the Company are required to be audited. The Board on the recommendation of the Audit Committee, has appointed M/s. V.J. Talati, Cost Accountants bearing Firm Registration Number: R00213 to audit the cost records relating to the Company's units for the financial year ending on March 31, 2023, at a remuneration as specified in the Notice convening the 11<sup>th</sup> AGM (refer **Item No. 4**).

As required under the Act, the remuneration payable to the Cost Auditor is required to be placed before the members in a general meeting for their ratification.

Accordingly, a resolution seeking members' ratification for the remuneration payable to M/s. V.J. Talati, Cost Accountants is included at **Item No. 4** of the Notice convening the 11<sup>th</sup> AGM.

#### 15.4 Internal Auditor-

The Board, upon the recommendation of the Audit Committee, has appointed M/s. CAS & Co., Chartered Accountants bearing Firm Registration Number: 111075W,



## RAJSHREE POLYPACK LIMITED

as the Internal Auditors of the Company for the financial year ended 2022-23. M/s. CAS & Co., Chartered Accountants have confirmed their eligibility and have granted their consent to act as Internal Auditors of the Company for the financial year 2022 - 23.

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

The details regarding 'energy conservation, technology absorption and foreign exchange earnings and outgo' as required under Section 134(3)(m) of the Act read with rule 8(3) of the Companies (Accounts) Rules, 2014 are mentioned below:

#### a. Conservation of Energy-

Your Company has a well-organised, structured and centrally controlled energy management system for machines, utilities and infrastructure. The Company focuses on continuously improving overall energy efficiency by focusing on reducing consumption, re-optimising energy usage and using renewable energy sources.

Your Company has saved 282 ton of Carbon dioxide emission through use of solar power.

The Company has further modernized and consolidated its factory Unit-I and III. Your Company has replaced certain old equipment with new energy efficient machines at the recently consolidated factory Unit-I located in Umbergaon, Gujarat ("**Unit-I (New)**") which helped the Company in conserving energy.

Your Company has used LED lights at its consolidated factory Unit-I (New) for saving energy. Variable Frequency drive ("**VFD**") on the Air Handling Unit ("**AHU**") and pumps also contributed in energy saving.

#### b. Technology Absorption-

Your Company continued its Research & Development efforts in technologies, designs & development and products to augment its growth. The focus is on developing new combinations of materials for enhancing the functional performance of the packaging material and aesthetics. Company work very closely with the Product – Packaging Development teams of our customers, contributing to their efforts in creating the desired packaging solutions.

- Your Company has successfully developed high barrier tube laminate without foil which is sustainable & support the circular economy.
- Your Company has successfully developed high barrier non-foil lidding laminate which will compliment the barrier packaging product business.
- For an import substitute, your Company have developed high barrier non-foil based bottom laminate for dairy creamer for one of the leading dairy brand in India.

Your Company operates in an industry which requires continuous technology upgradation for manufacturing products and research activities to stay ahead of the market. During the financial year 2021-22, your Company has incurred an expenditure of ₹ 4.31 Lakhs on Research & Development.

#### c. Foreign Exchange Earnings and Outgo:

(₹ in Lakhs)

Particulars	Period under review	
	April 1, 2021 to March 31, 2022	April 1, 2020 to March 31, 2021
Actual Foreign Exchange earnings	1,176.83	1,105.70
Actual Foreign Exchange outgo	3,371.05	1,747.62

### 17. CORPORATE GOVERNANCE

Your Company is committed to maintain the highest standards of ethics and governance, resulting in enhanced transparency for the benefit of all stakeholders. The Report on Corporate Governance as stipulated under Regulation 27 of the SEBI Listing Regulations forms part of this report as "**Annexure III**". The Company is in full compliance with the requirements and disclosures made in this regard. The requisite Certificate from M/s. Nishant Bajaj & Associates, Company Secretaries in Practice, confirming compliance of the Corporate Governance requirements is annexed to the Corporate Governance Report, forming part of this Directors' Report.

### 18. CORPORATE SOCIAL RESPONSIBILITY

In conformity with Section 135 of the Act and Rules made thereunder (as amended from time to time), your Company has formed a Corporate Social Responsibility ("**CSR**") Committee to oversee the CSR activities undertaken by the Company. The details of the Committee and its terms of reference are set out in the Corporate Governance Report (Annexure III) forming part of this Directors' Report. Your Company has adopted a CSR Policy for the Company which provides a broad framework with regard to implementation of CSR activities to be carried out by the Company in accordance with Schedule VII of the Act. The CSR Policy is available on the Company's website at the web-link: <https://rajshreepolypack.com/wp-content/uploads/2021/07/Amended-CSR-Policy-RPPL.pdf>

During the financial year 2021-22, your Company has spent ₹ 25.01 Lakhs towards CSR activities. Your Company's key objective is to make a difference to the lives of the underprivileged and local communities and is committed to CSR engagement. An Annual Report on CSR activities undertaken by the Company during the financial year 2021-22 is annexed herewith as "**Annexure IV**".

## 19. VIGIL MECHANISM / WHISTLE BLOWER POLICY

Your Company has in place a vigil mechanism for directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of your Company's Code of Conduct.

Under the vigil mechanism of the Company, which also incorporates a Whistle Blower Policy in terms of Regulation 22 of the SEBI Listing Regulations, protected disclosures can be made by a whistle blower through an e-mail, or dedicated telephone line or a letter to the Chairman of the Audit Committee. Adequate safeguards are provided against victimization to those who avail of the vigil mechanism.

The Whistle Blower Policy is available on the Company's website at the weblink: <https://www.rajshreepolypack.com/wp-content/uploads/2018/03/Whistle-blower-Policy.pdf>

## 20. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

As required under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder, the Company has implemented a policy on prevention, prohibition and redressal of sexual harassment at workplace. This has been widely communicated internally. Your Company has constituted 'Internal Complaints Committee' to redress complaints relating to sexual harassment at its workplaces. The Company has not received any complaints relating to sexual harassment during financial year 2021-22.

## 21. SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS

There are no significant or material orders passed by any Regulators / Courts which would impact the going concern status of the Company and its future operations.

## 22. ANNUAL RETURN

Pursuant to the provisions of Section 134(3)(a) and Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, a copy of the Annual Return of the Company for the financial year ended March 31, 2022 has been uploaded on the website of the Company and can be accessed at [www.rajshreepolypack.com](http://www.rajshreepolypack.com).

## 23. INFORMATION PURSUANT TO SECTION 197(12) OF THE ACT

Disclosures pertaining to remuneration and other required information pursuant to Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of employees of the Company, is provided herewith as "Annexure V" and forms part of this Report. However, as per the proviso to Rule 5, the Directors' Report and the Financial Statements for the

financial year ended March 31, 2022 are being sent to the members, excluding the statement giving particulars of employees under Section 197(12).

## 24. Compliance of ACCOUNTING STANDARDS

As per requirements of the SEBI Listing Regulations and applicable Accounting Standards, your Company has made proper disclosures in the Financial Statements. The applicable Accounting Standards have been duly adopted pursuant to the provisions of Sections 129 and 133 of the Act.

## 25. Compliance of SECRETARIAL STANDARDS

The Company has complied with the Secretarial Standards (SS-1 and SS-2), issued by the Institute of Company Secretaries of India and forming part of the Act, on meetings of the Board of Directors and General Meetings.

## 26. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of section 134(3)(c) of the Act, the Board of Directors ("Board"), to the best of their knowledge and belief confirm as under:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- ii) The Board had selected appropriate 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 as at the end of the financial year March 31, 2022 and of the Profit of the Company for the financial year ended March 31, 2022;
- iii) The Board had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) The Board had prepared the annual accounts on a going concern basis;
- v) The Board had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively and
- vi) The Board had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## RAJSHREE POLYPACK LIMITED

### 27. REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the statutory auditors nor the secretarial auditors reported to the Audit Committee, of any instances of fraud committed in the Company by its officers or employees, as required under Section 143(12) of the Act.

### 28. MATERIAL CHANGES AND COMMITMENTS IN THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company which have occurred between end of the financial year 2021-22.

On April 19, 2022, the Board in its meeting approved the acquisition ("**Transaction**") of 50.10% of the total equity shareholding by the Company of Olive Ecopak Private Limited ("**Joint Venture Company**").

### 29. CHANGE IN THE NATURE OF COMPANY'S BUSINESS

There has been no change in the nature of business of the Company.

### 30. RISK MANAGEMENT POLICY

The provisions of Regulation 21 (Risk Management Committee) of the SEBI Listing Regulations do not apply to our Company. However, pursuant to Regulation 17(9) of the SEBI Listing Regulations, the Company has implemented a Risk Management framework which is comprehensive in nature, providing guidance on identification and mitigation of the various risks that the Company may face in the conduct of its business.

The specific objectives of this framework are:

- To identify and assess various business risks arising out of internal and external factors that affect the business of the Company;
- To work out methodology for managing and mitigating the risks;
- To establish a framework for the Company's risk management process and to ensure its implementation;
- To enable compliance with appropriate regulations, wherever applicable, through the adoption of best practices; and

- To assure business continuity, sustained growth with financial stability.

### 31. EMPLOYEE STOCK OPTION PLAN("ESOP")

As on March 31, 2022, the Company did not grant any ESOPs. However, the Company has received members approval for grant of Rajshree Polypack Limited- Employee Stock Option Plan-2022 vide postal ballot on August 4, 2022.

### 32. ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from various stakeholders including financial institutions and banks, Government authorities and other business associates who have extended their valuable support and encouragement during the year under review.

Your Directors take this opportunity to place on record their appreciation for the committed services rendered by the employees of the Company at all levels, who have contributed significantly towards the Company's performance and for enhancing its inherent strength. Your Directors also acknowledge with gratitude the encouragement and support extended by our valued shareholders.

**For and on behalf of the Board  
For Rajshree Polypack Limited**

**Sd/-  
Ramswaroop Radheshyam Thard**  
Chairman & Managing Director  
(DIN 02835505)

**Place: Thane  
Date :August 13, 2022**

**Regd. Office:  
Rajshree Polypack Limited**  
Lodha Supremus, Unit No. 503-504,  
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Near New Passport Office, Wagle Estate,  
Thane (West) 400 604.  
Tel No. : +91-22 25818200,  
Fax : +91-22 25818250  
CIN : L25209MH2011PLC223089  
Website : [www.rajshreepolypack.com](http://www.rajshreepolypack.com)  
E-mail id: [info@formpack.co.in](mailto:info@formpack.co.in)

## Management Discussion & Analysis

With almost 2 decades of experience in the packaging industry, Rajshree Polypack Limited (“RPPL” / “Company”) is one of the leaders in manufacturing of rigid plastic sheets for specialized Form, Fill and Seal (“FFS”) Application and thermoformed packaging products to the industry segment we cater to.

Our products range include packaging for dairy industry, Food and Beverages (“F&B”), bakery and confectionaries, trays for sweet and snacks, punnets for fruits and vegetables, electronic packaging, etc. We also developed Sealing and Lidding Laminates for food packaging and undertook product trials with multiple customers. We have a wide range of sizes and designs to meet the customers’ need and we aim to continue to build our strengths in the field of rigid and semi-rigid packaging products.

With an annual extrusion capacity of over 14,700 Metric Tons thermoforming capacity of 8,020 MT and more than 150 products, we are fundamentally committed to the ongoing technological advancement.

The proceeds that your company received from IPO were successfully utilized for the expansion of Unit II and the expansion was completed in June 2021. We take pride in letting you know that the Company is First in India to successfully manufacture ‘**Rigid Barrier Packaging Products**’ for enhanced shelf life of food products with integrated facility under one roof using European technology.

Further during the year, your Company undertook consolidation and modernization of Unit I and Unit III at Umbergaon, Gujarat and the project was nearing completion by the end of the financial year. This consolidation led to growth in our extrusion and thermoforming capacity by 500 Metric Tonnes Per Annum (“MTPA”) and 250 MTPA respectively apart from expected synergies led by scale and modernization. The project had capital investment of ₹ 17 Crores approx. which was funded through mix of term loan and internal accruals.

The Company also explored opportunities in Tube Laminates Segment and rolled out Tube Laminates during the year. The Company received its first order in month of May, 2022 from a manufacturer in the Cosmetics Industry and we now have multiple repeat orders for the Tube Laminates product. Our endeavor for research and development has helped us grow and this year we developed Dairy creamer Packaging for Largest Dairy Brand of India. In order to strengthen our global footprint, we appointed 1 distributor in Dubai. The Company has already started receiving export orders for barrier packaging products from Middle East North Africa (“MENA”) region. At the same time, the Company has also been focusing on expanding its geographical presence within the country by engaging with various customers and distributors.

The Company’s operational efficiency was further strengthened with the Implementation of SAP S/4HANA. The company received Certification from BRC for Global Standards for Packaging and packaging Materials. In addition to the same, the manufacturing units of the Company are also Sedex Certified. The Company also filed applications for 4 design patents and 1 product patent in Barrier Packaging during the year.

Given the environmental impact of certain packaging materials, consumers world-wide are becoming very eco-sensitive. Accordingly, all manufacturers are looking towards opportunities to become more eco-friendly and adopt sustainable solutions. The Company has entered into joint venture to form Olive Ecopak Private Limited in order to tap the food service industry with sustainable packaging.

### Industry structure and developments

#### Economic overview & Outlook

##### Global Economy

As per the April 2022 report of the International Monetary Fund (IMF) on Global Economic Outlook, the global economic prospects have worsened largely because of Russia’s invasion of Ukraine—causing a tragic humanitarian crisis in Eastern Europe—and the sanctions aimed at pressuring Russia to end hostilities. In addition to the war, frequent and wider-ranging lockdowns in China—including in key manufacturing hubs—have also slowed activity there and could cause new bottlenecks in global supply chains. At the same time higher, broader, and more persistent price pressures also led to a tightening of monetary policy in many countries.

With all such events taking place almost at the same time, overall risks to economic prospects have risen sharply and policy trade-offs have become ever more challenging. The IMF in its report has projected global growth at 3.6% in 2022 and 2023.

Further, in many countries, inflation has become a central concern. In some advanced economies, including the United States and some European countries, it has reached its highest level in more than 40 years. There is a rising risk that inflation expectations become de-anchored, prompting a more aggressive tightening response from central banks. In emerging market and developing economies, increases in food and fuel prices could significantly increase the risk of social unrest.

Inflation is expected to remain elevated for longer than in the previous forecast. For 2022, inflation is projected at 5.7% in advanced economies and 8.7% in emerging market and developing economies—1.8% and 2.8% higher than projected in January. Although, a gradual resolution of supply-demand imbalances and a modest pickup in labor supply are expected in the baseline easing price inflation eventually, uncertainty again surrounds the forecast.

(Source – World Economic Outlook, Apr 2022 by International Monetary Fund)

## RAJSHREE POLYPACK LIMITED

### Indian Economy

RBI in its June 22 Bimonthly report has mentioned that recovery in the domestic economic activity is gathering strength. Rural consumption should benefit from the likely normal south-west monsoon and the expected improvement in agricultural prospects. A rebound in contact-intensive services is likely to bolster urban consumption, going forward. Investment activity is expected to be supported by improving capacity utilisation, the government's capex push, and strengthening bank credit. Growth of merchandise and services exports is set to sustain the recent buoyancy. Taking all these factors into consideration, the real GDP growth projection for 2022-23 was retained at 7.2 %, with Q1 at 16.2 %; Q2 at 6.2 %; Q3 at 4.1 %; and Q4 at 4.0 %, with risks broadly balanced.

The India government has implemented a range of policy initiatives in the areas of sustainable development, infrastructural improvements, ease of doing business, banking and financial services, job creation, digital transformation, manufacturing, and services industries to build a strong base for the Indian economy. This is reflected in the FY23 Union Budget which provides a framework for propelling growth by focusing on 4 key themes: (i) public investment for building modern infrastructure under PM Gati Shakti (ii) inclusive development (iii) productivity and investment, sunrise opportunities, energy transition, and climate action and (iv) financing of investment.

The macroeconomic stability indicators suggest the Indian economy is well-placed to take on the foreseen challenges. The growth in FY23 will be supported by widespread vaccine coverage, gains from supply side reforms, easing of regulations, robust export growth, and availability of fiscal space to ramp up capital spending.

### Packaging

The main purpose of packaging is to protect and preserve the goods until the point of final consumption i.e., through the entire supply chain including storage, handling, movement, retailing and finally storage at consumers' end until final consumption. Packaging is the essential bridge between production and final consumption. Plastic packaging Industry is taking a very significant part in the contribution of the progress of our country and contributes to almost every daily requirement i.e., clothing, housing, construction, furniture, automobiles, household items, agriculture, horticulture, irrigation, packaging, medical appliances, electronics and electrical items.

Many times, the package design itself could become a registered brand. There are two basic functions that the packaging is aimed at: Protect the product & promote the product. Philip Kotler, an American marketing author, defines packing as having the three traditional purposes of "protection", "convenience" and "economy". However, today's era calls for adding all the modern functions of packaging.

### Global Packaging Industry

The global packaging industry market size continues to grow mainly driven by the increasing demand from end-user sectors. The Global Packaging market accounted for \$926.43 billion in 2019 and is expected to reach \$1,652.28 billion by 2027 growing at a CAGR of 7.5% during the forecast period. Factors like rising e-commerce sales and growing demand for FMCG and pharmaceutical packaging are propelling the market growth.

Based on material type, the plastics/polymers segment is estimated to experience lucrative growth due to the necessity to feed and reduce food wastage. By geography, Asia Pacific is going to experience strong growth during the forecast period due to the easy accessibility of packaging raw materials such as fiber, plastic, and glass and the occurrence of manufacturing facilities of most of the packaging companies. (Source <https://www.businesswire.com/news/home/20210111005470/en/Global-Packaging-Market-Outlook-to-2027-and-the-Impact-of-COVID-19---ResearchAndMarkets.com> )

### Indian Packaging Industry

The India Packaging Market was valued at \$ 75 Bn in 2020, and it is expected to reach \$ 204.81 Bn by 2025, registering a CAGR of 26.7% during the period of 2020-25. (Source: Packaging Industry Association of India)

Amid the e-commerce surge, the Indian packaging industry is witnessing steep growth and is one of the strongest growing segments. According to the Indian Institute of Packaging (IIP), packaging consumption in India increased 200% in the past decade, from 4.3 kgs per person per annum (PPPA) to 8.6 kgs PPPA.

Food processing is the largest consumer of packaging at 45%, followed by pharmaceuticals 25% and personal care products 10%. Increasing demand from these end-user segments is creating a huge potential for expansion.

The packaged F& B segment is witnessing an upsurge due to a demand spike for essential food products and shelf-stable foods. Demand from the grocery and dairy product segments has subsequently fueled the demand for vacuum packaging, trays and protective films and shelf life-extending modified atmospheric packaging and others.

The packaging industry in India is slowly but steadily coming up to speed with the mature global market and has historically been one of the most consistently growing sectors. With largescale opportunities emanating from both retail and e-retail, the coming of age of the packaging industry will drive transformation in the very nature of the industry in India – the organized players stand to gain ground displacing the smaller dispersed participants.

(Source: Indian Brand Equity Foundation)



## **Industry Trends Leading to Growth of Indian Packaging Industry**

- **Advancement in technology**

India's growing middle-class is demanding quality packaging that looks good and serves the purpose. Therefore, the packaging industry is adopting several technologies to enhance the quality and usability of products. Local manufacturers are also importing state-of-the-art equipment to ensure that the packaging is of world-class standards.

- **Focus on innovation**

The industry is witnessing best-in-class innovation in terms of packaging, labelling, customization, and recyclability. With dedicated R&D and innovation centres, companies in the sector are focused on creating unique solutions and are looking to minimize environmental impact.

- **Consumption boom**

Rising income levels and rapid urbanization have been at the core of India's growth story. According to a report by Boston Consulting Group, India's consumption growth is set to triple to \$4 Trillion by 2025. Rural India is a huge helping hand in making this possible. In rural India, per capita consumption is expected to grow 4.3 times by 2030, compared to 3.5 times in urban markets.

## **Rigid Packaging Industry**

Rigid packaging has become one of the most essential components of the packaging market. It provides excellent protection to products, protecting them from any physical shocks and various other types of damage. The demand for the rigid packaging market has been surging since the product is extensively used for packing reactive and volatile as well as highly durable products.

Rigid packaging has important applications in numerous industries including F&B, pharmaceuticals, personal care, electronics etc. The F&B sector is a critical end-user of rigid packaging products. Heightened consumption of ready-to-eat and convenience food products will help the market gain remarkable traction in the years to come.

## **Global Rigid Plastic Packaging Industry**

According to a Comprehensive Research Report by Market Research Future (MRFR), "Rigid Packaging Market Information by Materials, Product, Application, and Region - Forecast till 2027", the market is estimated to grow at a 7.5% CAGR to reach USD 800 Billion by 2027.

Packaged Food industry has seen fast-paced growth over the past years. This rapid growth of packaged food industry can be attributed to the evolving consumer lifestyles, and the rising consumption of a variety of snacks like bread, potato chips and sausages in India, China, and the Middle East. Soaring number of food retail outlets coupled with cloud kitchens as well as emergence of new products in the market have been favorable as well.

Asia Pacific is right at the forefront of the worldwide market, as the number of health-conscious consumers in the region continues to soar. Beverages and packaged food segments are growing rapidly in the region because of the healthy living trend, with products like yogurt and sour milk products being sold in rigid plastic packaging. India has been garnering significant momentum in the rigid packaging market, primarily from extensive beverage and food uses.

<https://www.globenewswire.com/en/news-release/2022/06/09/2459340/0/en/Rigid-Packaging-Market-Worth-USD-800-Billion-by-2027-at-7-5-CAGR-Report-by-Market-Research-Future-MRFR.html>

## **Indian Rigid Packaging Industry**

Indian rigid plastic packaging market is expected to reach USD18.02 billion by 2027, growing at a CAGR of 8.01% during the forecast period. Indian rigid plastic packaging market is mainly driven by rising GDP, increasing per capita income, surging sales through e-commerce, changing consumer perception, etc.

The market's expected growth can be attributed to the strong growth of the F&B industry, which is the primary end-user of rigid plastic packaging. In the F&B industry, rigid plastic packaging is in high demand to ensure food safety and shelf life. In addition, due to rising healthcare spending, the healthcare industry, which is another major end-user of rigid plastic packaging, has seen strong growth in the last decade. Moisture resistance, tamper-proof caps, light and chemical resistance, and other properties of rigid plastic packaging are gaining traction in the healthcare sector.

India is becoming more of a manufacturing hub, and its exports are increasing as well. To cater to the international market, packaging standards are being raised, which necessitates the use of better packaging methods such as blow molding, injection molding, rotomolding, and others (thermoforming, extrusion, etc.) as well as materials such as Polyethylene ("PE"), Polyethylene terephthalate ("PET"), Polypropylene ("PP"), Polystyrene ("PS"), Expanded Poly Styrene ("EPS"), and others [(Polycarbonate ("PC"), Plastic ("PL"), Polyvinyl Chloride ("PVC")) and better machinery to ensure that the end product quality and visual appeal are of the highest standard.



## RAJSHREE POLYPACK LIMITED

### Opportunities

- **Rigid plastics replacing traditional packaging materials:**

Rigid plastic packaging will continue to benefit from the drive to replace materials like glass and metal with lightweight, cost-effective, and high-performance plastic materials in various markets.

- **Consumer concern about food waste and food safety:**

Consumers today are increasingly looking to buy products which are long lasting and suitable for handling. The packaging industry has introduced various active and intelligent packaging technologies in response to this concern

- **Constant upgradation of Technologies:**

Companies are constantly upgrading their technology in order to provide safer and better packaging to the end use products. This has helped in growth in demand for the product and ultimately rigid packaging.

- **Rise in Exports:**

With rise in demands of rigid plastic packaging globally, the company has the opportunity to expand its global footprint. With orders flowing in from MENA region, the Company has taken steps towards grabbing the opportunity.

- **Entering Cosmetics Industry**

In the current year, our Company has introduced a new product- Tube Laminates with small token sales to one of the manufacturers in the cosmetics industry. The trial was successful and we have started receiving repeat orders for the same.

### Threats

- **Fluctuation in raw material prices:**

The prices for our primary raw materials (including raw materials imported by our Company) used for the manufacture of plastic rigid sheets and thermoformed products have been volatile. These materials being global commodities, their prices are cyclical in nature and fluctuate in accordance with global market conditions. Any significant fluctuations in prices of raw material due to factors such as rise in input and commodity prices or shortages in supply may impact performance of the Company.

- **Change in Government Policies:**

Any significant change in government policies may have an adverse impact on the performance of the Company.

- **High Capital Investment:**

Being in manufacturing sector, the Company has high investments in its plant and machinery. With constant upgradation in technology, the Company needs to be proactive in undertaking such upgradations.

- **Rising Environmental awareness and consumer preference:**

Rising environmental awareness amongst consumers can lead to reduction in our product sales. Our Company has started entering other segments in order to mitigate the same.

### Segment-wise performance

Presently, the Company operates in only one primary segment i.e., Rigid packaging products and hence, segment-wise information is not applicable to the Company.

### Outlook

With Consolidation and modernization of Unit I & Unit III at Umbergaon, Gujarat, our company has increased its production capacity and is poised to increase the production. The company has taken steps to boost its global presence and orders coming in from MENA region build up our confidence in the Opportunity that we have. We further expect increase in sales of products with better price realization.

We have been undertaking successful product trials of barrier packaging products with various marquee food brands of India and expect to generate good orders over time. At the same time, the Company has developed new products like Tube Laminates for which the Company has already started receiving repeat orders from cosmetics industry. These new product and further addition in the product base shall help our company grow in the future.

The Company is also working on entering the sustainable packaging product market through a Joint Venture with Mumbai based Gandhi family under the company named Olive Ecopak Private Limited ("OEPL"). The Joint Venture will help the Company to develop and grow its customer base in the Food Service Industry (Hotels, Restaurants & Catering).

### Risks and concerns

Risk	Description	Mitigation
Demand Risk	A cyclical downturn can lead to a slowdown in the Company's target markets and impact its sales velocity.	The Company has demonstrated ability of driving significant growth in sales volumes over the years by seeking to offer the right brand, at the right price, in the right package, and through the right channel. Its wide range of product portfolio enables it to cater to diverse consumer segments.
Business Agreement Risk	The Company relies on strategic relationships and agreements with various clients. Termination of agreements, or less favourable renewal terms could adversely affect profitability.	The Company has demonstrated ability of significantly enhancing product offering which makes it a favourable partner.
Regulatory Risk	Regulations on consumer health and the risk of the Company's products being targeted for discriminatory tax and packaging waste recovery may adversely impact business.	RPPL adheres to best manufacturing practices and takes the issues of sustainability relating to packaging and waste recovery very seriously. It works closely and constantly engages with different stakeholders, to develop sustainable packaging focused on protecting the environment and also waste recycling. The Company has entered into a Joint Venture by the name Olive Ecopak Private Limited for developing sustainable packaging products.
Business Viability Risk	An inability to integrate the operations of or leverage potential operating and cost efficiencies from the newly acquired territories and sub territories may adversely affect the Company's business and future financial performance.	To ensure success of the newly acquired operations, the Company invests significant management time and financial resources to develop local market strategies (including that for potential cultural and language barriers), and assimilate business practices to ensure business viability.
Consumer Preference Risk	Failure to adapt to changing consumer health trends and address misconceptions relating to impact of usage of plastic products on the health may adversely impact demand.	RPPL sales team works closely with management to ascertain the changing consumer habits and constantly focus on product innovation and expanding range of products which are safe to use and eco-friendly.
Raw Material Risk	An interruption in the supply or significant increase in the price of raw materials or packaging materials may adversely affect the Company's business prospects, results of operations and financial condition.	Maximizing cost efficiencies is an integral part of RPPL's strategy, whereby it constantly focuses on reducing cost of goods sold, effectively managing operating expenses and enhancing cash flows. For this, the Company has undertaken several initiatives including backward integration and centralized material procurement. It leverages its scale of operations to achieve better bargaining power with suppliers, resulting in better working capital management. The Company's ability to improve asset utilization enables it to achieve higher operating leverage and amortize overheads on a wider base. Additionally, the Company continues to invest in advanced technologies to improve operational efficiencies and work processes in its operations, thereby ensuring integrated operational data from manufacturing, planned procurement and superior tracking of transportation of the Company's products.

### Internal control systems and their adequacy

Your company has adequate internal control systems commensurate with its size and operations. During the year, such controls were tested and no reportable material weakness in the design or operations was observed.

The Company is following all applicable Accounting Standards for maintaining its books of accounts and reporting financial statements.

## RAJSHREE POLYPACK LIMITED

### Discussion on financial performance with respect to operational performance

#### Performance Highlights

During the year under review, the Company registered growth of 56.25% in turnover. The turnover of the Company for FY 2021-22 was ₹19,855.64 Lakhs as compared to ₹12,707.22 Lakhs for FY 2020-21. The net profit of the Company stood at ₹ 955.10 Lakhs for FY 2021-22 as compared to ₹ 888.01 Lakhs for FY 2020-21. Brief glimpse of key performance numbers is as under:

(₹ in Lakhs)

Particulars	2021-22	2020-21*
Revenue from Operations (Net)	19,855.64	12,707.22
Other Income	109.72	310.72
<b>Total Revenue</b>	<b>19,965.36</b>	<b>13,017.94</b>
Total Expenditure	18,680.33	11,813.46
<b>Profit Before Tax</b>	<b>1,285.03</b>	<b>1,204.48</b>
Tax Expenses	327.21	327.21
Other Comprehensive Income/(Loss)	(2.72)	10.74
<b>Profit After Tax</b>	<b>955.10</b>	<b>888.01</b>
Earnings per share (₹)	8.50	7.90

(\*As revised for reporting under Ind-AS)

#### Operational Performance

During the year the Company produced 13,630 MT of Rigid Plastic Sheets as compared to 9,832 MT for the FY 2020-21, thereby registering growth of 38.6% over previous year. The production of thermoformed packaging products stood at 5,918 MT for financial year 2020-21 as compared to 4,344 MT for the FY 2020-21 i.e. a growth of 36.2% over the previous year.

The overall capacity utilisation of the Company can be seen as under:

Particulars	FY 2021-22	FY 2020-21
Sheet Extrusion	96.0%	96.4%
Thermoforming	77.5%	83.2%
Printing	93.5%	75.7%
Sleeving	70.3%	57.2%

#### Material developments in Human Resources / Industrial Relations front, including number of people employed

As of March 2022, the Company had 590 full time employees on its payroll. The Company has maintained its record of good industrial relations with its employees. During the year, various initiatives had been taken to improve the performance and productivity levels in various departments of the Company.

The Company has its own in-house facilities in the plant to train the new recruits before their placement, that helps in optimum utilization of resources as well as maintaining quality standards. It also indulges into and implements various HR initiatives and activities including employee welfare, special rewards, performance review system and various employee motivation activities.

**Details of significant changes (i. e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefore, including:**

Particulars		FY 2021-22	FY 2020-21
Debtors Turnover Ratio	Days	53.53	75.61
Creditors Turnover Ratio	Days	39.21	58.55
Inventory Turnover	Days	121.26	96.37
Interest Coverage Ratio	Times	5.14	11.63
Assets Turnover Ratio	Times	2.12	1.53
Debt Equity Ratio	Times	0.33	0.16
Debt/EBIDTA Ratio	Times	1.42	0.80

**Debtors Turnover Ratio:** With increased scale of operations, the Company has consistently been focusing on improving efficiency in debtors recovery also. Such efforts have helped the Company in improved Debtors Turnover Ratio.

**Creditors Turnover Ratio** – In view of significant volatility or upside movement in raw material prices, the Company has purchased and maintained much higher inventory during the year. The key raw material of the Company does not have credit period of more than 25 days unlike all other expenses. Accordingly, the Creditors Turnover Ratio of the Company for the year stands improved.

**Inventory Turnover Ratio** – In view of significant volatility or upside movement in raw material prices, the Company has purchased and maintained much higher inventory during the year. At the same time, the work in process, finished goods and other material inventory have increased in line with higher scale of operations.

**Interest Service Coverage Ratio** – During the year, the Company was required to utilize considerably higher Working Capital limits as compared to earlier year primarily due to expanded scale of operations and significant increase in raw material prices. Such higher utilization resulted in considerably higher interest cost for the Company. The interest cost was further increased on account of provision of interest expenses on lease obligations in line with Ind-AS requirements. Since, growth in the Earnings before Interest and Depreciation for the year is not commensurate with increase in Interest Cost, the Interest Service Coverage Ratio has seen sharp decline.

**Assets Turnover Ratio** – The Company had implemented major expansion project during financial year 2020-21 which was capitalized in March 2021 in the books of the Company. Since, production and sales from the said project commenced during the current financial year, the Assets Turnover Ratio has been improved substantially.

**Debt Equity Ratio** – The Debt Equity Ratio of the Company increased during the year on account of significantly higher utilisation of Working Capital Limits by the Company. Further, fresh term loan obtained by the Company for the purpose of consolidation and modernization of unit I and unit III also aided to such increase in the ratio.

**Debt EBIDTA Ratio** – The Company was required to use significantly higher quantum of Working Capital Limits in addition to fresh term loan for the purpose of consolidation and modernization of unit I and unit III. Since, growth in EBIDTA of the Company for the year was not commensurate with Growth in borrowings, the Debt EBIDTA Ratio of the Company has increased.

**Details of any change in Return on Net Worth as compared to the immediately previous financial year along with a detailed explanation thereof**

The Company Return on Net Worth (“RoNW”) has decreased slightly at 8.25% for FY 2021-22 as compared to 8.27% for FY 2019-20. The drop in RoNW was primarily driven by lower profits on account of significantly higher raw material costs and capital investment on consolidation and modernization of Unit I and Unit III. The earning effect of such investment is expected to be visible in FY 2022-23 when the Company shall be able to utilise its enhanced production capacity while encashing on synergies of scale and modernization. At the same time, increased sales of barrier packaging products with better price and margin realisation shall also help the Company in achieving better profitability and returns.

**Safe Harbour Clause**

Certain statements in this Report describing the Company’s objectives, projections, estimates, expectations or predictions may be “forward looking statements” within the meaning of applicable Securities Laws and Regulations. Actual results could differ from those expressed or implied. Important factors that could make a difference to the Company’s operations include global and Indian demand-supply conditions, finished goods prices, availability and prices of raw materials, power, interest rates, changes in Government regulations, tax regimes, economic developments within India and the countries in which the Company conducts business and other ancillary factors. Your Company is not obliged to publicly amend, modify or revise any forward-looking statements, on the basis of any subsequent development, information or events or otherwise.

## RAJSHREE POLYPACK LIMITED

## ANNEXURE I

## Form 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)

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

1. All the contracts/arrangements/transactions entered into by the Company with related parties during the financial year ended March 31, 2022 were at arm's length basis.

2. **Details of material contracts or arrangements or transactions at Arm's Length Basis**

(₹ In Lakhs)

Sr. No	Name of the Related party and nature of Relationship	Nature of contracts / arrangements / transactions	Duration of Agreement	Date of approvals by the Board (if any)	Salient terms of the contracts / arrangements / transactions	Value
1.	<b>Bobson Industries</b> Firms in which the Directors of the Company are Partners	Purchases	From April 1, 2021 to March 31, 23	August 25, 2021	As per the Agreement.	33.54
		Sales			On arm's length basis and in the ordinary course of business.	23.99
		Job work				35.81
		Rental Services				5.91
2.	<b>Orbit Industries</b> Firms in which the Directors of the Company are Partners	Purchases	From April 1, 2021 to March 31, 23	August 25, 2021	As per the Agreement.	353.93
		Sales			On arm's length basis and in the ordinary course of business.	558.54
		Job Work				231.95
3.	<b>Rajshree Infotech</b> Firms in which the Directors of the Company are Partners	Rental Services	From April 1, 2021 to March 31, 23	August 25, 2021	As per the Agreement. On arm's length basis and in the ordinary course of business.	39.98

Appropriate approvals have been taken for all related party transactions. No advances have been paid or received against the transactions mentioned above.

Date : August 13, 2022  
Place:- Thane

For and on behalf of the Board of Directors  
For Rajshree Polypack Limited  
Sd/-  
(Ramswaroop Radheshyam Thard)  
Chairman & Managing Director  
(DIN : 02835505)



## ANNEXURE II

### Form No. MR-3 SECRETARIAL AUDIT REPORT

#### FOR FINANCIAL YEAR ENDED ON MARCH 31, 2022

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

**Rajshree Polypack Limited**

**CIN: L25209MH2011PLC223089**

Lodha Supremus Unit No 503-504 5<sup>th</sup> Floor Road No. 22,

Kishan Nagar, Near New Passport Office, Wagle Estate,

Thane 400-604.

We have conducted the Secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Rajshree Polypack Limited (CIN: L25209MH2011PLC223089)** (hereinafter called "**The Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, information to the extent provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and The Securities and Exchange Board of India, as applicable, warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on March 31, 2022 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on March 31, 2022 according to the provisions of:

- I. The Companies Act, 2013 ("**Act**") and the Rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ("**SCRA**") and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") to the extent applicable to the Company: -
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2018;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2018;
  - c. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and The Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) (Amendment) Regulations, 2018 and other amendments thereof (hereinafter collectively referred to as "**Listing Regulations**");
  - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
  - e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - f. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - g. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - h. 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;

## RAJSHREE POLYPACK LIMITED

- i. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2018;
  - j. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- VI. The Management has identified and confirmed the applicable Acts, Laws and Regulations specifically applicable to the Company as mentioned below:
- Factories Act, 1948 and the rules made thereunder;
  - The Contract Labour (Regulation and Abolition) Act, 1970;
  - The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;
  - Industrial Employment (Standing orders) Act, 1946;
  - The Water (Prevention and Control of Pollution) Act, 1974 (the "**Water Act**");
  - Air (Prevention and Control of Pollution) Act, 1981 (the "**Air Act**");
  - Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016 ("**Hazardous Waste Rules**");
  - Plastic Waste Management Rules, 2016;
  - Environment Protection Act, 1986 and
  - Pollution Control Act, Rules and Notification issued thereof.

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

- (i) Secretarial Standards with regard to Meeting of Board of Directors (**SS-1**) and General Meetings (**SS-2**) issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulations 2015.

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

We further report that:

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

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

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

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

We further report that during the audit period the Company has:

1. The Board of Directors of the Company at their meeting held on June 24, 2021 considered and approved-
  - the noting of resignation of Mr. Praveen Bhatia (DIN:00147498) as Nominee Director w.e.f. April 27, 2021 via Circular resolution passed on April 28, 2021;
  - Re-appointment of M/s. CAS & Co. as an Internal Auditors of the company for FY 2021-22;
  - Re-appointment of Mr. Nishant Bajaj as a Secretarial Auditors of the company for FY 2021-22;
  - Appointment of M/s. V.J. Talati & Co. as Cost Auditor of the company for FY 2021-22;
  - Appointment of Mr. Praveen Bhatia (DIN:00147498) as an Additional Director (Non-Executive Independent) for a term of 5(five) years;
  - Change in designation of Mr. Anand Sajjankumar Rungta (DIN:02191149), from Additional (Non-Executive category) to Additional Director (Executive category) on the Board of the Company and
  - Migration of Listing/Trading of Equity shares of the Company from Emerge Platform of National Stock Exchange of India Limited ("**NSE Emerge**") to Main board of National Stock Exchange of India Limited ("**NSE**") and approved the postal ballot notice for the same.

2. The Company has issued postal ballot notice dated June 24, 2021 to the members seeking their consent with respect to approval of Migration of Listing/Trading of Equity shares of the Company from Emerge Platform of National Stock Exchange of India Limited ("**NSE Emerge**") to Main board of National Stock Exchange of India Limited ("**NSE**") and same was approved by the member with an overwhelming majority of 100% vote on Saturday July 31, 2022.
3. The Board of Directors of the Company at their meeting held on August 25, 2021 considered and approved:
  - Appointment of Mr. Anand Sajjankumar Rungta (DIN:02191149) as Whole-time Director of the company for a period of 3(three) years w.e.f. June 24, 2021;
  - Re-appointment of Mr. Ramswaroop Radheshyam Thard (DIN:02835505) as the Chairman & Managing Director for a period of 5(five) years w.e.f. October 15, 2021;
  - Re-appointment of Mr. Naresh Radheshyam Thard (DIN:03581790) as the Joint Managing Director for a period of 5(five) years w.e.f. February 01, 2022;
  - Approval of Related party transactions
4. Considered and approved payment ₹ 1.00/- (Rupee One) per equity shares i.e. 10% on face value of ₹ 10/- each equity shares as a final Dividend for the financial year 2020-21 to the Members of the Company;  
We further report that during the audit period there were no instance of:
  - (i) Public/Right issue of shares / debentures / sweat equity etc.
  - (ii) Redemption / buy-back of securities.
  - (iii) Major decisions taken by the members in pursuance to Section 180 of the Companies Act, 2013.
  - (iv) Merger / amalgamation / reconstruction, etc.
  - (v) Foreign technical collaborations.

Further, our report of even dated to be read along with the following clarifications:

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

**Place:- Mumbai**  
**Date : August 13, 2022**  
**UDIN: A028341D000777881**

**For Nishant Bajaj & Associates**  
*Practicing Company Secretaries*  
*Peer Reviewed Firm- 2582/2022*  
**Sd/-**  
**Company Secretary in Practice**  
**M.No.: 28341**  
**CP No.: 21538**

**RAJSHREE POLYPACK LIMITED****'Annexure A'**

To,

The Members,

**Rajshree Polypack Limited**

Lodha Supremus, Unit No 503-504, 5<sup>th</sup> Floor Road No. 22,

Kishan Nagar, Near New Passport Office, Wagle Estate,

Thane 400-604.

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 provided a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Book 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, regulation, standards is the responsibility of management. Our examination was limited to the verification of procedures on the test basis.
6. The Secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Nishant Bajaj & Associates**

*Practicing Company Secretaries*

*Peer Reviewed Firm- 2582/2022*

**Sd/-**

**Company Secretary in Practice**

**M.No.: 28341**

**CP No.: 21538**

**Place:- Mumbai**

**Date : August 13, 2022**

**UDIN: A028341D000777881**

## ANNEXURE-III

### REPORT ON CORPORATE GOVERNANCE (As on March 31, 2022)

#### A. RPPL's Philosophy on Code of Governance

Corporate governance is a systematic process, driven by ethical conduct of the business and affairs of an organization aimed at promoting sustainable business and enhancing shareholder value in the long term. Corporate governance therefore, in essence, is a referral paradigm, comprising a mechanism to benchmark company's business and affairs to a combination of laws, regulations, procedures, implicit rules and good corporate practices, which ensure that a company meets its obligations with the objective to optimize shareholder value and fulfill its responsibilities to the stakeholder community, comprising of customers, employees, shareholders, government and other societal segments.

RPPL's Governance philosophy is based on trusteeship and for promoting and maintaining integrity, transparency and accountability, across all business practices. As a corporate citizen, our business fosters a culture of ethical behavior and disclosures aimed at building trust of all stakeholders, such as shareholders, customers, suppliers, financiers, government and the community. This philosophy is built upon a rich legacy of fair, transparent and effective governance, and led by strong emphasis on human values, individual dignity and adherence to honest, ethical and professional conduct.

The Company believes that a sound governance discipline also enables the Board of Directors ("**Board**") to direct and control the affairs of the Company in an effective manner and maximize stakeholder value, including the society at large. We at RPPL believe that this is an ongoing journey for sustainable value creation for all stakeholders and we continuously endeavor to improve upon our practices in line with the changing demands of the business. RPPL adopts innovative approaches for leveraging all its resources and encourages a spirit of conversion of opportunities into achievements. The RPPL's Code of Business Conduct & Ethics and the Company's Code of Conduct for Prevention of Insider Trading are an extension of our values and reflect our commitment to ethical business practices, integrity and regulatory compliances.

Keeping in view the Company's size, reach, complexity of operations and corporate tradition, the Corporate Governance framework is based on the following main principles:

- Appropriate composition and size of the Board, with each member bringing in expertise in their respective domain;
- Timely and adequate flow of information to the members of the Board and its Committees for meaningful and focused discussion at the meetings to enable them discharge their fiduciary duties;
- Strategic supervision, monitoring and guidance by the Board which is made up of appropriate size, experience and commitment to discharge their responsibilities;
- Independent verification of Company's financial reporting from time to time and on quarterly basis;
- Timely and balanced disclosure of all material information; and disclosure of all deviations, if any, to all stakeholders and equitable and fair treatment to all the stakeholders (including employees, customers, vendors and investors);
- Compliance with applicable laws, rules, regulations and guidelines with transparency and defined accountability and
- Proper business conduct by the Board members, senior management and employees.

In line with this philosophy, the Company and its Board continuously strive for excellence through adoption of best governance and disclosure practices. The Board continuously strive to play an active role in fulfilling its fiduciary obligation to shareholders by efficiently overseeing management functions to ensure their effectiveness in delivering shareholder value and societal expectations, with ethical and responsible business conduct. The governance framework ensures its effectiveness through an efficient system of timely disclosures and transparent business practices.

Your Company confirms compliance to the Corporate Governance requirements as enshrined in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), the details of which for the financial year ended March 31, 2022 is as set out hereunder:

#### B. BOARD OF DIRECTORS

##### Composition of the Board and Category of Directors:

The Company has a judicious mix of Executive, Nominee, Non- Executive and Independent Directors to ensure proper governance and management. As on March 31, 2022, the Board comprised of 8(eight) Directors - 3(three) Executive Directors, 1(one) Non-Executive Nominee Director and 4(four) Independent Directors including 1(one) Woman Director.

Further Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director headed the Board as its Chairman.

As on March 31, 2022, the Independent Directors of the Company, have confirmed that they satisfy the criteria of independence as prescribed under Regulation 16(1)(b) of the SEBI Listing Regulations and Companies Act, 2013 ("**Act**"). Further, the Independent Directors have made a declaration that they are Independent of the management.



## RAJSHREE POLYPACK LIMITED

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company. In case of business exigencies, the Board's approval is taken through circular resolutions. The notice and detailed agenda along with the relevant notes and other material information are sent in advance separately to each Director and in exceptional cases tabled at the Meeting with the approval of the Board. This ensures timely and informed decisions by the Board.

During the financial year 2021-22, the Board met 4(four) times. The meetings were held on June 24, 2021, August 25, 2021, November 12, 2021 and February 14, 2022 and the intervening gap between 2(two) meetings did not exceed 120(one hundred twenty) days between any 2(two) consecutive meeting.

The constitution of the Board of Directors as on March 31, 2022, details of meeting attended by Directors, their directorship in Indian public Companies and membership in Committees and number of shares held in our Company are as under:

Name of the Director	Category <sup>1</sup>	No. of Board Meetings attended	Last AGM Attended	No. of Directorships and Committee Memberships and Chairmanships (including the Company) <sup>2</sup>			Nos of shares held in our Company
				Directorship <sup>3</sup>	Committee <sup>4</sup>		
					Chairmanship <sup>4</sup>	Membership <sup>4</sup>	
Mr. Ramswaroop Radheshyam Thard <sup>5</sup>	CMD	4	Yes	1	0	1	21,02,858
Mr. Naresh Radheshyam Thard <sup>5</sup>	JMD	4	Yes	1	0	1	17,35,788
Mr. Anand Sajjankumar Rungta <sup>6</sup>	WTD	4	Yes	1	0	1	1,89,513
Mr. Alain Edmond Berset	NEND	3	No	1	-	-	-
Mr. Rajesh Satynarayan Murarka	ID	4	Yes	1	2	-	500
Mr. Pradeep Kumar Gupta	ID	4	Yes	1	-	1	-
Mrs. Sangeeta Sarin	ID	4	Yes	1	-	-	-
Mr. Praveen Bhatia <sup>7</sup>	ID	2	Yes	2 <sup>8</sup>	-	-	-

<sup>1</sup>In above table the term 'CMD' refers to Chairman & Managing Director, 'JMD' refers to Joint Managing Director, 'ID' refers to Independent Director, 'NEND' refers to Non- executive Nominee Director.

<sup>2</sup>In terms of Regulation 26 of the SEBI Listing Regulations, none of the Directors of the Company were members of more than ten (10) Committees or acted as Chairperson in more than 5(five) Committees across all public limited companies in India, in which they are a Director.

<sup>3</sup>Only Directorships in Indian Public Limited Companies (listed or unlisted) have been considered.

<sup>4</sup>In accordance with Regulation 26 of SEBI Listing Regulations, Membership / Chairmanship only in Audit Committees and Stakeholders Relationship Committees of all Public Limited Companies, have been considered.

<sup>5</sup>Except Mr. Ramswaroop Radheshyam Thard, CMD and Mr. Naresh Radheshyam Thard- JMD, no other Directors are related to each other.

<sup>6</sup>Mr. Anand Sajjankumar Rungta as an Additional Director (Non-Executive) w.e.f. February 10, 2021. He was re-designated as Whole-time Director w.e.f. June 24, 2021, post approval of shareholders at the 10<sup>th</sup> Annual General Meeting dated September 24, 2021.

<sup>7</sup>Mr. Praveen Bhatia, resigned from Nominee Director w.e.f April 27, 2021 as WifagPolytype Holding AG has withdrawn his nomination as Nominee Director on the board of our Company and subsequently, Company has appointed him as Non Executive Independent Director w.e.f. June 24, 2021, post approval of shareholders in the 10<sup>th</sup> Annual General Meeting held on September 24, 2021.

<sup>8</sup>Mr. Praveen Bhatia holds Directorships in the following listed companies- Rajshree Polypack Limited (Independent Director) and Pro CLB Global Limited (Non-executive Director) w.e.f. June 24, 2021 and November 18, 2020 respectively.

**Detailed reasons for the resignation of an Independent Director who resigns before the expiry of his / her tenure along with confirmation by such director that there are no other material reasons other than those provided:-** As on March 31, 2022, none of the Independent Directors have resigned before the expiry of his / her tenure.

## Board Support

The Company Secretary is responsible for collation, review and distribution of all papers submitted to the Board and Committees thereof for consideration. The Company Secretary is also responsible for preparation of the agenda and convening of the Board and Committee meetings. The Company Secretary attends all the meetings of the Board and its Committees except Independent Directors meeting, advises / assures the Board on compliance and governance principles and ensures appropriate recording of Minutes of proceedings of the meetings.

## Board Meeting and Procedure

The Board meets atleast once in every quarter *inter alia*, to review the quarterly financial results, operations and other items on the agenda and minimum 4 (four) prescheduled Board meetings are held every year. Apart from the above, additional Board meetings are convened by giving appropriate notice to address the specific needs of the Company. In case of business exigencies or urgency of matters, resolutions are passed by way of circulation, as permitted by law, which is confirmed in the subsequent Board meeting. The meetings are held as per the requirements of business; and maximum interval between any 2(two) Board meetings is within the permissible limits.

## Information to the Board

The internal guidelines for Board / Board Committee meetings facilitate the decision making process at the meetings of the Board / Committees in an informed and efficient manner. Board meetings are governed by a structured agenda. The Company Secretary in consultation with the Chairman and senior management prepares the detailed agenda for the meetings. All major agenda items are backed by comprehensive background information, notes and supporting papers containing all the vital information, to enable the Board to have focused discussion at the meeting and take informed decisions.

Agenda papers and notes on agenda are circulated to the Directors, in advance, in the defined agenda format. All material information is circulated along with agenda papers for facilitating meaningful and focused discussions at the meeting. In case of sensitive agenda matters, or where it is not practicable to attach or circulate relevant information or document as part of the agenda papers, the same are tabled at the meeting with specific reference to this effect in the agenda. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are taken up for discussion with the permission of the Chairman. Video conferencing facilities are also made available to enable the participation of Directors at meetings of the Board / Committees. Frequent and detailed deliberation on the agenda provides the strategic roadmap for the future growth of the Company.

A detailed agenda is sent to each Director in advance of the Board meetings, covering *inter alia*, the required information as enumerated in Part A of Schedule II to Regulation 17(7) of the SEBI Listing Regulations. As a policy, all major decisions involving business plan, allocation and deployment of funds, investments and capital expenditure, in addition to matters which statutorily require the approval of the Board are placed before the Board for its consideration and directions.

The Board is also briefed on areas covering industry environment, project implementation, project financing and operations of the Company. Senior executives/Consultants are invited to provide additional inputs at the Board / Committee meetings, as and when necessary. The members of the Board or Committees are free to suggest any item to be included in the agenda, in addition to exercising their right to bring up matters for discussion at the meeting with permission of the Chairman.

The draft minutes of each Board / Committee meetings are circulated to all Directors for their comments within 15(fifteen) days of the meeting. After incorporating the comments, if any, received from Directors, the Company Secretary records the minutes of each Board / Committee meeting within 30(thirty) days from conclusion of the meeting. The important decisions taken at the Board / Committee meetings are communicated to concerned departments promptly. Action taken report on the decisions taken at the meeting(s) is placed at the immediately succeeding meeting of the Board / Committee for noting by the Board / Committee.

The Board periodically reviews compliance reports of all laws applicable to the Company, as well as steps taken by the Company to rectify instances of non-compliance, if any.

## Board Evaluation / Performance Evaluation

In terms of the requirements of the Act and the SEBI Listing Regulations, the Board has evaluated its own performance, performance of the Directors individually as well as the working of its Committees. A structured questionnaire was circulated, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

## Code of Conduct and Ethics

The Company has adopted a Code of Conduct for its Directors and Senior Management Personnel in terms of Regulation 17 of the SEBI Listing Regulations. The Code applies to all Directors and members of the Senior Management. The Code lays down, in detail, the standards of business conduct, ethics and governance.

## Directors and Officers Insurance ('D&O')

In line with the requirements of Regulation 25(10) of the SEBI Listing Regulations, the Company has taken D&O Insurance for all its Directors and members of the Senior Management for such quantum and for such risks as is commensurate with the size and nature of operations of the Company.

## RAJSHREE POLYPACK LIMITED

### Independent Director

In opinion of the Board, the Independent Directors fulfil the conditions of independence specified in Section 149 and Schedule IV of the Act and Regulation 16 (1) (b) of the SEBI Listing Regulations and are independent of the management. A formal letter of appointment to Independent Director as required under the Act and the SEBI Listing Regulations has been issued on / at the time of their appointment.

#### a. Meetings of Independent Directors:

During the year 2021-22 a separate meeting of Independent Directors was held on March 31, 2022 without the presence of Executive Directors or management representatives to discuss the following:

- Review the performance of Non-Independent Directors of the Company except Chairman;
- Review the performance of the Board as a whole;
- Review the performance of the Chairman of the Company.

#### b. Familiarization Programme for Independent Directors:

At the time of appointing an Independent Director, a formal letter of appointment is given to him/her, which inter alia explains the role, function, duties and responsibilities to be performed by him/her as an Independent Director of the Company. He is also explained in detail the Compliance required from him/ her under the Act, SEBI Listing Regulations and other various statutes and an affirmation is obtained. Further, on an ongoing basis as a part of Agenda of Board / Committee Meetings, presentations by internal auditors on financials and internal financial controls, are regularly made to the Independent Directors on various matters inter-alia covering the Company's business and role, rights, responsibilities of the Independent Directors under various statutes and other relevant matters.

The details of Familiarization Programmes imparted to Independent Directors, have been hosted on website of the Company. Link: <https://rajshreepolypack.com/wp-content/uploads/2021/09/Familiarization-Programme-for-Independent-Directors.pdf>

#### c. Chart or matrix setting out skills/expertise/competence of the Board of Directors:

A matrix setting out the core skills/ expertise/ competence as required in the context of the business or sector for the Company to function effectively in comparison with core skills/ expertise/ competence actually available with the Board of Directors of the Company as on March 31, 2022 are stated hereunder:

Sr. No	List of core skills/ expertise/ competence	Mr. Ramswaroop Radheshyam Thard	Mr. Naresh Radheshyam Thard	Mr. Anand Sajjankumar Rungta	Mr. Alain Edmond Berset	Mr. Rajesh Satyanarayan Murarka	Mr. Pradeep Kumar Gupta	Mr. Praveen Bhatia	Mr. Sangeeta Sarin
1	Industry experience and Knowledge	✓	✓	✓	✓	-	✓	✓	-
2	Sales and Marketing Functions	✓	✓	✓	-	-	-	✓	-
3	Management of Business Operations	✓	✓	✓	-	-	-	-	-
4	Business Development and Strategy Formation	✓	✓	✓	✓	✓	✓	✓	✓
5	Finance and Accounting	✓	✓	-	-	✓	-	✓	-
6	Risk and compliance Oversight	✓	✓	-	-	-	-	✓	-
7	Corporate Governance	✓	✓	✓	✓	✓	✓	✓	✓
8	Human Resource & Information Technology	✓	✓	-	-	-	-	-	-

## C. SUBSIDIARY COMPANIES

As on March 31, 2022 the Company had no Subsidiary, Joint Venture and Associate company.

## D. COMMITTEES OF THE BOARD

The Board of Directors has constituted Committees to deal with specific areas and activities which concern the Company and requires a closer review. The Committees are formed with approval of the Board and functions under in accordance with powers it derived from the Board. These Committees play an important role in the overall management of day today affairs and governance of the Company. The Committees meet at regular intervals and take necessary steps to perform its duties entrusted by the Board. The Minutes of the Committee Meetings are placed before the Board for noting.

The Board currently has the following 5 (five) Committees:

- AUDIT COMMITTEE
- NOMINATION AND REMUNERATION COMMITTEE
- CORPORATE AND SOCIAL RESPONSIBILITY COMMITTEE
- STAKEHOLDER RELATIONSHIP COMMITTEE
- EXECUTIVE COMMITTEE

### 1. AUDIT COMMITTEE

The Audit Committee acts as a link between the Statutory Auditors, Internal Auditors, the Management and the Board of Directors and entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The Audit committee interacts with the Internal Auditors, Statutory Auditors and reviews and recommends their appointment and remuneration. The Audit Committee is provided with all necessary assistance and information for enabling them to carry out its function effectively.

The Committee's composition meets the requirements of Section 177 of the Act and Regulation 18 of SEBI Listing Regulations. Members of the Audit Committee possess financial / accounting expertise / exposure/ qualifications.

#### a. Composition as on March 31, 2022:

The Audit Committee comprises of 2(two) Non- Executive Independent Directors namely Mr. Rajesh Satyanarayan Murarka and Mr. Pradeep Kumar Gupta, and 1(one) executive director Mr. Ramswaroop Radeshyam Thard, Chairman & Managing Director of the Company. As on March 31, 2022, Mr. Rajesh Satyanarayan Murarka, Non- Executive Independent Director of the Company, heads the Audit Committee as Chairperson and Ms. Mitali Rajendra Shah, Company Secretary acts as Secretary. The members of the Committee are well versed in finance, accounts, company law and general business practices.

#### b. Terms of Reference:

The terms of reference of Audit Committee are in conformity with Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations. The brief terms of reference inter alia are as follows:

- Recommending to the Board, the appointment, re-appointment including the filling of a casual vacancy and, if required, the replacement or removal of the auditor/s, remuneration and terms of appointment of auditors;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Examination of the company's financial statement and the auditors' report;
- Approval including omnibus approval or any subsequent modification for related party transactions proposed to be entered into by the Company;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertaking or assets of the Company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Monitoring the end use of funds raised through public offers and related matters;
- Reviewing, with the management, the financial statements before submission to the Board for approval;
- Reviewing, with the management, performance of auditors and internal auditors and
- Carrying out such other functions as delegated by the Board.

#### c. Meeting and Attendance of the Committee:

The Audit Committee met 4(four) times during the financial year 2021-22 i.e., on June 24, 2021, August 25, 2021, November 12, 2021 and February 14, 2022. The Audit Committee meetings are also generally attended by the Chief Financial Officer and the representatives of Statutory and Internal Auditors. The minutes of every meeting of Audit Committee were approved by the Chairman of the Committee and taken note of, by the Board in every subsequent meeting.

## RAJSHREE POLYPACK LIMITED

The details of attendance of the members in meetings are as follows:

Name of the Members	Position in the Committee	Designation	No. of Meetings held / Attended during the year
Mr. Rajesh Satyanarayan Murarka	Chairperson	Non-Executive Independent Director	4/4
Mr. Pradeep Kumar Gupta	Member	Non-Executive Independent Director	4/4
Mr. Ramswaroop Radheshyam Thard	Member	Chairman & Managing Director	4/4

## 2. NOMINATION AND REMUNERATION COMMITTEE

### a. Composition as on March 31, 2022:

As on April 1, 2021, the Nomination and Remuneration Committee comprised of Mr. Praveen Bhatia (Nominee Director on behalf of WifagPolytype Holding AG ("Wifag") as Chairperson, Mr. Rajesh Satyanarayan Murarka (Non-Executive Independent Director) and Mr. Pradeep Kumar Gupta (Non-Executive Independent Director) as members. However, Wifag withdrew Mr. Praveen Bhatia's nomination as Nominee Director from the Company's Board w.e.f. April 26, 2021. Therefore, he resigned on April 27, 2021. Post his resignation, the Committee was reconstituted on May 7, 2021. Mr. Rajesh Satyanarayan Murarka was appointed as Chairperson of the Committee and Mrs. Sangeeta Sarin was appointed as member of the Committee.

### b. Terms of Reference:

The Nomination & Remuneration Committee ensures effective compliances as required under Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations. The terms of reference of the Nomination & Remuneration Committee, are as follows:

- identify persons who are qualified to become directors and who may be appointed in the Senior Management of the Company;
- formulate criteria for determining qualification, positive attributes and independence of a director;
- recommend to the Board, appointment and removal of a director and Senior Management;
- evaluate the Board's performance and carry out evaluation of every director's performance;
- make recommendations to the Board relating to the remuneration of directors, KMP and other employees.
- ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors, KMP and Senior Management to run the Company successfully;
- ensure that remuneration to directors, KMP and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.
- delegate any of its powers to one or more of its members or the secretary, of the Committee and
- consider such other key issues or matters as may be referred by the Board or as may be necessary in view of the provisions of the Act and Rules made thereunder.

### c. Meeting and Attendance of the Committee:

The Nomination and Remuneration Committee met 2(twice) times during the financial year 2021-22 i.e., on June 24, 2021 and August 25, 2021. The minutes of every meeting of Nomination and Remuneration Committee were approved by the Chairman of the Committee and taken note of, by the Board in every subsequent meeting.

The details of attendance of the members in meetings are as follows:

Name of the Members	Position in the Committee	Designation	No. of Meetings held / Attended during the year
Mr. Praveen Bhatia	Chairperson*	Non-Executive Nominee Director	0/2
Mr. Rajesh Satyanarayan Murarka	Chairperson*	Non-Executive Independent Director	2/2
Mr. Pradeep Kumar Gupta	Member	Non-Executive Independent Director	2/2
Mrs. Sangeeta Sarin*	Member	Non-Executive Independent Director	2/2

\*Note: Mr. Praveen Bhatia (DIN: 00147498) resigned w.e.f. April 27, 2021.

To fill the vacancy created by the resignation of Mr. Praveen Bhatia and to comply with the requirements of Section 178 of the Act, the Nomination and Remuneration Committee was reconstituted on May 7, 2021. Mrs. Sangeeta Sarin was appointed as a member and Mr. Rajesh Satyanarayan Murarka was designated as the Chairperson of the Committee.



### 3. CORPORATE SOCIAL RESPONSIBILITY ("CSR") COMMITTEE

#### a. Composition as on March 31, 2022:

The CSR Committee comprises of 2(two) Executive Directors namely Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director and Mr. Naresh Radheshyam Thard, Joint Managing Director and 1(one) Non Executive Independent Director namely Mr. Pradeep Kumar Gupta. As on March 31, 2022, Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director of the Company, headed the CSR Committee as Chairperson.

The composition and role of the CSR Committee are in line with Section 135 of the Act, and Rules framed thereunder. The Company Secretary of the Company acts as Secretary to the Committee.

#### b. Terms of Reference:

The terms of the reference of the CSR Committee covers all the matters prescribed under Section 135 of the Act read with the Companies (Corporate Social Responsibility) Rules, 2014 (as amended from time to time) which include formulating and recommending to the Board; the CSR Policy and activities to be undertaken by the Company, recommending the amount of expenditure to be incurred on CSR activities of the Company.

The detailed terms of reference of the CSR Committee is available on the website of the Company at [www.rajshreepolypack.com](http://www.rajshreepolypack.com).

The Company's CSR Policy primarily focusses on Education, Environmental Sustainability, Promoting Health Care, Eradicating hunger, poverty and malnutrition, Relief Funds including CoVID-19 pandemic related Relief Funds and the same are within the ambit of Schedule VII of the Act.

During the year, the Company expended on several initiatives under its CSR Policy, directly as well as indirectly through agencies permitted under the Act.

An Annual report on CSR activities as prescribed under the Act and Rules made thereunder is annexed to the Directors' Report.

#### c. Meetings and Attendance of the Committee:

The CSR Committee met 2(twice) times during the financial year 2021-22 i.e., on June 24, 2021 and August 25, 2021. The minutes of every meeting of CSR Committee were approved by the Chairman of the Committee and taken note of, by the Board in every subsequent meeting.

The details of attendance of the members in meetings are as follows:

Name of the Members	Position in the Committee	Designation	No. of Meetings held / Attended during the year
Mr. Ramswaroop Radheshyam Thard	Chairperson	Chairman & Managing Director	2/2
Mr. Naresh Radheshyam Thard	Member	Joint Managing Director	2/2
Mr. Pradeep Kumar Gupta	Member	Non-Executive Independent Director	2/2

### 4. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee oversees the redressal of Shareholder's complaints relating to share transfers/ transmission and non-receipt of Annual reports, etc.

#### a. Composition as on March 31, 2022:

The Stakeholders Relationship Committee comprises of 1(one) independent director namely, Mr. Rajesh Satyanayan Murarka and 2(two) executive directors namely, Mr. Naresh Radheshyam Thard and Mr. Anand Sajankumar Rungta. Mr. Rajesh Satyanayan Murarka, Independent Director is the Chairperson of the Committee. Ms. Mitali Rajendra Shah, Company Secretary is a Compliance Officer of the Committee.

#### b. Terms of Reference:

The terms of reference of the Stakeholders' Relationship is as under:

- Formulation of policies and procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from security holders from time to time;
- Redressal of shareholders and investor complaints/ grievances e.g. transfer of shares, non-receipt of balance sheet, non-receipt of declared dividend etc.;
- To approve, register, refuse to register transfer / transmission of shares and other securities;
- To sub-divide, consolidate and / or replace any share or other securities certificate(s) of the Company;

## RAJSHREE POLYPACK LIMITED

- To approve the transmission of shares or other securities arising as a result of death of the sole/any joint shareholder or operation of law;
- To monitor and review the performance and service standards of the Registrar and Share Transfer Agents of the Company and provides continuous guidance to improve the service levels for investors;
- Monitor and review any investor complaints received by the Company or through SEBI, SCORES and ensure its timely and speedy resolution, in consultation with the Company Secretary and Compliance officer and RTA of the Company;
- The role of the stakeholders committee shall be as specified as in Part D of the Schedule II of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended from time to time;
- Resolving the grievances of shareholders;
- Review of measures taken for voting by shareholders;
- Review of adherence to the service standards for services rendered by the RTA and
- Review of the various measures for reducing the quantum of unclaimed dividends, ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

### c. Meeting and Attendance of the Committee:

The Stakeholder Relationship Committee met 1(once) time during the financial year 2021-22 i.e., on November 12, 2021. The minutes of every meeting of Stakeholder Relationship Committee were approved by the Chairman of the Committee and taken note of, by the Board in every subsequent meeting.

The details of attendance of the members in meetings are as follows:

Name of the Members	Position in the Committee	Designation	No. of Meetings held / Attended during the year
Mr. Rajesh Satyanarayan Murarka	Chairperson	Non- Executive Independent Director	1/1
Mr. Naresh Radheshyam Thard	Member	Joint Managing Director	1/1
Mr. Anand Sajjankumar Rungta*	Member	Whole-time Director	1/1

*\*Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors had appointed Mr. Anand Sajjankumar Rungta as an Additional Director (Non-Executive) w.e.f. February 10, 2021. Further, in the financial year 2021-22, he was re-designated as Whole-time Director w.e.f. June 24, 2021, post approval of shareholders at the 10<sup>th</sup> Annual General Meeting dated September 24, 2021. The Stakeholders' Relationship Committee was reconstituted in the Board Meeting dated June 24, 2021 by including Mr. Anand Sajjankumar Rungta as member of Stakeholder Relationship Committee.*

### d. Details of Investor Complaints received and resolved during the year:

The details of complaints received, resolved and pending are as under;

Particulars	Number of Complaints
Number of complaints received during financial year 2021-22	Nil
Number of complaints disposed of during the financial year 2021-22	Nil
Number of complaints not resolved to the satisfaction of the shareholders as on March 31, 2022	Nil
Number of pending complaints as on March 31, 2022	Nil

## 5. EXECUTIVE COMMITTEE

To ensure the smooth functioning of the day to day business activities/operations of the Company, an Executive Committee be formed consisting of Executive Directors & KMPs of the Company where specific approval of the Board of Directors are not required.

### a. Composition as on March 31, 2022:

The Executive Committee comprises of 2(two) Executive Directors - Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director and Mr. Naresh Radheshyam Thard, Joint Managing Director and Mr. Sunil Sawarmal Sharma, Chief Financial Officer. Mr. Ramswaroop Radheshyam Thard is the Chairperson of the Committee.

### b. Terms of Reference:

The Executive Committee is formed for smooth functioning of the day to day business activities/operations of the Company, where specific approval of the Board of Directors is not required.

### c. Meetings and Attendance of the Committee:

The Executive Committee met 8(eight) times during the financial year 2021-22 i.e., April 15, 2021; July 15, 2021; August 19, 2021; October 21, 2021; November 17, 2021; December 9, 2021; January 3, 2022 and March 7, 2022. The minutes of every meeting of Executive Committee were approved by the Chairman of the Committee and taken note of, by the Board in every subsequent meeting.

The details of attendance of the members in meetings are as follows:

Name of the Members	Position in the Committee	Designation	No. of Meetings held / Attended during the year
Mr. Ramswaroop Radheshyam Thard	Chairperson	Chairman & Managing Director	8/8
Mr. Naresh Radheshyam Thard	Member	Joint Managing Director	8/8
Mr. Sunil Sawarmal Sharma	Member	Chief Financial Officer	8/8

#### E. REMUNERATION OF DIRECTORS:

Executive directors of the Company are appointed by the Board of Directors subject to the approval of shareholders in the general meeting. The remuneration package of the executive directors is determined by the Nomination and Remuneration Committee within the permissible limits, subject to approval by the Board and shareholders in their respective meetings as per the applicable provisions of the Act.

The details of remuneration paid to all Directors (Executive and Non-Executive Independent Directors) during the year 2021-22 are as under:

Sr. No.	Name of the Directors	Designation	Basic Salary Paid (₹)	Allowances & Perquisites (₹)	Sitting fees paid (₹)	Professional fees (₹)	Total Remuneration (₹)
1	Mr. Ramswaroop Radheshyam Thard	Chairman & Managing Director	78,66,000	-	-	-	78,66,000
2	Mr. Naresh Radheshyam Thard	Joint Managing Director	62,10,000	-	-	-	62,10,000
3	Mr. Anand Sajjankumar Rungta	Whole-time Director	13,50,000	-	15,000*	-	13,65,000
4	Mr. Alain Edmond Berset	Nominee Director	-	-	45,000	-	45,000
5	Mr. Rajesh Satyanarayan Murarka	Non- Executive Independent Director	-	-	60,000	-	60,000
6	Mr. Pradeep Kumar Gupta	Non- Executive Independent Director	-	-	60,000	4,00,000**	4,60,000
7	Mrs. Sangeeta Sarin	Non- Executive Independent Director	-	-	60,000	-	60,000
8	Mr. Praveen Bhatia	Non- Executive Independent Director	-	-	30,000	11,00,000***	11,30,000

\* upto June 24, 2021, Mr. Anand Sajjankumar Rungta was Additional Director (Non-Executive).

\*\* Mr. Pradeep Kumar Gupta, Non-Executive Independent Director, was paid Rs. 1,00,000/- per quarter for providing the professional services rendered by him to the Company for financial year 2021-22.

\*\*\*Mr. Praveen Bhatia, resigned from Nominee Director w.e.f April 27, 2021 as WifagPolytype Holding AG has withdrawn his nomination as Nominee Director on the board of our Company and subsequently, Company has appointed him as Non Executive Independent Director w.e.f. June 24, 2021, post approval of shareholders in the 10<sup>th</sup> Annual General Meeting held on September 24, 2021.

Mr. Praveen Bhatia, Non-Executive Independent Director, was paid Rs. 1,00,000/- per month for providing the professional services rendered by him to the Company for financial year 2021-22.

#### Criteria of making payments to Non-executive Directors

The Company has in place a Policy stating the criteria for making payments to Non-executive Directors. The same has been up uploaded on the Company's website: <https://rajshreepolypack.com/wp-content/uploads/2021/09/Criteria-for-making-payments-to-NED.pdf>

#### Details of service contracts, Notice Period and Severance Fees

The Company does not have any policy for service contracts, notice period and severance fees or any other payment to the Independent Directors when they leave the Company.

## RAJSHREE POLYPACK LIMITED

### F. POLICIES

#### i. WHISTLE BLOWER POLICY

The Company is committed to adhere to high standards of corporate governance. The Company has adopted a Whistle Blower Policy as part of vigil mechanism to provide appropriate avenues to the Directors and employees to bring to the attention of the management any issue which is perceived to be in violation of or in conflict with the fundamental business principles of the Company. The employees are encouraged to voice their concerns by way of whistle blowing and all the employees have been given access to the Audit Committee. The Company Secretary is the designated officer for effective implementation of the policy and dealing with the complaints registered under the policy. All cases registered under the Whistle Blower policy of the Company are subject to review by the Audit Committee. The Whistle Blower policy is available on the website of the Company at the web-link: <https://www.rajshreepolypack.com/wp-content/uploads/2018/03/Whistle-blower-Policy.pdf>

#### ii. REMUNERATION POLICY

The Board on the recommendation of the Nomination and Remuneration Committee has framed a policy for selection and appointment of Directors, Senior Management Personnel and determination of remuneration payable to them. The policy contains, *inter alia*, criteria's for director's appointment and remuneration including determining qualifications, positive attributes, independence of a director, etc. The Remuneration Policy is available on the website of the Company at the weblink: <https://www.rajshreepolypack.com/wp-content/uploads/2018/04/Nomination-and-Remuneration-Policy.pdf>

#### iii. POLICY ON RELATED PARTY TRANSACTIONS

In line with requirement of the Act and SEBI Listing Regulations, your Company has formulated a policy on Related Party Transactions which is available on the Company's website at the weblink : <https://rajshreepolypack.com/wp-content/uploads/2022/05/RPT-Policy-14.02.2022.pdf>

The policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and related parties. This policy specifically deals with the review and approval of material related party transactions keeping in mind the potential or actual conflicts of interest that may arise because of entering into these transactions. All related party transactions are placed before the Audit Committee for review and approval. Prior omnibus approval is obtained on an annual basis for transactions with related parties which are of repetitive nature and / or entered in the ordinary course of business and on an arm's length basis.

#### iv. CORPORATE SOCIAL RESPONSIBILITY POLICY

The Corporate Social Responsibility ("CSR") Policy is formulated in consultation with the CSR Committee and as envisaged under Section 135 of the Act and the Rules framed thereunder and is available on the Company's website at the weblink : <https://rajshreepolypack.com/wp-content/uploads/2021/07/Amended-CSR-Policy-RPPL.pdf>

The CSR policy outlines the Company's philosophy and responsibility as a corporate citizen of India and lays down the guidelines and mechanism for undertaking socially useful programmes for the welfare and sustainable development of the communities across the country.

#### v. POLICY FOR DETERMINING MATERIAL SUBSIDIARIES

As on March 31, 2022, the Company did not have any company as its subsidiary. Hence, the requirement for framing a 'Policy for determining material subsidiaries' under the SEBI Listing Regulations did not apply to our Company as on March 31, 2022.

### G. MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis Report as required under Regulation 34(2)(e) of the SEBI Listing Regulations is given in a separate section in this Annual Report and forms part of the Directors' Report.

### H. DISCLOSURES

#### a. Related Party Transactions

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. All related party transactions are placed before the Audit Committee and also the Board for approval.

Details of all transactions entered into by the Company with the related parties have been disclosed under "Related Party Transactions" in Note No. 41 of the Annual Financial Statements forming part of the Annual Report. In line with the requirements of the Act and SEBI Listing Regulations, no member of a company is permitted to 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.

The web-link of the Policy for determining Related Party Transactions is stated here- [j/https://rajshreepolypack.com/wp-content/uploads/2022/05/RPT-Policy-14.02.2022.pdf](https://rajshreepolypack.com/wp-content/uploads/2022/05/RPT-Policy-14.02.2022.pdf).

**b. Confirmation by the Board of Directors on acceptance of Recommendation of Mandatory Committees**

The Board of the Company has accepted all recommendations of its various Committees, as mandatorily required to be approved by it during the financial year 2021-22.

**c. Accounting treatment in preparation of financial statements**

The financial statements have been prepared to comply in all material respects with the applicable Accounting Standards notified under Section 133 and the relevant provisions of the Act and generally accepted accounting principles in India.

The equity shares of the Company are listed on the Capital Market Segment (Main Board) pursuant to migration from the SME Emerge platform w.e.f. November 26, 2021.

Post Migration to the Main Board, the Company and its auditors have complied with the Indian Accounting Standards ("IND AS"), as applicable, pursuant to Rule 4 of the Companies (Indian Accounting Standards) Rules, 2014.

**d. Details of non-compliance with regard to the capital markets**

There have been no instances of non-compliance by the Company, strictures imposed by the National Stock Exchange of India Limited ("NSE") or SEBI or any other statutory authority on any matter related to capital markets in the last 3(three) years.

**e. Proceeds from public issues, rights issues, preferential issues, etc.**

During the year under review, the Company did not raise any proceeds from preferential allotment or qualified institutions placement.

**f. Insider Trading**

In order to regulate trading in securities of the Company by the Designated Persons, your Company has adopted the Code of Internal Procedures and Conduct for regulating, monitoring and reporting of trading by insiders ("**Insider Trading Code**") and the 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time) ("**SEBI PIT Regulations**"). The SEBI PIT Regulations, prohibits trading in shares by an 'insider' when in possession of Unpublished Price Sensitive Information ("**UPSI**"). The Insider Trading Code prevents misuse of UPSI and it also provides for periodical disclosures and obtaining pre-clearance for trading in securities of your Company by the Designated Persons.

The Board of Directors have also formulated a Policy for determination of 'legitimate purposes' as a part of the Code of Fair Disclosure and Conduct as per the requirements of the Prohibition of Insider Trading Regulations.

**g. Compliance with the mandatory Corporate Governance requirements as prescribed under the SEBI Listing Regulations**

The Board of Directors periodically reviews the compliance of all applicable laws. The Company is in full compliance with all the mandatory requirements of Corporate Governance as specified in Regulation 17 to 27 and Clauses (b) to (i) of sub-Regulation (2) of Regulation 46 of the SEBI Listing Regulations. The equity shares of our Company are listed on the Capital Market Segment (Main Board) pursuant to migration from the SME Emerge platform w.e.f. November 26, 2021.

**h. Certificate on Corporate Governance**

The Company has obtained a certificate from M/s. Nishant Bajaj & Associates, Practicing Company Secretaries regarding compliance of the conditions of Corporate Governance, as stipulated in Regulation 34(3) read with Part E of Schedule V of the SEBI Listing Regulations. The certificate together with this Report on Corporate Governance is annexed to the Directors' Report (forming part of the Annual Report) shall be sent to all the shareholders of the Company and the NSE along with the Annual Report of the Company.

**i. Compliance with Non-Mandatory Requirements**

In addition to the mandatory requirements, the Company has also adopted the following non-mandatory requirements as prescribed in Regulation 27 of the SEBI Listing Regulations:

- (a) Unqualified Audit opinions / reporting;
- (b) The Head of the Internal Audit Team reporting directly to the Audit Committee.

**j. Corporate Ethics**

As a responsible corporate citizen, the Company consciously follows corporate ethics in business and corporate interactions. The Company has framed codes and policies providing guidance for carrying business in an ethical manner. Some of these policies are:

- a) Code for Prevention of Insider Trading;
- b) Code of Conduct;



## RAJSHREE POLYPACK LIMITED

- c) Whistle Blower Policy; and
- d) Safety, Health and Environment Policy in each of the units.

In conformity with the recent statutory changes, the codes have been revised accordingly.

### k. Disclosures under the Prevention of Sexual Harassment at Workplace Act, 2013

Your Company has constituted an Internal Complaints Committee as per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to redress complaints relating to sexual harassment at its workplaces. The details in relation to the aforesaid Act is as below:

- (i) Number of complaints filed during the financial year 2021-22: Nil
- (ii) Number of complaints disposed of during the financial year 2021-22: Nil
- (iii) Number of complaints pending as on end of the financial year 2021-22: Nil

### l. CEO (Chairman & Managing Director) and Chief Financial Officer (CFO) certification

The Chairman & Managing Director and CFO have made necessary certification on the Financial Statements of the Company for the financial year March 31, 2022 to the Board of the Company. The said certificate is annexed and forms part of this Annual Report.

### m. Remuneration to the Statutory Auditors

Details of the total fees paid to the Statutory Auditors by your Company are disclosed in Note No. 38(a) of the Annual Financial Statements in compliance with the SEBI Listing Regulations.

### n. Loans and advances in the nature of loans to firms / companies in which the Directors are interested: Not Applicable.

## I. UNPAID / UNCLAIMED DIVIDENDS

According to the provisions of the Act, the amount of dividend remaining unclaimed for a period of 7(seven) years from the date of its disbursement, has to be transferred to the Investor Education and Protection Fund ("IEPF"), maintained by the Government of India.

## J. SHAREHOLDER INFORMATION

### i) Means of communication

The Company follows a robust process of communicating with its stakeholders and investors. For this purpose, it provides multiple channels of communications through dissemination of information on the on-line portal of the NSE, the Annual Reports and by placing relevant information on its website.

The quarterly and annual audited financial results of the Company are sent to the NSE immediately after they are approved by the Board.

The quarterly financial results are normally published in Business Standard (all editions) in English and Mumbai Lakshadeep in Marathi in terms of Regulation 47 of the SEBI Listing Regulations. The results are also hosted on the website of the Company – [www.rajshreepolypack.com](http://www.rajshreepolypack.com)

The Company organizes analyst meets to apprise and make public the information relating to the Company's working and future outlook. The same is also available on the website of the Company- [www.rajshreepolypack.com](http://www.rajshreepolypack.com).

The presentations on the performance of the Company are placed on the Company's website for the benefit of the institutional investors, analysts and other shareholders after the financial results are communicated to the NSE.

Annual Reports, notice of the meetings and other communications to the Members are sent through e-mail, post or courier.

In accordance with Regulation 46 of the SEBI Listing Regulations, the Company has maintained a functional website at [www.rajshreepolypack.com](http://www.rajshreepolypack.com) containing information about the Company viz. the details of its business, financial information, shareholding pattern, compliance with corporate governance norms, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances, etc. The contents of the said website are updated from time to time.

Further, the Company disseminates to NSE wherein the equity shares of the Company are listed, all mandatory information and price sensitive / such other information which in its opinion are material and / or have a bearing on its performance / operations and issues press releases wherever necessary for the information of the public at large. For the benefit of the shareholders, a separate email id has been created for shareholder correspondence viz. [cosec@rajshreepolypack.com](mailto:cosec@rajshreepolypack.com).

## ii) GENERAL BODY MEETING OF THE COMPANY

Details of the last 3(three) Annual General Meetings ("AGMs") of the Company are as under:

AGM	Financial Year	Date	Time	Venue / Location	Special resolutions passed during the last 3 (three) AGMs
10 <sup>th</sup>	2020-21	Friday, September 24, 2021	04.00 pm	Through Video Conference/ Other Audio Visual means (Deemed venue): Registered Office: Lodha Supremus Unit No 503-504, 5 <sup>th</sup> Floor, Road No. 22, Kishan Nagar, Near New Passport Office, Wagle Estate Thane West - 400604.	<ol style="list-style-type: none"> <li>1. Appointment of Mr. Anand Sajankumar Rungta (DIN:02191149) as a Whole-time Director of the Company and approve his remuneration;</li> <li>2. Re-appointment of Mr. Ramswaroop Radheshyam Thard (DIN: 02835505) as the Chairman &amp; Managing Director;</li> <li>3. Re-appointment of Mr. Naresh Radheshyam Thard (DIN: 03581790) as the Joint Managing Director.</li> </ol>
9 <sup>th</sup>	2019-20	Monday, September 28, 2020	04.00 pm	Through Video Conference/ Other Audio Visual means (Deemed venue): Registered office: Lodha Supremus Unit No 503-504, 5 <sup>th</sup> Floor, Road No. 22, Kishan Nagar, Near New Passport Office, Wagle Estate Thane West - 400604.	<ol style="list-style-type: none"> <li>1. Change in the name of the proposed Factory Unit IV.</li> </ol>
8 <sup>th</sup>	2018-19	Friday, September 27, 2019	02.30 pm	Babubhai Chinai Committee Room, 2 <sup>nd</sup> Floor IMC Building, IMC Marg, Near Churchgate Station, Churchgate, Mumbai- 400020	<ol style="list-style-type: none"> <li>1. Revision in remuneration payable to Mr. Ramswaroop Radheshyam Thard, Managing Director of the Company.</li> <li>2. Revision in remuneration payable to Mr. Naresh Radheshyam Thard, Joint Managing Director of the Company.</li> </ol>

The 11<sup>th</sup> AGM of the Company is proposed to be held on Thursday, September 29, 2022 at 4.00 p.m. at the Registered Office of the Company.

### Postal Ballot:

During the year, following Resolutions were passed by the Company through Postal Ballot.

#### a. Special Resolution passed through Postal Ballot

Sr. No	Particulars of Resolution
1	Migration of Listing/ Trading of Equity shares of the Company from Emerge Platform of National Stock Exchange of India Limited ("NSE EMERGE") to Main Board of National Stock Exchange of India Limited ("NSE").

#### b. Details of voting pattern

Particulars	% of Votes
Votes in favour of the Resolution	100
Votes against the Resolution	-

### Procedure for Postal ballot & person who conducted the Postal Ballot exercise

Pursuant to the provisions of Section 110 of the Act read with Rule 22 of Companies (Management and Administration) Rules, 2014 ("Companies Management Rules"), as amended from time to time, the Company had issued Postal Ballot Notice dated June 24, 2021 to the Members, seeking their consent with respect to Migration of Listing/Trading of Equity shares of the Company from the 'Emerge Platform' of NSE ("NSE EMERGE") to the 'Main Board' of NSE.

In compliance with provisions of Section 108 and Section 110 and other applicable provisions, of the Act read with the Companies Management Rules, the Company had provided remote e-voting facility to all the Members of the Company. The Company engaged the services of National Security Depositories Limited ("NSDL"), for facilitating e-voting to enable the Members to cast their votes electronically.

The Board had appointed Mr. Nishant Bajaj, (ACS 28341, COP 21538), Practicing Company Secretary, to act as the Scrutinizer for Postal Ballot process. The voting period commenced on Thursday, July 1, 2021 at 9.00 a.m. (IST) and ended on Friday, July 30, 2021 at 5.00 p.m. (IST).

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The cut-off date, for the purpose of determining the number of Members was Friday, June 25, 2021 and the total number of Members as on cut-off date was 622. The Scrutinizer, after the completion of scrutiny, submitted his report to Ms. Mitali Rajendra Shah, Company Secretary, duly authorised by the Chairperson to accept, acknowledge and countersign the same as well as declare the voting results in accordance with the provisions of the Act, the Companies Management Rules framed thereunder and the Secretarial Standard - 2 issued by the Institute of Company Secretaries of India.

The consolidated results of the voting by Postal Ballot and e-voting were announced on July 31, 2022. The results were also displayed on the website of the Company at [www.rajshreepolypack.com](http://www.rajshreepolypack.com) and also communicated to NSE.

**Issuance of Certificates/Receipts/Letters/Advices for securities & dealing with unclaimed securities:-** Not Applicable during the period under review.

Pursuant to requirements of Regulation 39 (4) of the Listing Regulations, the Company has adhered the procedural requirements specified in Schedule VI while dealing with securities issued to the public, physical or otherwise, as applicable, and there are NIL shares that are unclaimed / lying in the escrow account as on March 31, 2022.

### iii) General Shareholders' information

#### a. 11<sup>th</sup> Annual General Meeting

<b>Date</b>	<b>September 29, 2022</b>
<b>Day</b>	<b>Thursday</b>
<b>Time</b>	<b>04.00 pm</b>
<b>Mode</b>	Through Video Conference/ Other Audio Visual means (Deemed venue): Registered Office: Lodha Supremus Unit No 503-504, 5 <sup>th</sup> Floor, Road No. 22, Kishan Nagar, Near New Passport Office, Wagle Estate Thane West - 400604.

#### b. Record date

The record date for the purpose of entitlement of dividend will be Thursday, September 22, 2022.

#### c. Tentative financial calendar

Next financial year	April 1, 2022 to March 31, 2023
First Quarter Results & Limited Review	On or before August 14, 2022
Second Quarter Results & Limited Review	On or before November 14, 2022
Third Quarter Results & Limited Review	On or before February 14, 2023
Audited Annual Results (2022-23)	On or before May 30, 2023

### iv) Dividend Payment Date

Payment date (tentative): on or before Friday, October 28, 2022.

The Board at its meeting held on August 13, 2022, has recommended payment of Final Dividend of ₹ 0.50 (Rupee Fifty paise) per share for the financial year ended March 31, 2022, subject to shareholder's approval at the forthcoming 11<sup>th</sup> AGM. If approved, the dividend will be paid to the shareholders on or before Friday, October 28, 2022 (within 30 working days from the date of AGM) to those members whose names are appearing in the Register of Members on Thursday, September 22, 2022. The Company will continue to use NECS / ECS or any other electronic mode for payment of dividend to the shareholders located in places where such facilities / system is in existence.

### v) Listing on Stock Exchanges and symbol:

The Company is listed on the NSE and its SYMBOL is RPPL.

The Annual Listing fees for the financial year 2022 - 23 has been paid to the Stock Exchanges within the stipulated time.

### vi) Corporate Identification Number

The Corporate Identification Number of the Company allotted by the Ministry of Corporate Affairs, Government of India is L25209MH2011PLC223089. The Company is registered in the State of Maharashtra.

**vii) Market price data**

High / low market price of the Company's equity shares traded on stock exchanges where the equity shares are listed during the last financial year are as follows:

Month	National Stock Exchange of India Limited			
	Shares Price in ₹			NIFTY
	High	Low	Close	Close
April, 2021	Not Available*			14,631.10
May, 2021				15,582.80
June, 2021				15,721.50
July, 2021				15,763.05
August, 2021				17,132.20
September, 2021				17,618.15
October, 2021				17,671.65
November, 2021	241.95	186.00	194.90	16,983.20
December, 2021	284.00	182.65	263.40	17,354.05
January, 2022	273.75	202.55	220.50	17,339.85
February, 2022	229.00	152.05	166.60	16,793.90
March, 2022	203.20	147.15	186.90	17,464.7

\* The Company was listed on the Capital Markets Segment (Main Board) of NSE w.e.f. November 26, 2021.

**viii)** During the financial year 2021-22, the equity shares of the Company were not suspended from trading.

**ix) Distribution of shareholding as on March 31, 2022**

The distribution of shareholding as on March 31, 2022 was as follows:

Sr_No	Nos. of Shares	Shareholders		Shares	
		Number	% of total share capital	No. of shares	% of total share capital
1	1 to 500	2092	74.08	2,19,444	1.95
2	501 to 1000	431	15.26	4,00,430	3.56
3	1001 to 2000	137	4.85	2,24,231	2.00
4	2001 to 3000	63	2.23	1,67,116	1.49
5	3001 to 4000	27	0.96	99,324	0.88
6	4001 to 5000	21	0.74	1,02,391	0.91
7	5001 to 10000	25	0.89	1,83,935	1.64
8	10001 and above	28	0.99	98,37,129	87.57
	<b>TOTAL :</b>	<b>2824</b>	<b>100</b>	<b>1,12,34,000</b>	<b>100</b>

**x) Details of shareholding as on March 31, 2022 was as under**

Sr. No	Particulars	As on March 31, 2022	
		Nos. of shares	%
1	Promoters / Promoter Group	58,68,287	52.24
2	Institutional Investors	8,77,418	7.81
3	Foreign Company	22,26,084	19.82
4	Clearing Members	16,627	0.15
5	Non Resident Indians (NRI's)	50,370	0.45
6	Others	21,95,214	19.54
	<b>Total</b>	<b>1,12,34,000</b>	<b>100.00</b>

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### xi) Dematerialization of shares and liquidity

The equity Shares of the Company are listed on NSE. The Company has an agreement with National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") for providing depository services for holding the shares in dematerialized mode. The ISIN of the Company for its shares is (INE760W01015).

As on March 31, 2022, 1,12,33,998 Equity shares i.e., 99.99% of the Equity Share Capital of the Company was held in dematerialized form. The Company has paid the requisite fees to the aforesaid authorities for the financial year 2021 - 22.

### xiii) Communication to Members

Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2022/8 dated 25th January, 2022 has mandated the companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate, Claim from Unclaimed Suspense Account; Renewal / Exchange of securities certificate; Endorsement; Sub-division / Splitting of securities certificate; Consolidation of securities certificates / folios; Transmission and Transposition. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR - 4, the format of which is available on the Company's website under the link : <https://rajshreepolypack.com/investors/#1661415496178-073fbce1-3d5b>

Members holding shares in physical form are requested to dematerialize their holding at the earliest to get inherent benefits of dematerialization and also considering that physical transfer of equity shares / issuance of equity shares in physical form have been disallowed by SEBI.

#### i) Restriction on transfer of shares held in physical form

The attention of members is drawn to SEBI Circular no. SEBI/LAD-NRO/GN/2018/24 dated 08<sup>th</sup> June, 2018 whereby companies have been directed not to effect transfer of securities w.e.f. 01<sup>st</sup> April, 2019 unless the same are held in dematerialized form with a Depository (except in case of transmission or transposition of securities).

While members are not barred from holding shares in physical form, we request the shareholders holding shares in physical form to dematerialize their holding at the earliest in case they want to effect any transfer of shares.

#### ii) Share transfer system

To expedite share transfer, authority has been delegated to the Stakeholders Relationship Committee of the Board. The said Committee considers requests for transmission, issue of duplicate certificates, issue of certificates on split / consolidation / renewal, etc. and the same are processed and delivered within 15(fifteen) days of lodgment, if the documents are complete in all respects. In compliance with the SEBI Listing Regulations, every year, the share transfer system is audited by a Company Secretary in practice and a certificate to that effect is issued by him. The Company Secretary of the Company has also been authorised to approve requests for transmission, effecting change of name, etc. to expedite requests from members.

As per provisions of Section 72 of the Act, facility for making nomination is available for the members in respect of shares held by them. Members holding shares in physical form may obtain a nomination form (Form SH-13), from the Company's RTA or download the same from the Company's website through the weblink: <https://rajshreepolypack.com/wp-content/uploads/2022/08/FORM-SH-13-Nomination-Form-1.pdf> Members holding shares in dematerialized form should contact their respective Depository Participating this regard.

#### iii) Outstanding Global Depository Receipts and American Depository Receipts

As on March 31, 2022, the Company has no outstanding American Depository Receipts /Global Depository Receipts / Warrants or any Convertible Instruments.

#### iv) Address for Shareholders' Correspondence

##### **Rajshree Polypack Limited**

**Registered Office:** Lodha Supremus Unit No 503-504, 5<sup>th</sup> Floor, Road No. 22, Kishan Nagar, Near New Passport Office, Wagle Estate Thane West – 400-604.

Tel.: +91-22 25818200

Fax: +91-22 25818250

**E-mail:** [cosec@rajshreepolypack.com](mailto:cosec@rajshreepolypack.com)

**Website:** [www.rajshreepolypack.com](http://www.rajshreepolypack.com)

##### **Link Intime India Private Limited**

**Registered Office:** C-101, 1<sup>st</sup> Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli West, Mumbai 400-083

Tel. 022-4918 6000

Fax: 022- 4918 6060

**E-mail:** [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)



**v) Registrar to an Issue and Share Transfer Agent**

The Company has appointed 'Link Intime India Private Limited', as Registrar & Share Transfer Agent ("RTA") of the Company from November 20, 2018 for handling share registry (physical and electronic modes). Accordingly, all correspondence, requests for transmission, demat/ remat and other communication in relation thereto should be mailed or hand delivered to the said RTA directly at the following address:

**Link Intime India Private Limited**

C-101, 1<sup>st</sup> Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli West, Mumbai 400-083

Tel. 022-4918 6000

Fax: 022- 4918 6060

**E-mail:** [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

**vi) Compliance Officer's Details**

**Ms. Mitali Rajendra Shah**

**Company Secretary & Compliance Officer**

**At Registered Office:** Lodha Supremus Unit No 503-504, 5<sup>th</sup> Floor, Road No. 22, Kishan Nagar, Near New Passport Office, Wagle Estate Thane West – 400-604.

Tel.: +91-22 25818200

Fax: +91-22 25818250

**E-mail:** [cosec@rajshreepolypack.com](mailto:cosec@rajshreepolypack.com)

**vii) Investor Relations**

In order to facilitate investor services, the Company has a designated e-mail id – [cosec@rajshreepolypack.com](mailto:cosec@rajshreepolypack.com) for registering complaints by investors.

**viii) Commodity price risk or foreign exchange risk and hedging activities**

The Company has managed the foreign exchange risk arising from foreign currency transactions, with natural hedging activities in accordance with policies of the Company. The aim of the Company's approach to manage currency risk is to leave the Company with no material residual risk. The exports and imports of the Company value wise are same for the year, allowing us for the natural hedging. The Company is exposed to the risk of price fluctuations of its key raw materials etc. The Company manages its commodity price risk by maintaining adequate inventory of such raw materials as per the policies of the Company. The Company does not undertake any commodity hedging activities.

**ix) Plant / Unit locations:**

Units	Location
Unit- I (New)	Survey No. 860 (26/3/P8) and 781(26/3/P6), Village Manda, Sarigam, Umbergaon, Valsad, Gujarat- 396155
Unit-II	Plot No. 370/2(2)and 370/2(3), Village- Kachigam, Vapi- Daman Road, Daman- 396210

**x) List of all credit rating obtained by the Company along with any revisions during the financial year 2021-22**

The Company's Bank facilities are rated by CRISIL Ratings Limited ("CRISIL"). There is no change in the ratings of the Company. CRISIL has reaffirmed its ratings on the bank facilities of the Company as under:

Sr. No.	Name of the Instrument	Ratings reaffirmed
1	Short term bank facilities	CRISIL A2
2	Long term bank facilities	CRISIL BBB+/ Stable

**K. COMPLIANCE**

**i) Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large**

There is no materially significant related party transaction that may potentially conflict with the interests of the Company at large.

**ii) Statutory Compliance, Penalties and Strictures**

The Company continues to comply with the requirements of the Stock Exchanges (NSE), SEBI and other statutory authorities on all matters relating to capital market. There were no cases of penalties or strictures imposed on the Company by NSE or SEBI or any other statutory authorities for any violation related to capital market during the last 3(three) years.

## RAJSHREE POLYPACK LIMITED

### iii) **Disclosure under Regulation 30 of the SEBI Listing Regulations regarding certain agreements with media companies**

As on March 31, 2022, the Company has not entered into any agreements (i.e., shareholder's agreements/ joint venture agreements / family settlement agreements) having an impact on the management and control of the Company. Further, the Company has not entered into agreements / treaties / contracts with media companies which are binding and not in the normal course of business.

### iv) **Certificate from Practicing Company Secretary**

As on March 31, 2022, none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI / Ministry of Corporate Affairs or any other statutory authority. A certificate to that effect has been obtained from M/s. Nishant Bajaj & Associates, Practicing Company Secretaries.

## L. **INVESTOR SAFEGUARDS AND OTHER INFORMATION**

### i) **Dematerialization of shares**

Shareholders are requested to convert their physical holdings to demat / electronic form through any of the registered Depository Participants (DPs) to avoid the hassles involved in dealing in physical shares such as possibility of loss, mutilation, etc. and also to ensure safe and speedy transaction in respect of the shares held.

### ii) **National Electronic Clearing Services (NECS) / Electronic Clearing Services (ECS) mandate**

NECS / ECS facility ensures timely remittance of dividend without possibility of loss / delay in postal transit. Shareholders holding shares in electronic form may register their NECS / ECS details with the respective DPs and shareholders holding shares in physical form may register their NECS / ECS details with Registrar and Share Transfer Agent to receive dividends, if declared, via NECS / ECS mode.

### iii) **Timely Encashment of Dividends**

In respect of the shareholders who have either not opted for NECS / ECS mandate or do not have such a facility with their banker, are requested to encash dividends promptly to avoid the inconvenience of writing to Company's RTA thereafter for revalidation of dividend warrants.

### iv) **Transfer of unclaimed dividend to Investor Education and Protection Fund (IEPF)**

According to the provisions of the Act, the amount of dividend remaining unclaimed for a period of 7(seven) years from the date of its disbursement, has to be transferred to the Investor Education and Protection Fund ("IEPF"), maintained by the Government of India. Following are the details of the unclaimed dividend. If not claimed within 7(seven) years, then the same will be transferred to the IEPF in accordance with the Schedule given below:

Financial Year	Date of dividend declaration and Type of dividend	Total Dividend (in ₹)	Unclaimed Dividend (in ₹)	Last date for claiming unpaid Dividend amount (on or before)	Date when amount becomes due for transfer to IEPF
2018-19	March 9, 2019- Interim	56,17,000	3,500	April 15, 2026	May 15, 2026
2018-19	September 27, 2019- Final	56,17,000	3,000	November 2, 2026	December 2, 2026
2019-20	September 28, 2020- Final	1,12,34,000	7,000	November 3, 2027	December 3, 2027
2020-21	September 24, 2021- Final	1,12,34,000	10,000	October 30, 2028	November 29, 2028

### v) **Update Address / Bank Details**

To receive all communications / corporate actions promptly, shareholders holding shares in dematerialized form are requested to please update their address / bank details with the respective DPs and in case of physical shares, the details have to be intimated to the RTA.

### vi) **Registered email address**

The MCA has taken steps to encourage 'Green Initiative in Corporate Governance' by issuing various circulars whereby companies are permitted to send Notice / documents including Annual Report in electronic mode ( "Documents" ), provided the company has obtained email address of its members for sending these Documents through email by giving an advance opportunity to every shareholder to register their email addresses and changes therein from time to time with the Company.

Accordingly, members holding shares in physical form are requested to register their email addresses and changes therein from time to time, by directly sending the relevant email addresses along with the details such as name, address, folio no., no. of shares held to the RTA - Link Intime India Private Limited.

In respect of shares held in electronic form, the email address along with DP ID / Client ID and other shareholder details as mentioned above should be registered by the shareholders with their respective DP's. Upon registration of the email address, the Company proposes to send notices and documents, in electronic form to such shareholders.

## CEO (CHAIRMAN & MANAGING DIRECTOR) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

Date: May 30, 2022

To  
The Board of Directors,  
**Rajshree Polypack Limited**  
503-504, 5<sup>th</sup> Floor, Lodha Supremus, Road No. 22,  
Kishan Nagar, Near New Passport Office,  
Wagle Estate, Thane (W) – 400604.

We hereby certify to the Board that:

- (a) We have reviewed the financial statements and the cash flow statement for the financial year ended March 31, 2022 and that to the best of our knowledge and belief:
- (i) these statements do not contain any materially untrue statement 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) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or proposed to be taken to rectify these deficiencies.
- (d) We have indicated to the Auditors and the Audit Committee:
  - (i) significant changes, if any, in internal control over financial reporting during the year;
  - (ii) significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

### For Rajshree Polypack Limited

Sd/-  
**Ramswaroop Radheshyam Thard**  
Chairman & Managing Director  
DIN:02835505

### For Rajshree Polypack Limited

Sd/-  
**Sunil Sawarmal Sharma**  
Chief Financial Officer

## CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT OF THE BOARD OF DIRECTORS AND SENIOR MANAGEMENT

To  
**Rajshree Polypack Limited**

I, Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director, do hereby confirm that the Company has obtained from all the members of the Board and Senior Management Personnel, an affirmation that they have complied with the Code of Conduct for the financial year 2021-22 as laid down by the Company.

**Place:** Mumbai  
**Date:** August 13, 2022

Sd/-  
**Ramswaroop Radheshyam Thard**  
Chairman & Managing Director  
DIN:-02835505

## RAJSHREE POLYPACK LIMITED

### AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To,  
The Members,  
**Rajshree Polypack Limited**  
CIN: L25209MH2011PLC223089  
503-504, 5th Floor, Lodha Supremus, Road No. 22,  
Kishan Nagar, Near New Passport Office,  
Wagle Estate, Thane (W) – 400604.

**Sub: Auditors Certificate confirming compliance with the conditions of Corporate Governance for the period ended March 31, 2022.**

We have examined the compliance of conditions of Corporate Governance by Rajshree Polypack Limited ('the Company'), as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46(2) and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the period ended March 31, 2022.

We state that the compliance of conditions of Corporate Governance is the responsibility of the management, and our examination was limited to the review of procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the provisions as specified in 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the SEBI Listing Regulations for the period ended March 31, 2022.

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

**For Nishant Bajaj & Associates**  
*Practicing Company Secretaries*  
*Peer Reviewed Firm- 2582/2022*

**Place:** Mumbai  
**Date :** August 13, 2022  
**UDIN:** A028341D000783744

Sd/-  
Company Secretary in Practice  
M.No.: 28341  
CP No.: 21538

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

**(Pursuant to Regulation 34(3) and Schedule V Para C Sub-clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

**To**

**Rajshree Polypack Limited**

CIN: L25209MH2011PLC223089

503-504, 5<sup>th</sup> Floor, Lodha Supremus, Road No. 22,

Kishan Nagar, Near New Passport Office,

Wagle Estate, Thane (W) – 400604.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Rajshree Polypack Limited having **CIN** - L25209MH2011PLC223089 and having registered office at 503-504, 5<sup>th</sup> Floor, Lodha Supremus, Road No. 22, Kishan Nagar, Near New Passport Office, Wagle Estate, Thane (W) – 400604 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para - C Sub-clause 10 (i) of the Securities Exchange Board of India (LODR) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications [including Directors Identification Number (DIN) status at the portal ([www.mca.gov.in](http://www.mca.gov.in))] as considered necessary and explanations furnished to us by the Company and its officers, We hereby certify that none of the Directors on the Board of the Company given below for the F. Y. ending on March 31, 2022 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1	Mr. Ramswaroop Radheshyam Thard	02835505	15/10/2011
2	Mr. Naresh Radheshyam Thard	03581790	15/10/2011
3	Mr. Anand Sajjankumar Rungta	02191149	10/02/2021
4	Mr. Alain Edmond Berset	07181896	02/05/2016
5	Mr. Rajesh Satyanarayan Murarka	01501322	20/11/2017
6	Mr. Pradeep Kumar Gupta	08335342	25/01/2019
7	Mr. Praveen Bhatia	00147498	24/06/2021
8	Mrs. Sangeeta Sarin	08659655	08/01/2020

Ensuring the eligibility of every Director on the Board for the appointment / continuity is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Nishant Bajaj & Associates**  
Practicing Company Secretaries  
Peer Reviewed Firm- 2582/2022

**Place:** Mumbai  
**Date:** August 13, 2022  
**UDIN:** A028341D000783777

Sd/-  
Company Secretary in Practice  
M.No.: 28341  
CP No.: 21538



# RAJSHREE POLYPACK LIMITED

## ANNEXURE IV

### ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR)

#### 1. Brief Outline on CSR Policy of the Company:

Our Company strives to be a socially responsible company and strongly believes in development which is beneficial for the society at large. As a Corporate Citizen receiving various benefits out of society, it is our coextensive responsibility to pay back in return to the society in terms of helping needy people by providing sustainable development, etc., keeping the environment clean and safe for the society by adhering to the best practices and technologies, and so on. It is the Company's intent to make a positive difference to society in which the Company lives and operate.

#### 2. Composition of CSR Committee:

Sr. No	Name of the Members	Position in Committee / Nature of Directorships	Nos CSR Committee held and attended during the year
1	Mr. Ramswaroop Radheshyam Thard	Chairman, Chairman & Managing Director	1 (One)
2	Mr. Naresh Radheshyam Thard	Member, Joint Managing Director	1 (One)
3	Mr. Praveen Bhatia*	Member, Nominee Director	1 (One)
4	Mr. Pradeep Kumar Gupta	Member, Non- Executive Independent Director	1 (One)

\* Mr. Praveen Bhatia Resigned w.e.f. April 27, 2021, as Wifag Polytype Holding AG withdrew his nomination as Nominee Director on the Board of our Company and subsequently, the Company appointed him as Additional Director (Non-Executive Independent) w.e.f. June 24, 2021.

#### 3. Provide the web-link where the following particulars are disclosed on the Company's website :

a	Composition of CSR Committee,	: <a href="https://rajshreepolypack.com/committee-of-directors/">https://rajshreepolypack.com/committee-of-directors/</a>
b	CSR Policy	: <a href="https://rajshreepolypack.com/investors/policies-and-docs/">https://rajshreepolypack.com/investors/policies-and-docs/</a>
c	CSR projects approved by the Board	: <a href="https://rajshreepolypack.com/investors/">https://rajshreepolypack.com/investors/</a>

#### 4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):- Not Applicable for financial year 2021-22

#### 5. Details of the amount available for set off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any.

(₹ in Lakhs)

Sr. No	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
1.	2020-21	3.30	-

#### 6. Average net profit of the Company as per Section 135(5) – ₹ 1207.41 Lakhs

a	Two percent of average net profit of the company as per section 135(5)	₹ 24.15 Lakhs
b	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	Not applicable
c	Amount required to be set off for the financial year, if any	Not applicable (The Company has not availed the benefit of set-off)
	<b>Total CSR obligation for the financial year 2021-22 (7a+7b-7c)</b>	<b>₹ 24.15 Lakhs</b>

#### 8. (a) CSR amount spent or unspent for the financial year:

(₹ in Lakhs)

Total Amount spent for the financial year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6).		Amount Transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the funds	Amount	Date of transfer
25.01	Not applicable		Not applicable		

(b) Details of CSR amount spent against ongoing projects for the financial year: Not applicable.

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1) Sr. No	(2) Name of the project	(3) Item from the list of activities in Schedule VII to the Act.	(4) Local area (Yes/No)	(5) Location of the Project		(6) Amount spent for the project (in ₹).	(7) Mode of implementation - Direct (Yes/No)	(8) Mode of Implementation - Through Implementing Agency	
				State	District			Name	Registration Number
1	Kaushalya Medical Foundation	expenditure on medical equipment as well as infrastructure "Oxygen Concentrator"	Yes	Maharashtra	Thane	1,00,000	Yes	Kaushalya Medical Foundation	CSR00007137
2	Rotary Club of Thane Lake City Charity trust	Medical treatment of the needy Sarathi Resource Center- Development for visually impaired children	Yes	Maharashtra	Thane	50,000	No	Rotary Club of Thane Lake City Charity Trust	CSR00013222
3	Dharmachakra Trust	Procure student desk for the student of VishwaVidyapeetham	No	Karnataka	Bengaluru	1,50,000	Yes	Dharmachakra Trust	CSR00004631
4	Naturopathy Health Care Institute	Research & Development of alternate sources of Medicine & Pharmacy	No	New Delhi	Delhi	1,00,000	Yes	Naturopathy Health Care Institute	CSR00008664
5	Adharvad Niradhar and Apang Mahila Utkarsh Trust	Eradicating hunger, poverty and malnutrition	Yes	Maharashtra	Thane	2,00,000	—No	Adharvad Niradhar and Apang Mahila Utkarsh Trust	CSR00015494
6	IMDRC- "Manav Mandir"	Urgent repairs/maintenance of Equipment and sanitation works enabling us to keep the center render services to the needy patients.	No	Himachal Pradesh	Solan	2,51,000	Yes	Indian Association of Muscular Dystrophy	CSR00015209
7	Delhi South Rotary Foundation	Promoting Education, Health Care	No	Delhi	New Delhi	1,00,000	No	Delhi South Rotary Foundation	CSR00001723
8	Omkar Andh Apang Samajik Sanstha	Eradicating hunger, poverty and malnutrition	Yes	Maharashtra	Mumbai	2,00,000	No	Omkar Andh Apang Samajik Sanstha	CSR00003196
9	Brahmarshi Gyan Savrdhak Trust	Vocational Training for Reaching to unreached" Rural Development, Community Mobilization and Livelihood Promotion Activities	No	Gujarat	Botad	12,50,000	No	Brahmarshi Gyan Savrdhak Trust	CSR00010542
<b>Total</b>						<b>25,01,000</b>			

## RAJSHREE POLYPACK LIMITED

- (d) **Amount spent in Administrative Overheads :-** Not applicable.
- (e) **Amount spent on Impact Assessment, if applicable :-** Not applicable.
- (f) **Total amount spent for the Financial Year (8b+8c+8d+8e):-** ₹ 25.01 Lakhs
- (g) **Excess amount for set off, if any:** ₹ 0.86 Lakhs

(₹ in Lakhs)

Sr. No	Particulars	Amount
(i)	Two percent of average net profit of the company as per section 135(5)	24.15
(ii)	Total amount spent for the Financial Year	25.01
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.86
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0.00
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.86

8. (a) **Details of Unspent CSR amount for the preceding 3 (three) financial years:** Not applicable.
- (b) **Details of CSR amount spent in the financial year 2021-22 for ongoing projects of the preceding financial year(s):** Not applicable
9. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset wise details)- Not applicable
- (a) Date of creation or acquisition of the capital asset(s).
- (b) Amount of CSR spent for creation or acquisition of capital asset
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. –
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).
10. **Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5)-** Not applicable

**For and on behalf of the Board of Directors  
For Rajshree Polypack Limited**

Sd/-

**Ramswaroop Radheshyam Thard**

Chairman & Managing Director  
(DIN: 02835505)

**Date :** August 13, 2022  
**Place :** Thane

## ANNEXURE V

### PARTICULARS OF EMPLOYEES AND RELATED DETAILS

Pursuant to Section 197 of the Companies Act, 2013 ("Act") read with Rule, 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

<b>(I) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2021-22:-</b>		
<b>Sr. No.</b>	<b>Name of the Directors</b>	<b>Ratio of remuneration to the median remuneration of the employees</b>
1	Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director	39.97
2	Mr. Naresh Radheshyam Thard, Joint Managing Director	31.55
3	Mr. Anand Sajjankumar Rungta, Whole-time Director	6.86
<b>(ii) The percentage increase in remuneration of each director, CFO, CEO, Company Secretary in the financial year 2021-22:-</b>		
<b>Sr. No.</b>	<b>Name of the Director/CFO/Company Secretary</b>	<b>% Increase over last F.Y.</b>
1	Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director	2.61%
2	Mr. Naresh Radheshyam Thard, Joint Managing Director	2.65%
3	Mr. Sunil Sawarmal Sharma, Chief Financial Officer	6.35%
4	Ms. Mitali Rajendra Shah, Company Secretary & Compliance Officer	14.04%
<b>(iii)</b>	<b>The percentage increase/decrease in the median remuneration of employees in the financial year 2021-22</b>	<b>4.13%</b>
<b>(iv)</b>	<b>The number of permanent employees on the rolls of the Company as on March 31, 2022.</b>	<b>592</b>
<b>(v)</b>	<b>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</b>	<p>Average increase in remuneration is 37.48% for Employees other than Managerial Personnel and 11.95% for Managerial Personnel.</p> <p>In line with the Company's compensation philosophy, merit increases and annual bonus payout to its employees are linked to their individual performance. Further, the remuneration paid to executive directors were within the limits as approved by the shareholders of the Company from time to time.</p>
<b>(vi)</b>	<b>The key parameters for any variable component of remuneration availed by the Directors</b>	NIL
<b>(vii)</b>	<b>Affirmation that the remuneration is as per the remuneration policy of the Company</b>	Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and Senior Management is as per the Remuneration Policy of your Company.
<b>II) Statement showing details of Employees of the Company as per Section 197 (12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014: Not applicable.</b>		

**For and on behalf of the Board of Directors  
For Rajshree Polypack Limited**

Sd/-

**Ramswaroop Radheshyam Thard**  
Chairman & Managing Director  
(DIN: 02835505)

**Date :** August 13, 2022

**Place :** Thane

## RAJSHREE POLYPACK LIMITED

### INDEPENDENT AUDITOR'S REPORT

#### To the Members of Rajshree Polypack Limited

#### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of Rajshree Polypack Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2022, and the Statement of Profit and Loss, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and profit, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended March 31, 2022. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Sr. No	Key Audit Matters (Risk)	How the Key Audit Matter was addressed in our audit
1.	<p>Revenue Recognition</p> <p>Refer Note 2 of financial statements with respect to the accounting policies followed by the Company for recognizing revenue from sale of goods.</p> <p>The Company recognised revenues amounting to Rs. 19,855.64 lakhs for the year ended March 31, 2022, as disclosed in Note 31 to the financial statements.</p> <p>Revenue from the sale of goods are recognized when control of the goods has been transferred to the customers and when the unfulfilled obligations are not pending towards the customer. Depending on the contractual terms with the customers, this can be either at the time of dispatch or delivery of goods. This is considered as the appropriate point where the performance obligations as per the contracts are satisfied.</p> <p>We have identified revenue recognition as a key audit matter as the management and its external shareholders focus on revenue as a key performance indicator and as Revenue is significant area, which could result into a risk of understatement / overstatement of Revenue.</p>	<p>Our audit procedures in respect of this area, among others, included the following:</p> <ul style="list-style-type: none"> <li>- Evaluated the Company's accounting policies pertaining to revenue recognition for sale of goods and assessed compliance with the policies in terms of Ind AS 115 – Revenue from contracts with customers.</li> <li>- Understood the process to evaluate recognition of revenue on transfer of control of the goods to the customers.</li> <li>- Evaluated the design of key controls and operating effectiveness of the relevant key controls with respect to revenue recognition on test check basis.</li> <li>- Performed test check by selecting samples of sale of goods transactions, recorded during the year by verifying the underlying documents.</li> <li>- Performed analytical procedures on sale of goods recognised during the year to identify unusual variances.</li> <li>- Selected samples on test check basis, to test sale of goods transactions recorded before and after the financial year end date to determine whether the sale has been recognised in the appropriate financial year.</li> <li>- Selected samples on test check of discounts and credit notes to identify unusual items.</li> <li>- Examined journal entries (using statistical sampling) posted to revenue to identify unusual or irregular items.</li> <li>- Tested the adequacy and appropriateness of the disclosures made in the financial statements, as prescribed in Indian Accounting Standards and applicable financial reporting framework.</li> </ul>



2.	<p><b>First time adoption of Ind AS</b></p> <p>As stated in note 54 to the financial statements, the Company has prepared its first Ind AS financial statement for the years ended March 31, 2022 and 2021 and presented an opening balance sheet as at April 1, 2020 in accordance with Ind AS 101 - First Time Adoption of Indian Accounting Standards (Ind AS). Prior to conversion to Ind AS, the Company prepared and presented its financial statements in accordance with the generally accepted accounting principles in India (previous GAAP). We have identified transition to Ind AS as a Key Audit Matter considering the change in policies and process of financial reporting, materiality of reconciliation adjustments, the pervasive impact on recognition, measurement, presentation, and disclosure in the financial statement together with significant management judgments for evaluation of mandatory exception and optional exemptions. Further, there is significant audit effort involved to assess the impact due to the aforementioned transition.</p> <p>The areas where there was a significant impact on account of first- time adoption of Ind AS; involved the following standards amongst others:</p> <p>a) Ind AS 109, Financial Instruments</p> <p>b) Ind AS 116, Leases</p> <p>Considering the significance of the above transition with respect to the preparation of financial statements by the Company, the complexities and efforts involved in judgment and estimates, this matter has been determined as a key audit matter for the current year audit.</p>	<p>Our audit procedures in respect of this area, among others, included the following:</p> <ul style="list-style-type: none"> <li>- Read the Ind AS impact assessment performed by the Company and understood the resultant changes made to the accounting policies considering the requirements of Ind AS Framework.</li> <li>- Understood the process and controls deployed by the company w.r.t financial reporting closure process, we also tested the operating effectiveness for adequacy.</li> <li>- Evaluated the impact assessment performed by management to identify areas to be impacted on account of transition to Ind AS including mandatory exception and optional exemptions.</li> <li>- Reperformed the reconciliation adjustments posted as at April 1, 2020 on transition to Ind AS and March 31, 2021.</li> <li>- Tested the adequacy and appropriateness of the disclosures made in the financial statements, is as prescribed in Indian Accounting Standards and applicable financial reporting framework.</li> </ul>
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#### Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance under SA 720 'The Auditor's responsibilities Relating to Other Information'.

#### Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

## RAJSHREE POLYPACK LIMITED

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Financial Statements.

### Other Matter

The comparative financial information of the Company for the year ended March 31, 2022 and the transition date opening Balance Sheet as at April 1, 2020 included in these financial statements are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 for the year ended March 31, 2020 and March 31, 2021 on which we issued an unmodified audit opinion vide our reports dated June 26, 2020 and June 24, 2021 respectively on those financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have also been audited by us.

Our opinion is not modified in respect of this matters.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C".
  - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 40 to the financial statements;
    - ii. The Company 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 Company.
    - iv.
- (1) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (2) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s)

or entity(ies), including foreign entities (Funding Parties), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (3) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, and according to the information and explanations provided to us by the Management in this regard nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (1) and (2) above, contain any material mis-statement.
- v. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Companies Act 2013 to the extent it applies to payment of dividend.

The Company has not declared any dividend during the year.

3. As required by The Companies (Amendment) Act, 2017, in our opinion, according to information, explanations given to us, the remuneration paid by the Company to its directors is within the limits laid prescribed under Section 197 of the Act and the rules thereunder.

**For MSKA & Associates  
Chartered Accountants**

ICAI Firm Registration No. 105047W

Siddharth Iyer  
Partner

Membership No. 116084  
UDIN: 22116084AJWDWX2602

**Place:** Mumbai

**Date:** May 30, 2022

## RAJSHREE POLYPACK LIMITED

### ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON EVEN DATE ON THE FINANCIAL STATEMENTS OF RAJSHREE POLYPACK LIMITED

#### Auditor's Responsibilities for the Audit of the Financial Statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the year ended March 31, 2022 and are therefore, the key audit matters. We describe these matters in our auditor's report unless law or

regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

**For MSKA & Associates  
Chartered Accountants**

ICAI Firm Registration No. 105047W

**Siddharth Iyer**  
Partner

Membership No. 116084  
UDIN: 22116084AJWDWX2602

Place: Mumbai

Date: 24 June 2021

### ANNEXURE B TO INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF RAJSHREE POLYPACK LIMITED FOR THE YEAR ENDED 31 MARCH 2022

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]

- (i). (a) A. The company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment.
- B. The Company has maintained proper records showing full particulars of intangible assets.
- (b) All the Property, Plant and Equipment have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) as disclosed in the financial statements are held in the name of the Company except for the original title deeds of immovable properties aggregating to ₹ 69.48 lakhs are pledged with the banks and are not available with the Company. The same has been independently confirmed by the bank and verified by us.
- (d) According to the information and explanations given to us, the Company has not revalued its property, plant and Equipment (including Right of Use assets) and its intangible assets. Accordingly, the requirements under paragraph 3(i)(d) of the Order are not applicable to the Company.
- (e) According to the information and explanations given to us, no proceeding has been initiated or pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder. Accordingly, the provisions stated in paragraph 3(i) (e) of the Order are not applicable to the Company.

- (ii). (a) The inventory (excluding stocks with third parties) has been physically verified by the management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. In our opinion, the frequency, coverage and procedure of such verification is reasonable. No material discrepancies were noticed on verification between the physical stocks and the book records.
- (b) The Company has been sanctioned working capital limits in excess of Rs. 5 crores in aggregate from Banks/ financial institutions on the basis of security of current assets. Quarterly returns / statements are filed with such Banks/ financial institutions which are not in agreement with the books of account. Details of the same are as below:

Quarter	Name of bank	Particulars	Amount as per books of account (Rs. in lakhs)	Amount as reported in the quarterly return/ statement (Rs. in lakhs)	Amount of difference (Rs. in lakhs)	Whether return/ statement subsequently rectified
Jun-21	SVC Co-operative Bank Ltd. HDFC Bank	Inventory	2,605.65	2,191.76	413.89	No
Jun-21	SVC Co-operative Bank Ltd. HDFC Bank	Trade Receivables	3,062.27	3,349.10	(286.83)	No
Jun-21	SVC Co-operative Bank Ltd. HDFC Bank	Trade Payables	1,179.26	531.68	647.58	No
Sep-21	SVC Co-operative Bank Ltd. HDFC Bank	Inventory	3,121.13	2,846.30	274.83	No
Sep-21	SVC Co-operative Bank Ltd. HDFC Bank	Trade Receivables	2,771.59	2,694.14	77.45	No
Sep-21	SVC Co-operative Bank Ltd. HDFC Bank	Trade Payables	1,379.48	523.13	856.35	No
Dec-21	SVC Co-operative Bank Ltd. HDFC Bank	Inventory	3,865.11	3,709.28	155.83	No
Dec-21	SVC Co-operative Bank Ltd. HDFC Bank	Trade Receivables	3,144.16	3,419.18	(275.02)	No
Dec-21	SVC Co-operative Bank Ltd. HDFC Bank	Trade Payables	1,348.36	989.51	358.85	No
Mar-22	SVC Co-operative Bank Ltd. HDFC Bank	Inventory	4,275.36	4,255.08	20.28	No
Mar-22	SVC Co-operative Bank Ltd. HDFC Bank	Trade Receivables	3,089.55	3,388.61	(299.06)	No
Mar-22	SVC Co-operative Bank Ltd. HDFC Bank	Trade Payables	1,626.59	1,207.11	419.48	No

The Quarterly statements were prepared and filed before the completion of all financial statement closure activities including IND AS related adjustment/ reclassification, as applicable, which led to certain differences between the final books of accounts and the quarterly statements which were based on provisional books of accounts. Further there are certain items which are included/excluded erroneously/inadvertently in quarterly statements filed with the bank. Management is in the process of filing the revised quarterly statement with the bank.

- iii. According to the information explanation provided to us, the Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence, the requirements under paragraph 3(iii) of the Order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, the Company has not either directly or indirectly, granted any loan to any of its directors or to any other person in whom the director is interested, in accordance with the provisions of section 185 of the Act and the Company has not made investments through more than two layers of investment companies in accordance with the provisions of section 186 of the Act. Accordingly, provisions stated in paragraph 3(iv) of the Order are not applicable to the Company.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the rules framed there under.
- vi. We have broadly reviewed the books of account relating to materials, labour and other items of cost maintained by the Company pursuant as specified by the Central Government for the maintenance of cost records under sub-section (1) of section 148 of the Act and we are of the opinion that prima



## RAJSHREE POLYPACK LIMITED

facie the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

- vi. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, undisputed statutory dues including goods and services tax, provident fund, income-tax, duty of custom and cess have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income-tax, duty of custom, goods and service tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

- (b) According to the information and explanation given to us and examination of records of the Company, the outstanding dues of income-tax, goods and service tax, customs duty, cess and any other statutory dues on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount Rs. (in Lakhs)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Income Tax Act, 1961	Income Tax	4.02	FY 2017-18	Commissioner of Income Tax (Appeals)	-
Income Tax Act, 1961	Income Tax	1.15	FY 2018-19	Commissioner of Income Tax (Appeals)	

- viii. According to the information and explanations given to us, there are no transactions which are not accounted in the books of account which have been surrendered or disclosed as income during the year in Tax Assessment of the Company. Also, there are no previously unrecorded income which has been now recorded in the books of account. Hence, the provision stated in paragraph 3(viii) of the Order is not applicable to the Company.

- ix. (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information explanation provided to us, money raised by way of term loans during the year have been applied for the purpose for which they were raised.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.
- (e) The Company does not have any subsidiary, associate or joint venture, hence reporting under the clause (ix)(e) of the order is not applicable to the Company.
- (f) The Company does not have any subsidiary, associate or joint venture, hence reporting under the clause (ix)(f) of the order is not applicable to the Company.
- x. (a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Money raised by way of

initial public offer during the earlier years have been applied for the purpose for which they were raised in the current year.

- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully, partly or optionally convertible debentures during the year. Accordingly, the provisions stated in paragraph 3 (x)(b) of the Order are not applicable to the Company.
- xi. (a) During the course of our audit, examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company nor on the Company.
- (b) We have not come across of any instance of material fraud by the Company or on the Company during the course of audit of the financial statement for the year ended March 31, 2022, accordingly the provisions stated in paragraph (xi)(b) of the Order is not applicable to the Company.
- (c) As represented to us by the management, there are no whistle-blower complaints received by the Company during the year. Accordingly, the provisions stated in paragraph (xi)(c) of the Order is not applicable to company.
- xii. (a) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions stated in paragraph 3(xii) (a) to (c) of the Order are not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where

applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

- xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered internal audit reports issued by internal auditors during our audit.
- xv. According to the information and explanations given to us, in our opinion during the year the Company has not entered into non-cash transactions with directors or persons connected with its directors and hence, provisions of section 192 of the Act are not applicable to company. Accordingly, the provisions stated in paragraph 3(xv) of the Order are not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions stated in paragraph clause 3 (xvi)(a) of the Order are not applicable to the Company.
- (b) In our opinion, the Company has not conducted any Non-Banking Financial or Housing Finance activities without any valid Certificate of Registration from Reserve Bank of India. Hence, the reporting under paragraph clause 3 (xvi)(b) of the Order are not applicable to the Company
- (c) The Company is not a Core investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Hence, the reporting under paragraph clause 3 (xvi)(c) of the Order are not applicable to the Company.
- (d) The Company does not have any CIC as part of its group. Hence the provisions stated in paragraph clause 3 (xvi) (d) of the order are not applicable to the company
- xvii. Based on the overall review of financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Hence, the provisions stated in paragraph clause 3 (xvii) of the Order are not applicable to the Company.
- xviii. There has been no resignation of the statutory auditors during the year. Hence, the provisions stated in paragraph clause 3 (xviii) of the Order are not applicable to the Company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that

our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- xx. (a) According to the information and explanations given to us, the provisions of section 135 of the Act are applicable to the Company. The Company has made the required contributions during the year and there are no unspent amounts which are required to be transferred either to a Fund or to a Special Account as per the provisions of section 135 of the act read with schedule VII. Accordingly, reporting under clause 3(xx) (a) and clause 3(xx)(b) of the Order is not applicable to the Company.
- xxi. According to the information and explanations given to us, the Company does not have any Subsidiary, Associate or Joint Venture. Accordingly, reporting under clause 3(xxi) of the Order is not applicable.

**For MSKA & Associates  
Chartered Accountants**

ICAI Firm Registration No. 105047W

**Siddharth Iyer**  
Partner

Membership No. 116084  
UDIN: 22116084AJWDWX2602

**Place:** Mumbai

**Date:** May 30, 2022

#### **ANNEXURE C TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF RAJSHREE POLYPACK LIMITED**

[Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of Rajshree Polypack Limited on the Financial Statements for the year ended March 31, 2022]

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

#### **Opinion**

We have audited the internal financial controls with reference to financial statements of Rajshree Polypack Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2022, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI) (the "Guidance Note").

## RAJSHREE POLYPACK LIMITED

### Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in 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 Act.

### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 with reference to financial statements 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

### Meaning of Internal Financial Controls With reference to Financial Statements

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

### Inherent Limitations of Internal Financial Controls With reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**For MSKA & Associates  
Chartered Accountants**

ICAI Firm Registration No. 105047W

**Siddharth Iyer**

Partner

Membership No.116084

UDIN: 22116084AJWDWX2602

**Place:** Mumbai

**Date:** May 30, 2022

## BALANCE SHEET AS AT MARCH 31, 2022

(₹ in Lakhs)				
Particulars	Note No.	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
<b>I. ASSETS</b>				
<b>(1) Non - Current Assets</b>				
(a) Property, Plant and Equipment	3	9,233.22	8,305.68	4,563.64
(b) Capital Work-in-Progress	4	173.31	150.69	334.45
(c) Right of Use assets	5	1,169.29	404.10	405.11
(d) Intangible assets	6	115.49	2.95	2.53
(e) Intangible asset under development	4	-	83.92	63.39
(f) Financial assets				
Investments	7	18.41	13.36	6.02
Loans	8	-	-	51.81
Other Financial Assets	9	137.07	100.94	69.70
(g) Other Non Current Assets	10	399.60	242.71	642.27
<b>Total Non-Current Assets</b>		<b>11,246.39</b>	<b>9,304.35</b>	<b>6,138.92</b>
<b>(2) Current Assets</b>				
(a) Inventories	11	4,275.36	2,001.28	1,272.79
(b) Financial Assets				
(i) Trade Receivables	12	2,912.07	2,632.36	2,171.62
(ii) Cash and Cash Equivalents	13	91.88	186.00	1,150.83
(iii) Bank Balances other than (ii) above	14	40.48	2,337.74	1,518.96
(iv) Loans	15	14.66	60.66	13.67
(v) Other Financial Asset	16	15.58	16.97	35.95
(c) Current Tax Assets (Net)	17	109.34	77.03	91.23
(d) Other Current Assets	18	510.41	279.60	269.17
<b>Total Current Assets</b>		<b>7,969.78</b>	<b>7,591.64</b>	<b>6,524.22</b>
<b>TOTAL ASSETS</b>		<b>19,216.17</b>	<b>16,895.99</b>	<b>12,663.14</b>
<b>II. EQUITY AND LIABILITIES</b>				
<b>(1) Equity</b>				
(a) Equity Share Capital	19	1,123.40	1,123.40	1,123.40
(b) Other Equity	20	10,451.48	9,608.73	8,833.05
<b>Total Equity</b>		<b>11,574.88</b>	<b>10,732.13</b>	<b>9,956.45</b>
<b>(2) LIABILITIES</b>				
<b>(i) Non - Current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	21	1,246.53	213.92	194.54
(ii) Lease Liabilities	22	1,087.86	334.50	333.59
(iii) Other financial liabilities	23	4.37	-	-
(2) Deferred tax liabilities (net)	24	367.23	299.21	257.62
<b>Total Non - Current Liabilities</b>		<b>2,705.99</b>	<b>847.63</b>	<b>785.75</b>
<b>III. Current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	25	2,591.57	1,459.12	651.17
(ii) Lease Liabilities	26	94.54	59.53	52.32
(iii) Trade Payables	27			
Due to Micro and Small Enterprises		313.71	33.82	16.76
Due to other		1,312.88	1,298.86	886.88
(iv) Other Financial liabilities	28	138.16	123.29	107.09
(b) Other Current Liabilities	29	478.88	2,336.99	189.03
(c) Provisions	30	5.56	4.62	17.69
<b>Total Current Liabilities</b>		<b>4,935.30</b>	<b>5,316.23</b>	<b>1,920.94</b>
<b>Total Liabilities</b>		<b>7,641.29</b>	<b>6,163.86</b>	<b>2,706.69</b>
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<b>19,216.17</b>	<b>16,895.99</b>	<b>12,663.14</b>

### Significant Accounting Policies and Notes Forming Part 1-57 of the Financial Statements

As per our report of even date attached

**For MSKA & Associates**

Chartered Accountants

Firm Registration No.: 105047W

**Siddharth Iyer**

Partner

Membership No. 116084

Place: Thane

Date : May 30th, 2022

For and on behalf of the Board of Directors

**Rajshree Polypack Limited**

CIN : L25209MH2011PLC223089

**Ramswaroop Thard**

Chairman & MD

DIN : 02835505

**Mitali Shah**

Company Secretary & Compliance Officer

Place: Thane

Date : May 30th, 2022

**Naresh Thard**

Jt. Managing Director

DIN : 03581790

**Sunil Sharma**

Chief Financial Officer

## RAJSHREE POLYPACK LIMITED

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

Particulars	Note No.	For the Year ended March 31, 2022	For the Year ended March 31, 2021
<b>I. INCOME</b>			
a. Revenue from Operations	31	19,855.64	12,707.22
b. Other Income	32	109.72	310.72
<b>TOTAL INCOME</b>		<b>19,965.36</b>	<b>13,017.94</b>
<b>II. EXPENSES</b>			
a. Cost of Materials Consumed	33	13,859.83	7,791.44
b. Purchases of Stock-In-Trade	34	298.87	161.57
c. Changes in Inventories of Finished Goods and Work-In-Progress and Stock-In-Trade	35	(1,289.91)	(373.08)
d. Employee Benefits Expenses	36	1,753.23	1,270.69
e. Finance Costs	37	310.10	113.29
f. Depreciation and Amortization Expenses		1,103.85	771.09
g. Other Expenses	38	2,644.36	2,078.46
<b>TOTAL EXPENSES</b>		<b>18,680.33</b>	<b>11,813.46</b>
<b>III. PROFIT BEFORE TAX</b>		<b>1,285.03</b>	<b>1,204.48</b>
<b>IV. TAX EXPENSES</b>			
a. Current tax	39	254.53	262.95
b. Deferred tax		68.02	41.59
c. Tax related to Previous Year		5.34	19.97
<b>V. Profit for the Year (III - IV)</b>		<b>957.13</b>	<b>879.98</b>
<b>VI. OTHER COMPREHENSIVE INCOME</b>			
(A) Item that will not be reclassified to Profit & Loss			
- Remeasurement of Defined Benefit Plan		(2.72)	10.74
- Tax impact thereon		0.68	(2.70)
<b>VI. Total Other Comprehensive (Income)/Loss</b>		<b>(2.04)</b>	<b>8.04</b>
<b>VII. Total Comprehensive Income for the Period (V+VI)</b>		<b>955.10</b>	<b>888.01</b>
<b>VIII. Earning per Equity share of RS. 10 each</b>			
<b>Basic and Diluted (in Rs.)</b>	43	8.50	7.90
<b>Significant Accounting Policies and Notes Forming Part of the Financial Statements 1-57</b>			

As per our report of even date attached  
**For MSKA & Associates**  
Chartered Accountants  
Firm Registration No.: 105047W

**Siddharth Iyer**  
Partner  
Membership No. 116084

Place: Thane  
Date : May 30th, 2022

For and on behalf of the Board of Directors  
**Rajshree Polypack Limited**  
CIN : L25209MH2011PLC223089

**Ramswaroop Thard**  
Chairman & MD  
DIN : 02835505

**Mitali Shah**  
Company Secretary &  
Compliance Officer

Place: Thane  
Date : May 30th, 2022

**Naresh Thard**  
Jt. Managing Director  
DIN : 03581790

**Sunil Sharma**  
Chief Financial Officer

## STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
<b>Profit before tax :</b>	1,285.03	1,204.48
<b>Adjustments for:</b>		
Depreciation and amortisation expense	1,103.85	771.09
Finance costs	310.10	113.29
Provision for doubtful receivables	54.69	29.91
Sundry Balances Written Off	-	36.87
Sundry Balances Written Back	(1.81)	(15.46)
Fair Value of Mutual Fund	(3.66)	(4.93)
Gain on Termination of Lease	-	(0.87)
Net foreign exchange differences	1.44	(49.51)
Interest Income	(49.90)	(129.59)
<b>Change in operating assets and liabilities:</b>		
(Increase) in trade receivables and other assets	(555.37)	(503.56)
(Increase) in inventories	(2,274.08)	(728.49)
Decrease in trade payable and other liabilities	461.94	488.76
<b>Cash generated from operations</b>	<b>332.23</b>	<b>1,211.99</b>
Less: Income taxes paid	(291.50)	(271.42)
<b>Net cash generated from operating activities</b>	<b>40.73</b>	<b>940.57</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Payments for property, plant and equipment	(4,264.38)	(1,823.16)
Payments for Purchase of Investments	(1.39)	(2.41)
Investment in Fixed Deposit	-	(818.83)
Proceeds from Fixed Deposit	2,301.04	-
Interest received	46.90	126.75
<b>Net cash used in investing activities</b>	<b>(1,917.83)</b>	<b>(2,517.65)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Proceeds from Short Term borrowings (net)	1,300.70	1,080.48
Proceeds from Long Term borrowings	1,251.45	170.72
Repayment of Long Term borrowings	(387.08)	(423.87)
Interest Paid	(269.75)	(102.74)
Dividend Paid	(112.34)	(112.34)
<b>Net cash generated from financing activities</b>	<b>1,782.98</b>	<b>612.25</b>
Net increase in cash and cash equivalents	(94.12)	(964.83)
Cash and Cash Equivalents at the beginning of the year	186.00	1,150.83
<b>Cash and Cash Equivalents at the end of the year</b>	<b>91.88</b>	<b>186.00</b>
<b>Reconciliation of cash and cash equivalents as per the cash flow statement:</b>		
Cash and cash equivalents as per above comprise of the following:		
Cash in Hand	7.65	3.82
Bank Balances	18.06	118.44
Fixed Deposit (With maturity of 3 months or less from reporting date)	66.17	63.74
<b>Balances per statement of cash flows</b>	<b>91.88</b>	<b>186.00</b>



## RAJSHREE POLYPACK LIMITED

## STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>Analysis of movement in borrowings</b>		
Borrowings at the beginning of the period/ year	1,673.04	845.71
Movement due to cash transactions as per statement of cash flow statement	2,165.06	827.33
Movement due to non-cash transactions	-	-
Borrowings at the end of the period/ year	3,838.10	1,673.04

1. Figures in brackets represent cash outflow

2. The above Cash Flow Statement has been prepared under indirect method as set out in Ind AS-7-Cash Flow Statement notified under the Section 133 of the Companies Act, 2013.

As per our report of even date attached

**For MSKA & Associates**

Chartered Accountants

Firm Registration No.: 105047W

**Siddharth Iyer**

Partner

Membership No. 116084

For and on behalf of the Board of Directors

**Rajshree Polypack Limited**

CIN : L25209MH2011PLC223089

**Ramswaroop Thard**

Chairman &amp; MD

DIN : 02835505

**Naresh Thard**

Jt. Managing Director

DIN : 03581790

**Mitali Shah**

Company Secretary &amp;

Compliance Officer

**Sunil Sharma**

Chief Financial Officer

Place: Thane

Date : May 30th, 2022

Place: Thane

Date : May 30th, 2022

## STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

### (a) Equity share capital

Particulars	As at March 31, 2022	As at March 31, 2021	As at April 1, 2020
Opening balance	1,123.40	1,123.40	1,123.40
<b>Closing balance</b>	<b>1,123.40</b>	<b>1,123.40</b>	<b>1,123.40</b>

(Refer note 19)

There are no changes in Equity Share Capital due to prior period errors.

### (b) Other equity

Particulars	Securities Premium	Retained Earnings	Items of Other Comprehensive Income	Total other equity
			Remeasurement gain/ (loss) of defined benefit plan	
<b>Balance as at April 1, 2020</b>	<b>4,578.21</b>	<b>4,254.84</b>	-	<b>8,833.05</b>
Profit for the year	-	879.98	-	879.98
Other comprehensive income for the year	-	-	8.04	8.04
<b>Total Other comprehensive income for the year</b>	-	<b>879.98</b>	<b>8.04</b>	<b>888.02</b>
Dividend	-	(112.34)	-	(112.34)
<b>Balance as at March 31, 2021</b>	<b>4,578.21</b>	<b>5,022.48</b>	<b>8.04</b>	<b>9,608.73</b>

Particulars	Securities Premium	Retained Earnings	Items of Other Comprehensive Income	Total other equity
			Remeasurement gain/ (loss) of defined benefit plan	
<b>Balance as at April 1, 2021</b>	<b>4,578.21</b>	<b>5,022.48</b>	<b>8.04</b>	<b>9,608.73</b>
Profit for the year	-	957.13	-	957.13
Other comprehensive loss for the year	-	-	(2.04)	(2.04)
<b>Total Other comprehensive income for the year</b>	-	<b>957.13</b>	<b>(2.04)</b>	<b>955.09</b>
Dividend	-	(112.34)	-	(112.34)
<b>Balance as at March 31, 2022</b>	<b>4,578.21</b>	<b>5,867.26</b>	<b>6.00</b>	<b>10,451.48</b>

As per our report of even date attached

**For MSKA & Associates**

Chartered Accountants

Firm Registration No.: 105047W

**Siddharth Iyer**

Partner

Membership No. 116084

For and on behalf of the Board of Directors

**Rajshree Polypack Limited**

CIN : L25209MH2011PLC223089

**Ramswaroop Thard**

Chairman & MD

DIN : 02835505

**Naresh Thard**

Jt. Managing Director

DIN : 03581790

**Mitali Shah**

Company Secretary &  
Compliance Officer

**Sunil Sharma**

Chief Financial Officer

Place: Thane

Date : May 30th, 2022

Place: Thane

Date : May 30th, 2022

## RAJSHREE POLYPACK LIMITED

### Accompanying notes to the financial statements for the year ended March 31, 2022

#### 1 General Information

"Rajshree Polypack Limited ("the Company") is a company incorporated in India under the provisions of Companies Act, 1956 on October 15, 2011. The Company was an SME and was listed on NSE Emerge in the year 2018 however, the Company has migrated its equity shares from SME Platform (NSE emerge) of National Stock Exchange of India to the Main board of National Stock Exchange of India w.e.f November 26, 2021. The registered address of the Company is located 503-504, Lodha Supremus Bldg., Wagle Estate, Thane (West)-400604.

The Company is engaged in the business of manufacturing and trading of "Plastic Packaging Product". The Company operates through its three manufacturing units in Daman.

The Financial Statements were approved for issue by the Board of Directors on May 30, 2021. The Financial Statements are presented in Indian Rupees (INR) and all values are rounded to the nearest Lakhs except where otherwise indicated.

#### 2 Significant Accounting Policies

Significant accounting policies adopted by the company are as under:

##### 2.1 Basis of Preparation of Financial Statements:

###### (a) Statement of Compliance with Ind AS

"These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The financial statements up to year ended 31 March 2021 were prepared in accordance with the accounting standards notified under the section 133 of the Act, read with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).

These financial statements for the year ended 31 March 2022 are the first financial statements of the Company under Ind AS. Refer note 54 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."

Accounting policies have been consistently applied to all the years presented except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

###### (b) Basis of measurement

The financial statements have been prepared on a historical cost convention on accrual basis, except for the following material items that have been measured at fair value as required by relevant Ind AS:-

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

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of services and the time between the rendering of service and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current and noncurrent classification of assets and liabilities.

###### (c) Use of estimates

The preparation of financial statements in conformity with Ind AS requires the Management to make estimate and assumptions that affect the reported amount of assets and liabilities as at the Balance Sheet date, reported amount of revenue and expenses for the year and disclosures of contingent liabilities as at the Balance Sheet date. The estimates and assumptions used in the accompanying financial statements are based upon the Management's evaluation of the relevant facts and circumstances as at the date of the financial statements. Actual results could differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates, if any, are recognized in the year in which the estimates are revised and in any future years affected.

Judgement, estimates and assumptions are required in particular for:

###### i) Impairment of non-financial assets (tangible and intangible)

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

## Accompanying notes to the financial statements for the year ended March 31, 2022

In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset. In determining the fair value less costs to disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other available fair value indicators.

### ii) Defined benefit obligations

The cost of the defined benefit gratuity plan is determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, expected returns on plan assets and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The mortality rate is based on publicly available mortality tables for India. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases, discount rate and return on planned assets are based on expected future inflation rates for India

### iii) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted price in active markets since they are unquoted, their value is measured using valuation technique including the discounted cash flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

### iv) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. In respect of trade receivables the Company applies the simplified approach permitted by Ind AS 109 - Financial Instruments, which requires expected lifetime losses to be recognised upon initial recognition of the receivables. For all

other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

### v) Income tax and Deferred Tax

Deferred tax assets are not recognised for unused tax losses as it is not probable that taxable profit will be available against which the losses can be utilised. Significant management judgement/estimate is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

### vi) Provision of Inventories

Management reviews the inventory listing on a periodic basis. This review involves comparison of the carrying value of the aged inventory items with the respective net realizable value. The purpose is to ascertain whether an allowance is required to be made in the financial statements for any obsolete slow-moving items and net realisable value. Management is satisfied that adequate allowance for obsolete and slow-moving inventories has been made in the financial statements.

## 2.2 Property, plant and equipment:

Property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to Statement of Profit and Loss during the year in which they are incurred.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under 'Capital work-in-progress'.

### Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognized as at 1 April 2020 measured as per the Indian GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

## RAJSHREE POLYPACK LIMITED

### Accompanying notes to the financial statements for the year ended March 31, 2022

#### Depreciation methods, estimated useful lives

The Company depreciates property, plant and equipment over their estimated useful lives using the straight line method. The estimated useful lives of assets are as follows:

##### Property, plant and equipment

Leasehold improvement*	Lease period
Buildings	30 Years
Leasehold Property	16 Years
Plant and Machinery	15 Years
Moulds & Dies	15 Years
Electric Installation	10 Years
Computers	3 Years
Fire Extinguishers	15 Years
Furniture & Fixtures	10 Years
Office & IT Equipments	5 Years
Vehicles - Motor Car	8 Years
Vehicles - Motor Bike	10 Years

\* Leasehold improvements are amortized over the lease period, which corresponds with the useful lives of the assets.

Depreciation on addition to property plant and equipment is provided on pro-rata basis from the date of acquisition. Depreciation on sale/deduction from property plant and equipment is provided up to the date preceding the date of sale, deduction as the case may be. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in Statement of Profit and Loss under 'Other Income'.

Depreciation methods, useful lives and residual values are reviewed periodically at each financial year end and adjusted prospectively, as appropriate.

#### 2.3 Other Intangible Assets

Intangible assets are stated at acquisition cost, net of accumulated amortization.

##### Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its intangible assets recognised as at 1 April 2020 measured as per the Indian GAAP and use that carrying value as the deemed cost of the intangible assets.

The Company amortized intangible assets over their estimated useful lives using the straight line method. The estimated useful lives of intangible assets are as follows:

##### Intangible assets

SAP Software	6 years
Other Software	3 years

Intangible assets with finite lives are assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at each financial year end.

#### 2.4 Foreign Currency Transactions

##### (a) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.

##### (b) Transactions and balances

"On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency at the date of the transaction. Gains/Losses arising out of fluctuation in foreign exchange rate between the transaction date and settlement date are recognised in the Statement of Profit and Loss.

All monetary assets and liabilities in foreign currencies are restated at the year end at the exchange rate prevailing at the year end and the exchange differences are recognised in the Statement of Profit and Loss.

#### 2.5 Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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 accessible to the Company."

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. The Company's management determines the policies and procedures for fair value measurement such as derivative instrument.

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

## Accompanying notes to the financial statements for the year ended March 31, 2022

### 2.6 Revenue Recognition

According to Ind AS 115, revenue is measured at the amount of consideration the Company expects to receive in exchange for the goods or services when control of the goods or services and the benefits obtainable from them are transferred to the customer. Revenue is recognised using the following five step model specified in Ind AS 115:

Step 1: Identify contracts with customers

Step 2: Identify performance obligations contained in the contract Step

Step 3: Determine the transaction price

Step 4: Allocate the transaction price to the performance obligation

Step 5: Recognise revenue when a performance obligation is satisfied.

The performance obligations arising from sale of products with the Company's customers are satisfied at a point in time. Payment terms are generally agreed upon individually with customers. Sales of products are recognised when control of the products has transferred based on the agreed terms. Revenue is net of sales returns and allowances, discounts, volume rebates and any taxes or duties collected on behalf of government such as goods and service tax, etc.

Sale of services are recognised on satisfaction of performance obligation towards rendering of such services.

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

A contract liability is the Company's obligation to transfer goods or services to a customer, for which the Company has already received consideration from customers.

If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract

Export incentives

Income from export incentives are accounted for on export of goods if the entitlements can be estimated with reasonable assurance and conditions precedent to claim are fulfilled.

Dividend & Interest Income

Dividend income is recognised when the Company's right to receive the payment is established by the reporting date.

Interest income is recognised using the effective interest rate (EIR) method

Other Income

Other incomes are accounted on accrual basis

### 2.7 Taxes

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year.

#### (a) Current income tax

Current tax assets and liabilities are measured at the amount expected to be recovered or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the year end date. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

#### (b) Deferred tax

Deferred income tax is provided in full, using the balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in financial statements. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the year and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

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

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities

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

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



## RAJSHREE POLYPACK LIMITED

### 2.8 Leases

#### The Company as a lessee

The Company's lease asset classes primarily consist of leases for Office Premises, Godowns, land and Buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

#### The Company as a Lessor

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases

### 2.9 Inventories

Inventories are valued at lower of cost and net realisable value. Cost is determined on the Weighted Average Method

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw materials, packaging materials and stores and spare parts are valued at lower of cost and net realizable value. Cost includes purchase price, (excluding those subsequently recoverable by the enterprise from the concerned revenue authorities), freight inwards and other expenditure incurred in bringing such inventories to their present location and condition.

Raw materials, Components, Stores and Spares and Packing Material held for use in production of Inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost

The cost of manufactured Inventories and Work-In-Process is the direct cost of manufacture plus appropriate allocated overheads.

The net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and estimated costs necessary to make the sale

The comparison of cost and net realisable value is made on an item by item basis

### 2.10 Impairment of non-financial assets

"The Company assesses at each year end whether there is any objective evidence that a non financial asset or a group of non financial assets is impaired. If any such indication exists, the Company estimates the asset's recoverable amount and the amount of impairment loss.

An impairment loss is calculated as the difference between an asset's carrying amount and recoverable amount. Losses are recognized in Statement of Profit and Loss and reflected in an allowance account. When the Company considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through Statement of Profit and Loss.

The recoverable amount of an asset or cash-generating unit (as defined below) is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash in flows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit")."

### 2.11 Provisions and contingent liabilities

Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The Company records a provision for decommissioning costs. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognized as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognized in the statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

## 2.12 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks, cash on hand and short-term deposits net of bank overdraft with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, cash in banks and short-term deposits net of bank overdraft.

## 2.13 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### (a) Financial assets

#### (i) Initial recognition and measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. 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) 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 profit or loss.

#### (ii) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in following categories:

- a) at amortized cost; or
- b) at fair value through other comprehensive income; or
- c) at fair value through profit or loss.

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

**Amortized cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in finance income using the effective interest rate method (EIR).

**Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue

and foreign exchange gains and losses which are recognized in Statement of Profit and Loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to Statement of Profit and Loss and recognized in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

**Fair value through profit or loss (FVTPL):** Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit or loss. Interest income from these financial assets is included in other income.

### (iii) Impairment of financial assets

In accordance with Ind AS 109, Financial Instruments, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on financial assets that are measured at amortized cost and FVOCI.

For recognition of impairment loss on financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent years, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12 month ECL.

Life time ECLs are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the year end.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider all contractual terms of the financial instrument (including prepayment, extension etc.) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.

In general, it is presumed that credit risk has significantly increased since initial recognition if the payment is more than 30 days past due.

ECL impairment loss allowance (or reversal) recognized during the year is recognized as income/expense in the statement of profit and loss. In balance sheet ECL for financial assets measured at amortized cost is presented as an allowance, i.e.

## RAJSHREE POLYPACK LIMITED

as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

### (iv) Derecognition of financial assets

A financial asset is derecognized only when

- the rights to receive cash flows from the financial asset is transferred or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the financial asset is transferred then in that case financial asset is derecognized only if substantially all risks and rewards of ownership of the financial asset is transferred. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

### (b) Financial liabilities

#### (i) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss and at amortized cost, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs.

#### (ii) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognized in the Statement of Profit and Loss.

#### (iii) Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss as finance costs.

### (c) Equity instruments:

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument- by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

### (a) 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 recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

## 2.14 Employee Benefits

### (a) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the year in which the employees render the related service are recognized in respect of employees' services up to the end of the year and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

### (b) Other long-term employee benefit obligations

#### (i) Defined contribution plan

Provident Fund: Contribution towards provident fund is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis which are charged to the Statement of Profit and Loss

(ii) Defined benefit plans

Gratuity: The Company provides for gratuity, a defined benefit plan (the 'Gratuity Plan') covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/gains are recognized in the other comprehensive income in the year in which they arise.

## 2.15 Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant or subsidy relates to revenue, it is recognized as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate. Where the grant relates to an asset, it is recognized as deferred income and is allocated to statement of profit and loss over the periods and in the proportions in which depreciation on those assets is charged.

## 2.16 Borrowing cost

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of the respective asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. Ancillary cost of borrowings in respect of loans not disbursed are carried forward and accounted as borrowing cost in the year of disbursement of loan. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest expenses calculated as per effective interest method, exchange difference arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost and other costs that an entity incurs in connection with the borrowing of funds.

## 2.17 Segment reporting

Ind AS 108 establishes standards, for the way that business enterprises report information about operating segments and related disclosures about products, services and geographic areas, and major customers.

The primary reporting of the Company has been performed on the basis of business segments. Based on the "management approach" as defined in Ind AS 108, the Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources to manufacture of "Thermoformed Packaging Products" only hence it has been considered as the only reportable business segment and hence no separate financial disclosures provided in respect of its single business segment.

## 2.18 Statement of Cash Flows

Cash flows are reported using the indirect method, where by net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

## 2.19 Earnings Per Share

"Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Earnings considered in ascertaining the Company's earnings per share is the net profit or loss for the year after deducting preference dividends and any attributable tax thereto for the year. The weighted average number of equity shares outstanding during the year and for all the years presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year is adjusted for the effects of all dilutive potential equity shares."

## 2.20 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 1, 2022, as below:

### Ind AS 103 – Reference to Conceptual Framework

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements.

### Ind AS 16 – Proceeds before intended use

The amendments mainly prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in profit or loss. The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its financial statements.

## RAJSHREE POLYPACK LIMITED

### **Ind AS 37 – Onerous Contracts - Costs of Fulfilling a Contract**

The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its financial statements.

### **Ind AS 109 – Annual Improvements to Ind AS (2021)**

The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability. The Company does not expect the amendment to have any significant impact in its financial statements.

### **Ind AS 116 – Annual Improvements to Ind AS (2021)**

The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration. The Company does not expect the amendment to have any significant impact in its financial statements.



## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

### 3. Property, Plant and Equipment

(₹ in Lakhs)

Particular	Land	Buildings	Leasehold Property	Leasehold Improvement	Plant and Machinery	Moulds & Dies	Electric Installation	Computers	Fire Extinguishers	Furniture & Fixtures	Office Equipment	Vehicles	Total
<b>Gross carrying Amount</b>													
Cost as at 1st April, 2021	69.48	567.88	644.25	-	6,694.16	777.94	39.93	25.94	3.67	69.02	25.30	104.89	9,022.46
Additions	-	-	6.24	78.75	1,206.25	405.72	140.04	12.53	1.57	60.08	20.17	-	1,931.35
Disposal / Adjustment	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2022	69.48	567.88	650.49	78.75	7,900.41	1,183.66	179.97	38.47	5.24	129.10	45.47	104.89	10,953.81
<b>Accumulated Depreciation</b>													
As at April 01, 2021	-	24.89	3.07	-	570.37	65.65	9.58	8.35	0.39	12.40	6.89	15.19	716.78
Depreciation charge for the year	-	23.80	35.77	0.41	811.87	79.64	9.08	7.24	0.42	13.76	6.15	15.67	1,003.81
Disposal / Adjustment	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2022	-	48.69	38.84	0.41	1,382.24	145.29	18.66	15.59	0.81	26.16	13.04	30.86	1,720.59
Net carrying amount	69.48	519.19	611.65	78.34	6,518.17	1,038.37	161.31	22.88	4.43	102.94	32.43	74.03	9,233.22
<b>Gross carrying Amount</b>													
Cost as at 01st April, 2020	69.48	567.88	-	-	3,137.41	574.54	39.93	13.57	3.31	66.77	21.77	68.98	4,563.64
Additions	-	-	644.25	-	3,556.75	203.40	-	12.37	0.36	2.25	3.53	35.91	4,458.82
Disposal / Adjustment	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2021	69.48	567.88	644.25	-	6,694.16	777.94	39.93	25.94	3.67	69.02	25.30	104.89	9,022.46
<b>Accumulated Depreciation</b>													
As at April 01, 2020	-	-	-	-	-	-	-	-	-	-	-	-	-
Depreciation charge for the year	-	24.89	3.07	-	570.37	65.65	9.58	8.35	0.39	12.40	6.89	15.19	716.78
Disposal / Adjustment	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2021	-	24.89	3.07	-	570.37	65.65	9.58	8.35	0.39	12.40	6.89	15.19	716.78
Net carrying amount	69.48	542.99	641.18	-	6,123.79	712.29	30.35	17.59	3.28	56.62	18.41	89.70	8,305.68

#### Notes:

- 3.1 The Company has elected Ind AS 101 exemption to continue with the carrying value for all of its Property, Plant and Equipment as its deemed cost as at the date of transition. Refer note 54 for a reconciliation of deemed cost as considered by the Company.
- 3.2 Refer Note 21 and 25 for information on Property, Plant and Equipment Pledged as Security by the Company



## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

## 4. Capital Work in Progress and Intangible Assets under Development

Particulars	Capital Work in Progress	Intangible Assets under Development
<b>Cost as at April 01, 2021</b>	150.69	83.92
Additions	1,707.36	41.09
Capitalised during the year	1,684.73	125.01
<b>As at March 31, 2022</b>	<b>173.31</b>	<b>-</b>
<b>Cost as at 1st April, 2020</b>	334.45	63.39
Additions	4,205.60	20.53
Capitalised during the year	4,389.37	-
<b>As at March 31, 2021</b>	<b>150.69</b>	<b>83.92</b>

## Capital work-in-progress ageing schedule

Particulars	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
Less than 1 year	173.31	150.69	330.52
1-2 years	-	-	3.94
2-3 years	-	-	-
More than 3 years	-	-	-
<b>Total</b>	<b>173.31</b>	<b>150.69</b>	<b>334.45</b>

## Intangible assets under development ageing schedule

Particulars	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
Less than 1 year	-	28.97	63.39
1-2 years	-	54.95	-
2-3 years	-	-	-
More than 3 years	-	-	-
<b>Total</b>	<b>-</b>	<b>83.92</b>	<b>63.39</b>

4.1 The Capital work in progress are related to Projects which are in Progress. No Projects are suspended

4.2 No Projects have exceeded their original timelines or original budget.

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### 5. Right of Use Assets

Particulars	Office Premises	Building	Land	Godown	Amount
<b>Gross carrying Amount</b>					
Cost as at April 01, 2021	97.75	14.75	274.53	71.17	458.20
Additions	-	873.96	-	-	873.96
Disposal / Adjustment	-	21.19	-	-	21.19
<b>As at March 31, 2022</b>	<b>97.75</b>	<b>867.52</b>	<b>274.53</b>	<b>71.17</b>	<b>1,310.97</b>
<b>Accumulated Depreciation</b>					
As at 1st April, 2021	40.25	0.74	2.76	10.35	54.10
Amortization charge for the year	34.46	9.81	19.75	23.56	87.58
Disposal / Adjustment	-	-	-	-	-
<b>As at March 31, 2022</b>	<b>74.71</b>	<b>10.55</b>	<b>22.51</b>	<b>33.91</b>	<b>141.68</b>
<b>Net carrying amount</b>	<b>23.04</b>	<b>856.97</b>	<b>252.02</b>	<b>37.26</b>	<b>1,169.29</b>
<b>Gross carrying Amount</b>					
Cost as at April 01, 2020	112.49	0.35	291.52	0.75	405.11
Additions	-	14.40	-	70.42	84.82
Disposal / Adjustment	14.74	-	16.99	-	31.73
<b>As at March 31, 2021</b>	<b>97.75</b>	<b>14.75</b>	<b>274.53</b>	<b>71.17</b>	<b>458.20</b>
<b>Accumulated Depreciation</b>					
As at April 01, 2020	-	-	-	-	-
Amortization charge for the period	40.25	0.74	2.76	10.35	54.10
Disposal / Adjustment	-	-	-	-	-
<b>As at March 31, 2021</b>	<b>40.25</b>	<b>0.74</b>	<b>2.76</b>	<b>10.35</b>	<b>54.10</b>
<b>Net carrying amount</b>	<b>57.50</b>	<b>14.01</b>	<b>271.77</b>	<b>60.82</b>	<b>404.10</b>

### 6. Intangible assets

Particulars	Software	Total
<b>Gross carrying Amount</b>		
Cost as at April 01, 2021	3.16	3.16
Additions	125.01	125.01
Disposal / Adjustment	-	-
<b>As at March 31, 2022</b>	<b>128.17</b>	<b>128.17</b>
<b>Accumulated Amortization</b>		
As at April 01, 2021	0.21	0.21
Amortization charge for the year	12.47	12.47
Disposal / Adjustment	-	-
<b>As at March 31, 2022</b>	<b>12.68</b>	<b>12.68</b>
<b>Net carrying amount</b>	<b>115.49</b>	<b>115.49</b>

## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

<b>Gross carrying Amount</b>		
Cost as at April 01, 2020	2.53	2.53
Additions	0.63	0.63
Disposal / Adjustment	-	-
<b>As at March 31, 2021</b>	<b>3.16</b>	<b>3.16</b>
<b>Accumulated Amortization</b>		
As at April 01, 2020	-	-
Amortization charge for the year	0.21	0.21
Disposal / Adjustment	-	-
<b>As at March 31, 2021</b>	<b>0.21</b>	<b>0.21</b>
<b>Net carrying amount</b>	<b>2.95</b>	<b>2.95</b>

## Notes:

- 6.1 Software is other than internally generated software.
- 6.2 The Company has elected Ind AS 101 exemption to continue with the carrying value for all of its Intangible Assets as its deemed cost as at the date of transition. Refer note 54 for a reconciliation of deemed cost as considered by the Company.

## Note: 7 Investments

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>Investments measured at Fair Value through Profit or Loss</b>			
<b>Investments in Mutual Funds (Quoted)</b>			
18,788 (March 31, 2021 : 14,804, April 01, 2020 : 11,945) Units of Rs. 10 each fully paid up of ICICI Pro Focused Blue-chip Equity Fund	12.32	9.44	4.70
4,026 ( March 31, 2021 : 2,036 , April 01, 2020 : 758) Units of Rs. 10 each fully paid up of Nippon India Multi-cap fund	6.09	3.92	1.32
<b>Total</b>	<b>18.41</b>	<b>13.36</b>	<b>6.02</b>

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Aggregate market value of quoted investments	18.41	13.36	6.02
Aggregate book value of quoted investments	18.41	13.36	6.02

## Note: 8 Loans - Non Current

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>(Unsecured, considered good, unless stated otherwise)</b>			
Inter Corporate Deposit	-	-	51.81
<b>Total</b>	<b>-</b>	<b>-</b>	<b>51.81</b>

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### Note: 9 Other Financial Assets - Non Current

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>(Unsecured, considered good, unless stated otherwise)</b>			
Security deposits	130.25	90.34	59.15
Bank deposits with more than 12 months maturity*	6.82	10.60	10.55
<b>Total</b>	<b>137.07</b>	<b>100.94</b>	<b>69.70</b>

\* Above bank deposits are held as margin money/ securities with bank.

### Note: 10 Other Non Current Assets

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>(Unsecured, considered good, unless stated otherwise)</b>			
Balance with government authorities	34.38	34.38	71.24
Capital Advances	365.22	208.33	571.03
<b>Total</b>	<b>399.60</b>	<b>242.71</b>	<b>642.27</b>

### Note: 11 Inventories

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>(Valued at lower of cost and net realizable value, unless stated other wise)</b>			
Raw Materials	1,620.29	841.98	499.46
Work-in-progress	1,427.46	426.28	162.53
Finished goods	790.85	506.77	423.42
Packing Material	158.89	74.14	64.34
Stores and spares	230.24	109.13	106.04
Unusable Wastage	15.84	24.80	17.00
Stock in Trade	31.79	18.18	-
<b>Total</b>	<b>4,275.36</b>	<b>2,001.28</b>	<b>1,272.79</b>

Note: 11.1 Refer Note - 21 and 25 for information on inventories Pledged as security by the Company.

Note: 11.2 During the year ended March 31, 2022 Rs. 85 lacs ( March 31, 2021 Rs. Nil, April 01, 2020 Rs. Nil) was recognised as expense for Inventories recognised at Net realisable value.

## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

## Note: 12 Trade receivables

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>Unsecured</b>			
- Considered good (Including related party receivable)	3,043.90	2,741.73	2,280.99
- Significant increase in credit risk	45.65	92.18	86.37
- Credit impaired	-	-	-
<b>Sub-total</b>	<b>3,089.55</b>	<b>2,833.91</b>	<b>2,367.35</b>
Less: Provision for doubtful debts	177.48	201.55	195.73
<b>Total</b>	<b>2,912.07</b>	<b>2,632.36</b>	<b>2,171.62</b>
The above amount includes -			
- receivables from related parties	119.66	-	-
- Others	2,969.89	2,833.91	2,367.35
<b>Total</b>	<b>3,089.55</b>	<b>2,833.91</b>	<b>2,367.35</b>

There were no receivables due by directors or any of the officers of the Company

## Note: 12.1 Receivable analysis

## (a) As at March 31, 2022

## Outstanding for following periods from due date of Payment

Particulars	Not Due	less than 6 months	6 months - 1 year	1-2 years	2-3 years	more than 3 years	Total
<b>Undisputed trade receivable</b>							
Considered good	1,723.12	1,225.41	67.06	16.22	8.43	3.66	<b>3,043.90</b>
Which have significant increase in credit risk	-	-	-	-	7.71	10.35	<b>18.06</b>
Credit impaired	-	-	-	-	-	-	-
<b>Disputed trade receivable</b>							
Considered good	-	-	-	-	-	-	-
Which have significant increase in credit risk	-	-	19.59	8.00	-	-	<b>27.59</b>
Credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>1,723.12</b>	<b>1,225.41</b>	<b>86.65</b>	<b>24.22</b>	<b>16.14</b>	<b>14.01</b>	<b>3,089.55</b>

## (b) As at March 31, 2021

## Outstanding for following periods from due date of Payment

Particulars	Not Due	less than 6 months	6 months - 1 year	1-2 years	2-3 years	more than 3 years	Total
<b>Undisputed trade receivable</b>							
Considered good	2,238.37	453.97	25.57	11.99	11.83	-	<b>2,741.73</b>
Which have significant increase in credit risk	-	-	-	9.10	2.39	80.69	<b>92.18</b>
Credit impaired	-	-	-	-	-	-	-
<b>Disputed trade receivable</b>							
Considered good	-	-	-	-	-	-	-
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>2,238.37</b>	<b>453.97</b>	<b>25.57</b>	<b>21.09</b>	<b>14.22</b>	<b>80.69</b>	<b>2,833.91</b>

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### (c) As at April 01, 2020

#### Outstanding for following periods from due date of Payment

Particulars	Not Due	less than 6 months	6 months - 1 year	1-2 years	2-3 years	more than 3 years	Total
<b>Undisputed trade receivable</b>							
Considered good	1,235.50	1,009.92	18.83	15.48	0.50	0.75	2,280.98
Which have significant increase in credit risk	-	0.06	2.39	2.39	62.37	19.16	86.37
Credit impaired	-	-	-	-	-	-	-
<b>Disputed trade receivable</b>							
Considered good	-	-	-	-	-	-	-
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>1,235.50</b>	<b>1,009.98</b>	<b>21.22</b>	<b>17.87</b>	<b>62.87</b>	<b>19.91</b>	<b>2,367.35</b>

#### Note: 12.2 Movement in the Provision for doubtful debts pertaining to trade receivables are as follows:

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>Balance at the beginning of the year</b>			
Add: Provided/(Reversal) during the year	201.55	195.73	64.11
Less: Amount Written off	46.54	5.82	131.62
Balance at the end of the year	70.61	-	-
<b>Total</b>	<b>177.48</b>	<b>201.55</b>	<b>195.73</b>

Refer Note - 21 and 25 for information on trade receivables pledged as security by the Company.

#### Note: 13 Cash and cash equivalents

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Cash on hand	7.65	3.82	3.80
Balances with banks in current accounts	18.06	118.44	1,116.03
Balances with banks in Cash Credit Account	-	-	2.68
Fixed Deposit (With maturity of 3 months or less from reporting date)	66.17	63.74	28.32
<b>Total</b>	<b>91.88</b>	<b>186.00</b>	<b>1,150.83</b>

#### Note: 14 Other bank balance

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Other bank balances			
In Fixed Deposits:			
a) With maturity of more than 3 months but less than 12 months from reporting date	40.48	2,337.74	1,518.96
b) With maturity of more than 12 months from reporting date	6.82	10.60	10.55
	<b>47.30</b>	<b>2,348.34</b>	<b>1,529.51</b>
Less: Disclosed under Other financial assets - non-current	6.82	10.60	10.55
<b>Total</b>	<b>40.48</b>	<b>2,337.74</b>	<b>1,518.96</b>



## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

- Note: 14.1 a)** FDR amounting to Rs. 39.43 lakh /- (March 31, 2021 Rs. 2,278.63 lakh/- , April 01, 2020 Rs. 25.81 lakh/-) have been pledged with the bank towards the Company's Letter of Credit and FDR amounting to Rs. 31.41 lakh /- (March 31, 2021 Rs. 7.80 lakh/- , April 01, 2020 Rs. 7.80 lakh/-) are pledged with Electricity department.
- b) Fixed Deposits amounting to Rs. 34.76 lakh /- (March 31, 2021 Rs. 53.78 lakh/- , April 01, 2020 Rs. 53.78 lakh/-) is as lien against facilities taken from HDFC Bank.
- c) Balance with Bank in current account includes Rs. Nil (March 31, 2021 Rs. 6.02 lakh/- , April 01, 2020 Rs. 1,104.31 lakh/-) and Fixed Deposit includes Rs. Nil (March 31, 2021 Rs. 2,107.05 lakh/- , April 01, 2020 Rs. 1,393 lakh/-) of proceeds received from IPO.
- d) Balance with Bank in current account includes unclaimed Dividend of Rs. 0.44 lakh /- . (March 31, 2021 Rs. 0.34 lakh/- April 01, 2020 Rs. 0.20 lakh/-).

**Note: 15 Loans - Current**

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>(Unsecured, considered good, unless stated otherwise)</b>			
Loans and advances to related parties (Refer note 41)	3.94	1.48	4.21
Inter Corporate Deposit	-	51.81	-
Advances to Staff	10.72	7.37	9.46
<b>Total</b>	<b>14.66</b>	<b>60.66</b>	<b>13.67</b>

Disclosures of loans or advances in the nature of loans granted to promoters, directors, key managerial personnel (KMPs) and the related parties:

Type of borrower	Amount of loan or advance in the nature of loan outstanding		
	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Promoters	-	-	-
Directors	-	-	-
KMPs	3.94	1.48	4.21
Related parties	-	-	-

Type of borrower	Percentage of total loan or advances in the nature of loans		
	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Promoters	-	-	-
Directors	-	-	-
KMPs	100.00%	100.00%	100.00%
Related parties	-	-	-

As required under section 186(4) of the Companies Act, 2013 loan given to the related parties is for general business purpose. Loan to KMPs are granted individually and repayable on demand

**Note: 16 Other Financial Assets - Current**

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>(Unsecured, considered good, unless stated otherwise)</b>			
Security Deposits	15.58	16.97	13.70
Other receivable	22.25	22.25	22.25
Less: Provision for doubtful receivables	22.25	22.25	-
<b>Total</b>	<b>15.58</b>	<b>16.97</b>	<b>35.95</b>

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### Note: 17 Current Tax Assets (Net)

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Income tax (net of provisions)	109.34	77.03	91.23
<b>Total</b>	<b>109.34</b>	<b>77.03</b>	<b>91.23</b>

### Note: 18 Other Current Assets

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Balance with government authorities	220.86	32.98	34.88
Prepaid Expenses	44.43	24.64	24.02
Advance to vendors	184.16	136.83	108.99
Export Incentive Receivable	60.96	85.15	101.28
<b>Total</b>	<b>510.41</b>	<b>279.60</b>	<b>269.17</b>

### Note: 19 Equity share capital

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>Authorised share capital</b>			
<b>Equity Shares</b>			
Face value	10	10	10
No. of shares (Number)	1,25,00,000	1,25,00,000	1,25,00,000
Amount	1,250	1,250	1,250
<b>Total</b>	<b>1,250</b>	<b>1,250</b>	<b>1,250</b>
<b>Issued, subscribed and paid-up share capital</b>			
<b>Equity Shares</b>			
Face value	10	10	10
No. of shares (Number)	1,12,34,000	1,12,34,000	1,12,34,000
Amount	1,123.40	1,123.40	1,123.40
<b>Total</b>	<b>1,123.40</b>	<b>1,123.40</b>	<b>1,123.40</b>

### Note: 19.1 Terms/ rights attached to equity shares :

- The Company has only one class of equity shares having at par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per equivalent fully paid up equity share.
- In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equivalent fully paid up equity shares held by the shareholders.
- The Company declare and pays dividend in Indian Rupees. Each equity share has the same right of dividend.

### Note: 19.2 Reconciliation of the number of shares outstanding is set out below:

There has been no change/ movements in number of shares outstanding at the beginning and at the end of the period/ year.

## RAJSHREE POLYPACK LIMITED

### Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

#### Note: 19.3 Details of shareholders holding more than 5 % shares

Particulars	Details	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Wifag Polytype Holding AG	Number of Shares	22,26,084	22,26,084	22,26,084
	% of Holding	19.82%	19.82%	19.82%
Abakkus Growth Fund - 1	Number of Shares	9,87,939	9,87,939	9,79,939
	% of Holding	8.79%	8.79%	8.72%
Ramswaroop Radheshyam Thard	Number of Shares	21,02,858	20,95,158	20,85,158
	% of Holding	18.72%	18.65%	18.56%
Sajjankumar N. Rungta HUF	Number of Shares	17,25,132	17,25,132	17,25,132
	% of Holding	15.36%	15.36%	15.36%
Naresh Radheshyam Thard	Number of Shares	17,35,788	17,28,178	17,19,178
	% of Holding	15.45%	15.38%	15.30%

#### Note: 19.4 Details of Promoter Shareholding in the Company

Name of the promoter	Details	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Ramswaroop Radheshyam Thard	Number of Shares	21,02,858	20,95,158	20,85,158
	% of Holding	18.72%	18.65%	18.56%
	% change	0.07%	0.09%	0.39%
Naresh Radheshyam Thard	Number of Shares	17,35,788	17,28,178	17,19,178
	% of Holding	15.45%	15.38%	15.30%
	% change	0.07%	0.08%	0.36%
Sajjan N Rungta Huf	Number of Shares	17,25,132	17,25,132	17,25,132
	% of Holding	15.36%	15.36%	15.36%
	% change	0.00%	0.00%	-0.06%
Anand Sajjankumar Rungta	Number of Shares	1,89,513	1,89,513	1,89,513
	% of Holding	1.69%	1.69%	1.69%
	% change	0.00%	0.00%	0.00%
Shashi Ramswaroop Thard	Number of Shares	57,498	57,498	57,498
	% of Holding	0.51%	0.51%	0.51%
	% change	0.00%	0.00%	0.00%
Varsha Naresh Thard	Number of Shares	57,498	57,498	57,498
	% of Holding	0.51%	0.51%	0.51%
	% change	0.00%	0.00%	0.00%

**Note: 19.5** Aggregate number of bonus shares issued and shares issued for consideration other than cash during the period of five years immediately preceding the reporting date :

Particulars	No. of Shares
Bonus Shares in F.Y 2017-18	53.17
	<b>53.17</b>

**Note: 19.6** No Class of shares has been bought back by the Company during the period of five years immediately preceding the current year end

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### Note: 20 Other Equity

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>Securities Premium Reserve</b>			
Opening Balance	4,578.21	4,578.21	4,578.21
<b>Closing Balance</b>	<b>4,578.21</b>	<b>4,578.21</b>	<b>4,578.21</b>
<b>Retained Earnings</b>			
Opening Balance	5,030.52	4,254.84	3,484.53
Add : Net Profit for the year	957.13	879.98	838.03
Add : Other Comprehensive Income for the year (Remeasurement of Net Defined Benefit plans)	(2.04)	8.04	-
Less : Dividend Paid	(112.34)	(112.34)	(56.17)
Less : Dividend Distribution Tax	-	-	(11.55)
<b>Closing Balance</b>	<b>5,873.27</b>	<b>5,030.52</b>	<b>4,254.84</b>
<b>Total</b>	<b>10,451.48</b>	<b>9,608.73</b>	<b>8,833.05</b>

#### Nature and Purpose of Reserves

##### (a) Securities Premium Reserve

Securities premium is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013."

##### (b) Retained earnings

Retained earnings represent the accumulated earnings net of losses if any made by the Company over the years as reduced by dividends or other distributions paid to the shareholders and includes other comprehensive income

### Note: 21 Borrowings - Non Current

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>Secured</b>			
<b>From Banks</b>			
Term loan	1,384.62	515.01	772.78
Less : Current maturities of long term debt	171.39	349.97	621.70
	<b>1,213.23</b>	<b>165.04</b>	<b>151.08</b>
Vehicle Loan from Banks	48.89	54.14	49.52
Less : Current maturities of long term debt	15.59	5.26	6.06
	<b>33.30</b>	<b>48.88</b>	<b>43.46</b>
<b>Total</b>	<b>1,246.53</b>	<b>213.92</b>	<b>194.54</b>

- a) Term loan from bank as on 31st March, 2022 amounting to ₹ NIL lakh/- ( 31st March 2021: ₹ 36.02/-lakh; 1st April 2020: ₹ 76.08/-lakh) was taken from HDFC and carries interest rate @ 8.20%. The loan is repayable in 71 (Seventy one) monthly instalments commencing from May, 2016. The loan is secured by hypothecation of Current Asset, Plant & Machinery and Factory land & building. Further, the loan has been secured by the personal guarantee of directors.
- b) Term loan from bank as on 31st March, 2022 amounting to ₹ NIL lakh/- ( 31st March 2021: ₹ 115.06/- lakh; 1st April 2020: ₹ 242.36/-lakh) was taken from HDFC and carries interest rate @ 8.20%. The loan is repayable in 65 (Sixty Five) monthly instalments commencing from March 2017. The loan is secured by hypothecation of Current Asset, Plant & Machinery and Factory land & building. Further, the loan has been guaranteed by the personal guarantee of directors.

**RAJSHREE POLYPACK LIMITED****Accompanying notes to the financial statements for the year ended March 31, 2022****(₹ in Lakhs)**

- c) FCNR Term loan from bank as on 31st March, 2022 amounting to ₹ NIL lakh/- (USD NIL lakh) ( 31st March 2021: ₹ 195.11/- lakh (USD 2.65 lakh); 1st April 2020: ₹ 454.34/-lakh (USD 6.03 lakh)) was taken from IndusInd Bank. The loan carries fixed interest rate of 3.44%. The loan is repayable in 58 (Fifty Eight) monthly instalments commencing from April 2016. The loan is secured by hypothecation of Current Asset, Plant & Machinery and Factory land & building. Further, the loan has been guaranteed by third party guarantee and personal guarantee of directors.
- d) Term loan from bank as on 31st March, 2022 amounting to ₹ 73.03 lakh/- ( 31st March 2021: ₹ 76.82/- lakh; 1st April 2020: ₹ Nil/-lakh) was taken from HDFC and carries interest rate @ 8.25%. The loan is repayable in 36 (Thirty Six) monthly instalments commencing from February 2022 with 12 months Moratorium period. The loan is covered by 100% guarantee from NCGTC (National Credit Guarantee Trustee Company Ltd (Ministry of Finance, Government of India). Further, the loan has been guaranteed by the personal guarantee of directors.
- e) Term loan from bank as on 31st March, 2022 amounting to ₹ 92.00 lakh/- ( 31st March 2021: ₹ 92.00/- lakh; 1st April 2020: ₹ Nil/-lakh) was taken from HDFC and carries interest rate @ 8.25% The loan is repayable in 36 (Thirty Six) monthly instalments commencing from May 2022 with 12 months Moratorium period. The loan is covered by 100% guarantee from NCGTC (National Credit Guarantee Trustee Company Ltd (Ministry of Finance, Government of India). Further, the loan has been guaranteed by the personal guarantee of directors.
- f) Term loan from bank as on 31st March, 2022 amounting to ₹ 153.50 lakh/- ( 31st March 2021: ₹ Nil/- lakh; 1st April 2020: ₹ Nil/-lakh) was taken from HDFC and carries interest rate @ 8.25% The loan is repayable in 60 (Sixty) monthly instalments commencing from February 2024 with 24 months Moratorium period. The loan is covered by 100% guarantee from NCGTC (National Credit Guarantee Trustee Company Ltd (Ministry of Finance, Government of India). Further, the loan has been guaranteed by the personal guarantee of directors.
- g) Term loan from bank as on 31st March, 2022 amounting to ₹ 337.25 lakh/- ( 31st March 2021: ₹ Nil/- lakh; 1st April 2020: ₹ Nil/-lakh) was taken from Shamrao Vithal Co-operative Bank and carries interest rate @ 7.90%. The loan is repayable in 84 (Eighty four) monthly instalments commencing from Dec 2021 with 6 months Moratorium period. The loan is secured by hypothecation of Current Asset, Plant & Machinery and third party land & Building. Further, the loan has been guaranteed by the personal guarantee of directors.
- h) Term loan from bank as on 31st March, 2022 amounting to ₹ 444.23 lakh/- ( 31st March 2021: ₹ Nil/- lakh; 1st April 2020: ₹ Nil/-lakh) was taken from Shamrao Vithal Co-operative Bank and carries interest rate @ 7.90%. The loan is repayable in 84 (Eighty four) monthly instalments commencing from Jan 2022 with 6 months Moratorium period. The loan is secured by hypothecation of Current Asset, Plant & Machinery and third party land & Building. Further, the loan has been guaranteed by the personal guarantee of directors.
- i) Term loan from bank as on 31st March, 2022 amounting to ₹ 130.03 lakh/- ( 31st March 2021: ₹ Nil/- lakh; 1st April 2020: ₹ Nil/-lakh) was taken from Shamrao Vithal Co-operative Bank and carries interest rate @ 7.90%. The loan is repayable in 84 (Eighty four) monthly instalments commencing from Jan 2022. The loan is secured by hypothecation of Current Asset, Plant & Machinery and third party land & Building. Further, the loan has been guaranteed by the personal guarantee of directors.
- j) Term loan from bank as on 31st March, 2022 amounting to ₹ 154.58 lakh/- ( 31st March 2021: ₹ Nil/- lakh; 1st April 2020: ₹ Nil/-lakh) was taken from Shamrao Vithal Co-operative Bank and carries interest rate @ 7.90%. The loan is repayable in 84 (Eighty four) monthly instalments commencing from Aug 2022 with 6 months Moratorium period. The loan is secured by hypothecation of Current Asset, Plant & Machinery and third party land & Building. Further, the loan has been guaranteed by the personal guarantee of directors.
- k) Car Loan from HDFC bank as on 31st March, 2022 amounting to ₹ NIL lakh/- ( 31st March 2021: ₹ 0.23/- lakh; 1st April 2020: ₹ 2.86/-lakh) was taken and carries an interest rate of 9.65%. The loan is repayable in 60 (Sixty) monthly instalments commencing from May 2016. The Loan is secured by hypothecation of the said Vehicle.
- l) Car Loan from HDFC bank as on 31st March, 2022 amounting to ₹ NIL lakh/- ( 31st March 2021: ₹ 0.41/- lakh; 1st April 2020: ₹ 1.57/-lakh) was taken and carries an interest rate of 10.51%. The loan is repayable in 60 (Sixty) monthly instalments commencing from Oct 2016. The Loan is secured by hypothecation of the said Vehicle.
- m) Car Loan from HDFC bank as on 31st March, 2022 amounting to ₹ 40.35 lakh/- ( 31st March 2021: ₹ 42.82/- lakh; 1st April 2020: ₹ 45.09/-lakh) was taken and carries an interest rate of 8.63%. The loan is repayable in 84 (Eighty Four) monthly instalments commencing from Oct 2017. The Loan is secured by hypothecation of the said Vehicle.
- n) Car Loan from HDFC bank as on 31st March, 2022 amounting to ₹ 8.54 lakh/- ( 31st March 2021: ₹ 10.68/- lakh; 1st April 2020: ₹ Nil/-lakh) was taken and carries an interest rate of 8.20%. The loan is repayable in 60 (Sixty) monthly instalments commencing from Aug 2020. The Loan is secured by hypothecation of the said Vehicle.

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### Loans guaranteed by directors

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Term loan from banks	1,384.62	515.01	772.78
Short term Borrowings from banks	2,404.59	1,103.89	23.41
<b>Total</b>	<b>3,789.21</b>	<b>1,618.90</b>	<b>796.19</b>

### Note: 22 Lease Liabilities - Non Current

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Lease Liabilities (Refer note 45)	1,087.86	334.50	333.59
<b>Total</b>	<b>1,087.86</b>	<b>334.50</b>	<b>333.59</b>

### Note: 23 Other financial liabilities - Non Current

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Security deposits	4.37	-	-
<b>Total</b>	<b>4.37</b>	<b>-</b>	<b>-</b>

### Note: 24 Deferred tax liabilities (Net)

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>Significant components of net deferred tax assets and liabilities</b>			
<b>Deferred tax assets</b>			
Deferred tax on IPO Expenses	35.39	45.30	56.63
Provision for doubtful debts and receivables	50.27	56.33	49.27
Fair Value of Mutual Funds	-	-	0.30
Lease (Right to Use Asset)	6.78	0.92	-
	<b>92.44</b>	<b>102.55</b>	<b>106.20</b>
<b>Deferred tax liabilities</b>			
Difference in net carrying value of property, plant and equipment and intangible assets as per income tax and books	457.81	400.82	362.06
Fair Value of Mutual Funds	1.86	0.94	-
Lease (Right to Use Asset)	-	-	1.76
	<b>459.67</b>	<b>401.76</b>	<b>363.82</b>
<b>Deferred tax liabilities, net</b>	<b>(367.23)</b>	<b>(299.21)</b>	<b>(257.62)</b>



## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

## Note: 24.1 Movement of deferred tax assets and liabilities during the year ended:

(a)

Particulars	As at April 01, 2020	Recognized in statement and profit and loss	Recognized in other comprehensive income	As at March 31, 2021
<b>Deferred tax asset arising on account of:</b>				
- IPO Expenses	56.63	(11.33)	-	45.30
- Provision for doubtful debts and receivables	49.27	7.06	-	56.33
- Fair Value of Mutual Funds	0.30	(0.30)	-	-
- Lease (Right of Use Asset)	-	0.92	-	0.92
<b>Sub-total (A)</b>	<b>106.20</b>	<b>(3.65)</b>	-	<b>102.55</b>
<b>Deferred tax liabilities arising on account of:</b>				
Difference in net carrying value of property, plant and equipment and intangible assets as per income tax and books	362.06	38.76	-	400.82
Fair Value of Mutual Funds	-	0.94	-	0.94
Lease (Right to Use Asset)	1.76	(1.76)	-	-
<b>Sub-total (B)</b>	<b>363.82</b>	<b>37.94</b>	-	<b>401.76</b>
<b>Deferred tax liability (net) (A - B)</b>	<b>(257.62)</b>	<b>(41.59)</b>	-	<b>(299.21)</b>

(b)

Particulars	As at April 01, 2021	Recognized in statement and profit and loss	Recognized in other comprehensive income	As at March 31, 2022
<b>Deferred tax asset arising on account of:</b>				
- IPO Expenses	45.30	(9.91)	-	35.39
- Provision for doubtful debts and receivables	56.33	(6.06)	-	50.27
- Fair Value of Mutual Funds	-	-	-	-
- Lease (Right of Use Asset)	0.92	5.86	-	6.78
<b>Sub-total (A)</b>	<b>102.55</b>	<b>(10.11)</b>	-	<b>92.44</b>
<b>Deferred tax liabilities arising on account of:</b>				
Difference in net carrying value of property, plant and equipment, intangible assets as per income tax and books.	400.82	56.99	-	457.81
Fair Value of Mutual Funds	0.94	0.92	-	1.86
Lease (Right to Use Asset)	-	-	-	-
<b>Sub-total (B)</b>	<b>401.76</b>	<b>57.92</b>	-	<b>459.67</b>
<b>Deferred tax liability (net) (A - B)</b>	<b>(299.21)</b>	<b>(68.03)</b>	-	<b>(367.23)</b>

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### Note: 25 Borrowings - Current

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>Secured Loans</b>			
Cash credit Loan from Banks	1,904.59	600.79	23.41
Working Capital Demand Loan from Banks (WCDL)	500.00	503.10	-
Current Maturities of long term borrowings	186.98	355.23	627.76
<b>Total</b>	<b>2,591.57</b>	<b>1,459.12</b>	<b>651.17</b>

- a) Cash credit from HDFC as on 31st March, 2022 amounting to Rs. 638.76 lakh/- ( 31st March 2021: Rs. 454.25/- lakh; 1st April 2020: Rs. 23.41/-lakh) is secured by hypothecation of Current Assets, Plant & Machinery and Factory land & building. The credit facility has been guaranteed by personal guarantee of directors. The cash credit is repayable on demand and carries interest @ 7.8% as on 31st March, 2022 ( 31st March 2021: 8.20%; 1st April 2020: 9.50%).
- b) Cash credit from IndusInd Bank as on 31st March, 2022 amounting to Rs. 44.77 lakh/- ( 31st March 2021: Rs. 146.54/- lakh; 1st April 2020: Rs. Nil/-lakh). The loan is secured by hypothecation of Current Assets, Plant & Machinery and Factory land & building and also Plant & Machinery and Land & Building in the name of third party. The credit facility has been guaranteed by personal guarantee of directors. The cash credit is repayable on demand and carries interest @ 9.20% as on 31st March, 2022 ( 31st March 2021: 10.50%; 1st April 2020: 10.50%).
- c) Cash credit in form of WCDL from HDFC as on 31st March, 2022 amounting to Rs. Nil/- ( 31st March 2021: Rs. 503.10/- lakh; 1st April 2020: Rs. Nil/-lakh) is secured by hypothecation of Current Asset, Plant & Machinery and Factory land & building. The credit facility has been guaranteed by the personal guarantee of directors. The facility is repayable on demand and carries interest @ 7.80% as on 31st March, 2021.
- d) Cash credit in form of WCDL from CITI Bank as on 31st March, 2022 amounting to Rs. 500.00/- Lakhs ( 31st March 2021: Rs. Nil/- ; 1st April 2020: Rs. Nil/-) is secured by hypothecation of Current Asset, Plant & Machinery and Factory land & building. The credit facility has been guaranteed by the personal guarantee of directors. The facility is repayable on demand and carries interest @ 6.00% as on 31st March, 2022.
- e) Cash credit from Shamrao Vithal Co-operative Bank as on 31st March, 2022 amounting to Rs. 471.74 lakh/- ( 31st March 2021: Rs. Nil/- ; 1st April 2020: Rs. Nil/-). The loan is secured by hypothecation of Current Assets, Plant & Machinery and Land & Building in the name of third party. The credit facility has been guaranteed by personal guarantee of directors. The cash credit is repayable on demand and carries interest @ 7.80% as on 31st March, 2022.
- f) Cash credit from CITI Bank as on 31st March, 2022 amounting to Rs. 749.31 lakh/- ( 31st March 2021: Rs. Nil/- ; 1st April 2020: Rs. Nil/-). The loan is secured by hypothecation of Current Assets, Plant & Machinery and Factory Land & Building. The credit facility has been guaranteed by personal guarantee of directors. The cash credit is repayable on demand and carries interest @ 6.50% as on 31st March, 2022.

### Note: 26 Lease Liabilities - Current

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Lease Liabilities (Refer note 45)	94.54	59.53	52.32
<b>Total</b>	<b>94.54</b>	<b>59.53</b>	<b>52.32</b>

### Note: 27 Trade payables

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Due to Micro, Small and Medium Enterprises *	313.71	33.82	16.76
Due to others	1,312.88	1,298.86	886.88
<b>Total</b>	<b>1,626.59</b>	<b>1,332.68</b>	<b>903.64</b>

## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

**Note: 27.1** The amount due to Micro, Small and Medium Enterprises (MSME) as defined in the Micro, Small and Medium Enterprises Development Act (MSMED Act), 2006 has been determined to the extent such parties have been identified on the basis of information collected by the management. The disclosure relating to Micro, Small and Medium Enterprises is as under:

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Dues remaining unpaid at the year/period end:	313.71	33.82	16.76
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of accounting year;	0.04	0.04	-
The amount of interest accrued and remaining unpaid at the end of accounting year	-	-	-
The amount of interest paid by the buyer in terms of section 16 of MSMED Act along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-	-
The amount of interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid);	-	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	-	-	-

**Note: 27.2 Trade payable analysis****(a) As at March 31, 2022****Outstanding for following periods from due date of Payment**

Particulars	Not Due	less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	179.71	134.00	-	-	-	313.71
Others	904.39	376.75	18.91	11.53	1.30	1,312.88
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>1,084.10</b>	<b>510.75</b>	<b>18.91</b>	<b>11.53</b>	<b>1.30</b>	<b>1,626.59</b>

**(b) As at March 31, 2021****Outstanding for following periods from due date of Payment**

Particulars	Not Due	less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	20.63	13.19	-	-	-	33.82
Others	990.07	289.39	16.11	3.29	-	1,298.86
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>1,010.70</b>	<b>302.58</b>	<b>16.11</b>	<b>3.29</b>	<b>-</b>	<b>1,332.68</b>

**(c) As at April 01, 2020****Outstanding for following periods from due date of Payment**

Particulars	Not Due	less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	5.57	9.29	1.57	0.05	0.29	16.77
Others	408.52	464.65	10.76	0.96	1.98	886.87
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>414.09</b>	<b>473.94</b>	<b>12.33</b>	<b>1.01</b>	<b>2.27</b>	<b>903.64</b>

Refer note 41 for Trade Payables to Related Parties

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### Note: 28 Other Financial Liabilities

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Employee Dues Payable	126.86	115.83	97.47
Others Payable	1.81	1.57	1.44
Payable to Directors (Refer Note 41)	9.49	5.89	8.18
<b>Total</b>	<b>138.16</b>	<b>123.29</b>	<b>107.09</b>

### Note: 29 Other current liabilities

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
Interest Accrued but not Due	1.98	1.57	4.02
Creditors for Capital Goods	177.73	2,185.81	18.35
Contract liabilities (Advance from customers)	136.50	100.07	93.90
Statutory dues payable	159.32	49.40	72.76
Dividend Payable	0.24	0.14	-
Deferred Accrued Income	3.11	-	-
<b>Total</b>	<b>478.88</b>	<b>2,336.99</b>	<b>189.03</b>

### Note: 30 Provisions

Particulars	As At March 31, 2022	As At March 31, 2021	As At April 01, 2020
<b>Provision for employee benefits:</b>			
Provision for gratuity (refer note 44)	5.56	4.62	17.69
<b>Total</b>	<b>5.56</b>	<b>4.62</b>	<b>17.69</b>

### Note: 31 Revenue from operations

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
<b>Sale of Products :</b>		
Plastic Packaging Products	19,750.85	12,611.58
	<b>19,750.85</b>	<b>12,611.58</b>
<b>Other operating revenue :</b>		
Scrap Sales	33.48	26.40
Development charges	69.89	48.57
Export Incentives	1.42	20.67
	<b>104.79</b>	<b>95.64</b>
<b>Total</b>	<b>19,855.64</b>	<b>12,707.22</b>

## RAJSHREE POLYPACK LIMITED

### Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

#### (a) Disclosure pursuant to Ind AS 115: Revenue from contract with customers

##### Disaggregated revenue

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
<b>(i) Revenue based on timing:</b>		
Revenue recognized at point in time	19,750.85	12,611.58
Revenue recognized over time	-	-
<b>Total</b>	<b>19,750.85</b>	<b>12,611.58</b>
<b>(ii) Revenue by geographical market</b>		
Within India	18,626.37	11,818.10
Outside India	1,124.48	793.48
<b>Total</b>	<b>19,750.85</b>	<b>12,611.58</b>

##### (b) Contract Balances

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Closing balance of contract liabilities as at year end (Refer note 29)**	136.50	100.07

\*\* The contract liabilities relate to the advance received from customers towards future supply for which revenue is recognised at a point in time.

##### (c) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Revenue as per contract price	19,772.07	12,620.06
<b>Less: Adjustment</b>		
- Discounts	21.22	8.48
<b>Net revenue from contract with customers</b>	<b>19,750.85</b>	<b>12,611.58</b>

##### Note: 32 Other Income

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Interest Income on Fixed Deposits	47.82	125.59
Interest Income- Inter Corporate Deposit	2.08	4.00
Gain on foreign currency transaction (net)	28.85	144.39
Balances no longer required written back	1.81	15.46
Income from warehousing	22.50	12.00
Net Gain on Fair Value Change of Mutual Funds	3.66	4.93
Gain on Termination of Lease	-	0.87
Interest Income on Fair Valuation of Security Deposits	3.00	2.84
Miscellaneous Income	-	0.64
<b>Total</b>	<b>109.72</b>	<b>310.72</b>

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### Note: 33 Cost of Materials Consumed

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
<b>Raw Material Consumption :</b>		
Opening Stock	841.98	499.46
Add : Purchases during the Year	13,664.59	7,498.22
Less : Closing Stock	1,620.29	841.98
	<b>12,886.28</b>	<b>7,155.70</b>
<b>Store and Spare Parts Consumed :</b>		
Opening Stock	109.13	106.04
Add : Purchases during the Year	308.69	156.48
Less : Closing Stock	230.24	109.13
	<b>187.58</b>	<b>153.39</b>
<b>Packing Material Consumed :</b>		
Opening Stock	74.14	64.34
Add : Purchases during the Year	870.72	492.15
Less : Closing Stock	158.89	74.14
	<b>785.97</b>	<b>482.35</b>
<b>Total</b>	<b>13,859.83</b>	<b>7,791.44</b>

### Note: 34 Purchases of stock-in-trade

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Purchases (Plastic Packaging Products)	298.87	161.57
<b>Total</b>	<b>298.87</b>	<b>161.57</b>

### Note: 35 Changes in inventories of finished goods, work in progress, stock in trade and unusable wastage

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
<b>Inventories at the beginning of the year :</b>		
Finished goods	506.77	423.42
Work-in-progress	426.28	162.53
Stock-in-trade	18.18	-
Unusable Wastage	24.80	17.00
	<b>976.03</b>	<b>602.95</b>
<b>Inventories at the end of the year :</b>		
Finished goods	790.85	506.77
Work-in-progress	1,427.46	426.28
Stock-in-trade	31.79	18.18
Unusable Wastage	15.84	24.80
	<b>2,265.94</b>	<b>976.03</b>
<b>Net</b>	<b>(1,289.91)</b>	<b>(373.08)</b>



## RAJSHREE POLYPACK LIMITED

### Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

#### Note: 36 Employee benefits expense

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Salary, Bonus and Incentives (Including Contract Labour)	1,492.02	1,046.53
Director Remuneration	154.26	137.16
Contribution to provident fund and other funds	58.54	46.94
Gratuity	14.89	16.67
Staff welfare expenses	33.52	23.39
<b>Total</b>	<b>1,753.23</b>	<b>1,270.69</b>

#### Note: 37 Finance Costs

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
Interest Expense	214.23	69.58
Other Borrowing Costs	42.21	17.44
Bank Charges	13.72	13.27
Interest Expenses on Lease Obligation	39.94	13.00
<b>Total</b>	<b>310.10</b>	<b>113.29</b>

#### Note: 38 Other expenses

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
<b>Manufacturing expense</b>		
Power and Fuel	666.81	555.83
Job work	290.97	268.04
Factory Expenses	214.73	148.12
Repairs to Machinery	57.09	42.66
Repairs to Buildings	5.50	1.87
<b>Selling and Distribution expenses</b>		
Freight Outward	696.94	469.66
Selling Expenses	121.47	80.35
<b>Administration and Other expenses</b>		
Insurance	100.64	63.38
Rent	50.49	59.80
Travelling Expenses	109.74	44.46
Professional and Consultancy Charges	119.41	148.16
Remuneration to auditors	16.11	8.00
Balance not recoverable written off	-	36.87
Expenditure on Corporate Social Responsibility	28.89	22.58
Provision for doubtful debts and other receivables	54.69	28.07
Bad Debts	-	1.84
Miscellaneous Expenses	110.88	98.77
<b>Total</b>	<b>2,644.36</b>	<b>2,078.46</b>

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### (a) Details of Payments to auditors

Particulars	For the Year ended March 31, 2022	For the Year ended March 31, 2021
<b>As Auditor:</b>		
Statutory Audit Fee (including limited reviews)	16.00	8.00
<b>In Other Capacity:</b>		
Other services	0.11	-
<b>Total</b>	<b>16.11</b>	<b>8.00</b>

### Note: 39 Income tax

Reconciliation of tax expenses and the accounting profit multiplied by applicable tax rate:

Particulars	March 31, 2022	March 31, 2021
Profit before tax (a)	1,285.03	1,204.48
Income tax rate as applicable (b)	25.17%	25.17%
Income tax liability as per applicable tax rate (a X b)	323.42	303.14
(i) Expenses disallowed for tax purposes	7.27	5.68
(ii) Short provision for earlier years	5.34	19.97
(iii) Deduction u/s 80JJAA	(5.09)	(2.88)
(iv) Other (allowance)	(3.05)	(1.41)
<b>Tax expense reported in the Statement of Profit and Loss</b>	<b>327.89</b>	<b>324.51</b>

#### Note:

The Company offsets tax assets and liabilities in and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same authority.

### Income tax recognized in the Statement of Profit and Loss:

Particulars	March 31, 2022	March 31, 2021
<b>Current tax</b>		
current tax expense for current year	254.53	262.95
current tax expense pertaining to prior years	5.34	19.97
	<b>259.87</b>	<b>282.92</b>
<b>Deferred tax</b>		
Deferred tax charge for current year	68.02	41.59
	<b>68.02</b>	<b>41.59</b>
<b>Total tax expense recognized in current year</b>	<b>327.89</b>	<b>324.51</b>

### Note: 40 Capital commitments, other commitments and contingent liabilities

#### Note: 40.1 Capital Commitments.

- (a) Estimated amount of capital commitments to be executed on capital accounts and not provided for is ₹ 676.86 Lakhs, as at March 31, 2022 ( March 31, 2021: ₹ 462.4; April 01, 2020: ₹ 2239.31) (Net of advances).

## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

## Note: 40.2 Contingent liability (to the extent not provided for)

Particulars	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
<b>(i) Claims against the Company/ disputed liabilities not acknowledged as debts</b>			
Disputed income tax demands	5.17	5.17	5.17
<b>Others Commitments :</b>			
Custom Duty against Export Obligation (EPCG)*	-	-	-
Custom Duty against Export Obligation (Advance License)**	-	-	-
<b>(ii) Guarantees given by the Company</b>			
Guarantee given by bank to Government Authorities of on behalf of the Company	237.35	132.00	52.00

## Notes:

\* The Company has obtained license under Export Promotion Capital Goods Scheme (EPCG) for import of capital goods on zero percent custom duty. Under the EPCG the Company needs to fulfil certain export obligations, failing which, it is liable for payment of custom duty. Export Obligations as on 31st March, 2022 is Rs. 4,862.01/-lakh ( 31st March 2021: Rs. 5,219.67/-lakh; 1st April 2020: Rs. 569.04/-lakh).

\*\* The Company has obtained Advance License for import of goods on zero percent custom duty. Under the Advance Licence scheme the Company needs to fulfil certain export obligations, failing which, it is liable for payment of custom duty saved on import. Export Obligations as on 31st March, 2022 is Rs. 609.03/-lakh ( 31st March 2021: Rs. 654.55/-lakh; 1st April 2020: Rs. 584.46/-lakh).

## Note: 41 Disclosures as required by Indian Accounting Standard (Ind AS) 24 - Related Party Disclosures

## Note: 41.1 Name and relationships of related parties:

(a)	Entities in which Director/ Key Management Personnel (KMP) and their relatives has significant influence (Only where there are transactions/ balances)	Bobson Industries Orbit Industries Rajshree Infotech Sajjan N Rungta HUF (W.e.f. 22nd June, 2021) Packaging Solutions Group
(b)	Key Management Personnel [KMP]:	Ramswaroop Radheshyam Thard (Director) Naresh Radheshyam Thard (Director) Anand Sajjankumar Rungta (Director) (W.e.f. 22nd June, 2021) Alain Edmond Berset (Director) Pradeep Kumar Gupta (Director) Praveen Bhatia (Director) Rajesh Murarka (Director) Sajjan Rungta (Director) Sangeeta Sarian (Director) Sunil Sawarmal Sharma (Chief Financial Officer) Mitali Rajendra Shah (Company Secretary)
(c)	Relatives of KMP (Only where there are transactions)	Shashi Ramswaroop Thard Varsha Naresh Thard

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### Note: 41.2 Transactions with related parties

Nature of transaction	Name of the party	As at March 31, 2022	As at March 31, 2021
Dividend Paid	Ramswaroop Radheshyam Thard	20.99	20.85
	Naresh Radheshyam Thard	17.32	17.19
	Anand Sajjankumar Rungta	1.90	-
	Sajjan N Rungta HUF	17.25	-
	Shashi Ramswaroop Thard	0.57	0.57
	Varsha Naresh Thard	0.57	0.57
Job Work Charges	Bobson Industries	35.81	14.03
	Orbit Industries	231.95	234.19
Revenue from Operations	Bobson Industries	23.99	19.67
	Orbit Industries	558.54	230.07
Purchase of raw material / Finished Goods / Services	Bobson Industries	33.54	46.72
	Orbit Industries	353.93	119.42
Managerial Remuneration	Ramswaroop Radheshyam Thard	78.66	76.66
	Naresh Radheshyam Thard	62.10	60.50
	Anand Sajjankumar Rungta	13.50	-
Salary and Incentives	Sunil Sawarmal Sharma	16.22	15.25
	Mitali Rajendra Shah	7.36	6.45
Professional Fees	Praveen Bhatia	12.00	12.00
	Packaging Solutions Group	5.09	4.05
Rent	Rajshree Infotech	39.98	38.08
	Bobson Industries	5.91	7.64
Director Sitting Fees	Alain Edmond Berset	0.45	0.45
	Pradeep Kumar Gupta	0.60	0.60
	Praveen Bhatia	0.30	0.60
	Rajesh Murarka	0.60	0.60
	Anand Rungta	0.15	-
	Sajjan Rungta	-	0.15
	Sangeeta Sarian	0.60	0.60
Loan Given	Sunil Sawarmal Sharma	5.00	-
	Mitali Rajendra Shah	-	1.00
Loan Repaid	Sunil Sawarmal Sharma	2.00	3.25
Loan Repaid	Mitali Rajendra Shah	0.54	0.48

## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

## Note: 41.3 Related party outstanding balances:

Nature of transaction	Name of the party	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
Trade receivables	Orbit Industries	119.66	-	-
Loans	Sunil Sawarmal Sharma	3.00	-	3.25
	Mitali Rajendra Shah	0.94	1.48	0.96
Other Financial Liabilities / Professional Fees	Praveen Bhatia	1.08	1.11	-
	Packaging Solutions Group	-	-	-
Trade payables	Bobson Industries	16.56	53.29	0.37
	Orbit Industries	-	39.90	3.70
Other Financial Liabilities / Managerial Remuneration Payable	Ramswaroop Radheshyam Thard	4.57	3.23	4.55
	Naresh Radheshyam Thard	3.67	2.66	3.63
	Anand Sajjankumar Rungta	1.25	-	-

## Notes:

- (a) Transactions with related parties and outstanding balances at the year end are disclosed at transaction value.
- (b) In addition to above transactions:
- (i) Directors of the Company has given personal guarantee's for loans taken by the Company (Refer note 21 and 25)

## Note: 42 Breakup of compensation to key managerial personnel

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

## (a) Compensation to KMP as specified in para 41.1 (b) above:

Particulars	As at March 31, 2022	As at March 31, 2021
Short term employee benefits	177.84	158.86
Post employment benefits*	-	-
<b>Total</b>	<b>177.84</b>	<b>158.86</b>

\*As the future liability for gratuity is provided on an actuarial basis for the company as a whole, the amount pertaining to the directors is not ascertainable and therefore, not included above.

## Note: 43 Earnings per share

Particulars	As at March 31, 2022	As at March 31, 2021
Profit attributable to the equity share holders of the Company	955.10	888.01
Weighted average number of equity shares	112.34	112.34
Face value per equity share (Rs.)	10	10
Basic and diluted earnings per share	8.50	7.90

## Note: 44 Disclosure relating to employee benefits as per Ind AS 19 'Employee Benefits'

## (i) Disclosures for defined contribution plan

The Company has defined contribution plan - Provident Fund. The obligation of the Company is limited to the amount contributed and it has no further contractual obligation. Following is the details regarding Company's contributions made during the year:

Particulars	As at March 31, 2022	As at March 31, 2021
Provident fund	58.54	46.94

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### (ii) Disclosures for defined benefit plans

#### (a) Defined benefit obligations - Gratuity (funded)

The Company has a defined benefit gratuity plan for its employees. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, every employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the employee's length of service and salary at retirement age. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn) for each completed year of service as per the provisions of the Payment of Gratuity Act, 1972. The scheme is funded.

For determination of the liability in respect of gratuity, the Company has used following actuarial assumptions:

Particulars	As at March 31, 2022	As at March 31, 2021
Discount Rate (per annum)	6.96%	6.57%
Rate of Return on Plan Assets (per annum)	6.96%	6.57%
Salary Escalation (per annum)	6.00%	6.00%
Attrition Rate (per annum) (for Service 1 year and below)	35.00%	40.00%
Attrition Rate (per annum) (for Service 2 - 4 years)	10.00%	20.00%
Attrition Rate (per annum) (for Service 5 year and above)	4.00%	4.00%
Mortality Rate	Indian Assured Lives Mortality (2012-14) Urban	Indian Assured Lives Mortality (2006-08) Ultimate

#### Changes in the present value of obligations

Particulars	As at March 31, 2022	As at March 31, 2021
Liability at the beginning of the year	69.89	62.76
Interest cost	4.59	3.79
Current service cost	14.59	15.60
Benefits paid	(11.07)	(1.65)
Past service cost	-	-
Actuarial (gain)/loss on obligations	2.82	(10.61)
<b>Liability at the end of the year</b>	<b>80.82</b>	<b>69.89</b>

#### Changes in the fair value of plan assets

Particulars	As at March 31, 2022	As at March 31, 2021
Opening fair value of plan assets	65.26	45.07
Expected return on plan assets	4.29	2.72
Employers contribution	16.68	18.99
Benefits paid	(11.07)	(1.65)
Actuarial gain/(loss) on plan assets	0.09	0.13
<b>Closing fair value of plan assets</b>	<b>75.25</b>	<b>65.26</b>

#### Table of recognition of actuarial gain / loss

Particulars	As at March 31, 2022	As at March 31, 2021
Actuarial (gain)/ loss on obligation for the year	2.82	(10.61)
Actuarial gain/ (loss) on assets for the year	0.09	0.13
<b>Actuarial (gain)/ loss recognized in Statement of OCI</b>	<b>2.72</b>	<b>(10.74)</b>



## RAJSHREE POLYPACK LIMITED

### Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

#### Breakup of actuarial (gain) /loss:

Particulars	As at March 31, 2022	As at March 31, 2021
Actuarial loss/(gain) arising from change in demographic assumption	4.66	(0.48)
Actuarial loss arising from change in financial assumption	(3.53)	(4.31)
Actual return on plan assets less interest on plan assets	(0.09)	(0.13)
Actuarial loss/(gain) arising from experience	1.69	(5.81)
<b>Total</b>	<b>2.72</b>	<b>(10.74)</b>

#### Amount recognized in the Balance Sheet:

Particulars	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
Liability at the end of the year	80.82	69.89	62.76
Fair value of plan assets at the end of the year	(75.25)	(65.26)	(45.07)
<b>Amount recognized in Balance Sheet</b>	<b>5.57</b>	<b>4.63</b>	<b>17.69</b>

#### Expenses recognized in the Income Statement:

Particulars	As at March 31, 2022	As at March 31, 2021
Current service cost	14.59	15.60
Interest cost	4.59	3.79
Expected return on plan assets	(4.29)	(2.72)
Past Service Cost	-	-
Actuarial (Gain)/Loss	2.72	(10.74)
Expense/ (income) recognized in		
- Statement of Profit and Loss	14.89	16.66
- Other comprehensive income (OCI)	2.72	(10.74)

#### Balance sheet reconciliation

Particulars	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
Opening net liability	4.63	17.69	(1.00)
Expense recognized in Statement of Profit and Loss & OCI	17.61	5.93	18.69
Employers contribution	(16.68)	(18.99)	-
<b>Amount recognized in Balance Sheet</b>	<b>5.57</b>	<b>4.62</b>	<b>17.69</b>
Non current portion of defined benefit obligation	-	-	-
Current portion of defined benefit obligation	5.57	4.62	17.69

#### Sensitivity analysis of defined benefit obligation (Gratuity)

Particulars	As at March 31, 2022	As at March 31, 2021
<b>a) Impact of change in discount rate</b>		
<b>Present value of obligation at the end of the year</b>		
a) Impact due to increase of 1%	(8.04)	(7.12)
b) Impact due to decrease of 1%	9.58	8.49
<b>b) Impact of change in salary growth</b>		
<b>Present value of obligation at the end of the year</b>		
a) Impact due to increase of 1%	9.57	8.45
b) Impact due to decrease of 1%	(8.18)	(7.22)
<b>c) Impact of change in withdrawal rate</b>		
<b>Present value of obligation at the end of the year</b>		
a) Impact due to increase of 1%	0.24	0.07
b) Impact due to decrease of 1%	(0.35)	(0.13)

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### Maturity profile of defined benefit obligation

Particulars	As at March 31, 2022	As at March 31, 2021
Weighted average duration of the defined benefit obligation	13	13
Projected benefit obligation	5.57	4.63
Accumulated benefit obligation	5.57	4.63

### Expected Future Cash flows

Particulars	As at March 31, 2022	As at March 31, 2021
1st year	3.81	3.00
2nd year	3.21	2.84
3rd year	3.55	3.51
4th year	3.98	3.30
5th year	6.42	3.50
Next 5 year pay-out (6- 10 year)	33.08	28.73
Sum of Years 11 and above	156.58	128.60

### Note: 45 Leases

#### (a) Asset given under operating lease

The Company has recovered Godown Rent from the Customers. Details of rental income recognized during the year in respect of this is given below:

Particulars	As at March 31, 2022	As at March 31, 2021
Rent income recognized during the year	22.50	12.00

#### (b) Asset taken under operating lease

(i) The Company has taken Flat / Factory Premises on leave and license basis which are generally cancellable and for the period 1 year to 15 years. Details of rental expense recognized during the year in respect of this lease is given below:

Particulars	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
Carrying value of right of use assets at the end of the reporting period (Refer Note 4)	1,169.29	404.10	405.11

#### (ii) Analysis of Lease liability:

Movement of lease liabilities	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
Opening lease liabilities	394.03	385.91	385.91
Addition during the year /period	859.90	69.05	-
Interest Cost	56.77	36.79	-
Cash outflow towards payment of lease liabilities	128.30	82.11	-
Deletion during the year on account of termination of lease agreements	-	15.61	-
<b>Closing lease liabilities</b>	<b>1,182.40</b>	<b>394.03</b>	<b>385.91</b>

#### (iii) Maturity analysis of lease liabilities (on undiscounted basis)

Particulars	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
Less than 1 year	94.54	59.53	52.32
Between 1-5 years	304.48	91.83	81.31
More than 5 years	783.39	242.67	252.29

## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

## (iv) Lease liabilities included in statement of financial position

Particulars	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
Current	94.54	59.53	52.32
Non-current	1,087.86	334.50	333.59

## (v) Impact on statement of profit and loss

Particulars	As at March 31, 2022	As at March 31, 2021
Interest on lease liabilities	39.85	13.00
Depreciation on right of use assets	88.77	54.19
Net impact on profit before tax	128.62	67.19
Deferred tax - Charge/ (credit)	32.37	16.91
Net impact on profit after tax	96.25	50.28

Particulars	As at March 31, 2022	As at March 31, 2021
Rent expense recognized during the year (Low value or short term leases)	50.49	59.80

## Note: 46 Segmental Reporting :

## (a) Primary Segments - Business Segment :

The Company is mainly engaged in the business of manufacturing "Thermoformed Packaging Products ". All other activities of the Company revolve around the main business and as such, there are no business segments that require reporting under IND AS 108 - "Segment Reporting".

## (b) Information pertaining to Secondary Segment :

Particulars	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
<b>Gross Revenue as per Geographical Locations</b>			
Within India	18,731.16	11,913.74	11,107.74
Outside India	1,124.48	793.48	1,464.24
	<b>19,855.64</b>	<b>12,707.22</b>	<b>12,571.98</b>
<b>Debtors as per Geographical Locations</b>			
Within India	2,875.40	2,545.92	1,758.09
Outside India	36.67	86.44	413.53
	<b>2,912.07</b>	<b>2,632.36</b>	<b>2,171.62</b>

## "Property, Plant and Equipment as per Geographical Locations:-

The Company has common fixed assets for producing goods for domestic as well as overseas market. Hence, segment-wise information for Property, Plant and Equipment/ additions to Property, Plant and Equipment cannot be furnished."

## Revenue of Customers whose revenue is more than 10% of total revenue.

Particulars	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
Huhtamaki India Limited	2,578.20	1,859.25	2,142.74
NourishCo Beverages Limited	2,708.37	1,653.55	1,578.05
	<b>5,286.57</b>	<b>3,512.80</b>	<b>3,720.79</b>

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### Note: 47 Other Statutory Information

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company do not have any transactions with companies struck off.
- (iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (vi) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- (vii) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961
- (viii) The Company has used the borrowings from banks for the purpose for which it was obtained.
- (ix) The Company has obtained secured working capital loans from banks on basis of security of current assets, wherein the quarterly returns as filed with bank are in agreement with the books of accounts except as follows:

### Reconciliation of quarterly bank returns:

Quarter	Name of bank	Particulars	Amount as per books of account (Rs. in lakhs)	Amount as reported in the quarterly return/ statement (Rs. in lakhs)	Amount of difference (Rs. in lakhs)	Whether return/ statement subsequently rectified
Jun-21	SVC Co-operative Bank Ltd. HDFC Bank	Inventory	2,605.65	2,191.76	413.89	No
Jun-21	SVC Co-operative Bank Ltd. HDFC Bank	Trade Receivables	3,062.27	3,349.10	(286.83)	No
Jun-21	SVC Co-operative Bank Ltd. HDFC Bank	Trade Payables	1,179.26	531.68	647.58	No
Sep-21	SVC Co-operative Bank Ltd. HDFC Bank	Inventory	3,121.13	2,846.30	274.83	No
Sep-21	SVC Co-operative Bank Ltd. HDFC Bank	Trade Receivables	2,771.59	2,694.14	77.45	No
Sep-21	SVC Co-operative Bank Ltd. HDFC Bank	Trade Payables	1,379.48	523.13	856.35	No
Dec-21	SVC Co-operative Bank Ltd. HDFC Bank	Inventory	3,865.11	3,709.28	155.83	No
Dec-21	SVC Co-operative Bank Ltd. HDFC Bank	Trade Receivables	3,144.16	3,419.18	(275.02)	No
Dec-21	SVC Co-operative Bank Ltd. HDFC Bank	Trade Payables	1,348.36	989.51	358.85	No
Mar-22	SVC Co-operative Bank Ltd. HDFC Bank	Inventory	4,275.36	4,255.08	20.28	No
Mar-22	SVC Co-operative Bank Ltd. HDFC Bank	Trade Receivables	3,089.55	3,388.61	(299.06)	No
Mar-22	SVC Co-operative Bank Ltd. HDFC Bank	Trade Payables	1,626.59	1,207.11	419.48	No

## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

Quarter	Name of bank	Particulars	Amount as per books of account (Rs. in lakhs)	Amount as reported in the quarterly return/ statement (Rs. in lakhs)	Amount of difference (Rs. in lakhs)	Whether return/ statement subsequently rectified
Jun-20	HDFC Bank	Inventory	1,134.11	1,029.91	104.19	No
Jun-20	HDFC Bank	Trade Receivables	2,350.98	2,360.31	(9.33)	No
Jun-20	HDFC Bank	Trade Payables	-	479.67	(479.67)	No
Sep-20	HDFC Bank	Inventory	1,572.66	1,379.25	193.41	No
Sep-20	HDFC Bank	Trade Receivables	2,276.03	2,353.79	(77.76)	No
Sep-20	HDFC Bank	Trade Payables	1,205.06	778.85	426.21	No
Dec-20	HDFC Bank	Inventory	1,913.99	1,595.11	318.89	No
Dec-20	HDFC Bank	Trade Receivables	2,018.22	2,354.07	(335.85)	No
Dec-20	HDFC Bank	Trade Payables	981.32	454.54	526.78	No
Mar-21	HDFC Bank	Inventory	2,001.28	1,916.11	85.17	No
Mar-21	HDFC Bank	Trade Receivables	2,833.91	2,857.19	(23.28)	No
Mar-21	HDFC Bank	Trade Payables	1,332.68	776.43	556.25	No

**Note: 48 Subsequent Event**

The Board of Director vide their meeting dated April 19, 2022 have provided an in principal approval to acquire 50.1% stake in Olive Ecopack Private Limited for Co-manufacturing, sale and distribution of paper packaging products. The Company has time period of 3 months from April 19, 2022 to enter into definitive agreement to consummate this transaction.

**Note: 49 Utilization of Pre-IPO and IPO proceeds is as follows:**

Particulars	Projected utilization of IPO proceeds	Actual utilization of IPO proceeds	Unutilized balances
Capital Expenditure for Expansion of Factory (Unit II)	3,624.04	3,624.04	-
General corporate purpose (excluding IPO expenses)	64.05	64.05	-
Issue related expenses	221.44	221.44	-
<b>Total</b>	<b>3,909.53</b>	<b>3,909.53</b>	-

**Note: 50** The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/ interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

**Note: 51 COVID-19 Impact on Organization**

The Company has considered the impact of COVID-19 as evident so far. With a large section of populations being vaccinated and evolving impact of pandemic, management has determined that COVID-19 is unlikely to have a material impact on the future operations of the Company. Management will continue to closely monitor any material changes to future economic conditions which necessitate any future modifications.

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### Note: 52 Disclosures of Corporate Social Responsibility (CSR) expenditure

#### (a) CSR disclosures

Particulars	Year ended March 31, 2022	Year ended March 31, 2021	Year ended April 01, 2020
(i) Amount required to be spent by Company during the year	24.15	25.57	27.02
(ii) Amount of expenditure incurred during the year	-	-	-
(a) Construction/ acquisition of any asset	-	-	-
(b) On purpose other than (a) above	25.01	22.27	12.71
(iii) Shortfall at the end of year	-	3.30	14.31
(iv) Total of Previous years shortfall	31.34	28.04	13.73
(v) Reason for Shortfall	-	-	-
(vi) Related party transaction as per Ind AS 24 in relation to CSR expenditure	-	-	-
(vii) Where provision is made with respect to a liability incurred by entering into a contractual obligation, the movement in the provision during the period/ year	-	-	-
(viii) Nature of CSR activities :			
(a) Promoting Healthcare, education etc.			

#### (b) CSR expenditure movement

Particulars	Year ended March 31, 2022	Year ended March 31, 2021	Year ended April 01, 2020
Opening	3.30	-	-
In case of section 135(5) unspent amount			
- Amount deposited in specified Fund of Schedule VII within 6 months	3.30	-	-
- Amount required to be spent during the year	24.15	25.57	27.02
- Amount spent during the year	25.01	22.27	12.71
- Amount Shortfall	-	-	14.31
Amount Carried Forward	(0.86)	3.30	-
Less: Amount not allowed to be carried forward	0.86	-	-
<b>Closing balance</b>	<b>-</b>	<b>3.30</b>	<b>-</b>

### Note: 53 Financial Ratios

Financial ratios	Methodology	As at March 31, 2021	As at March 31, 2020
(a) Current ratio	Current Assets divided by Current Liabilities	1.61	1.43
(b) Debt Equity Ratio	Debt over total shareholders' equity	0.33	0.16
(c) Debt Service coverage ratio	Earnings available for debt services divided by Total interest and principal repayments	3.78	3.28
(d) Return on Equity (%)	PAT over total equity	8.25%	8.27%
(e) Inventory Turnover ratio	Cost of Material Consumed over average Inventory	4.10	4.63
(f) Trade receivable Turnover ratio	Revenue from operations over average trade receivables	7.16	5.29
(g) Trade payable Turnover ratio	Credit Purchases over average trade payables	10.23	7.43
(h) Net capital turnover ratio	Revenue from operations over working capital	6.54	5.58
(i) Net profit (%)	Net profit over revenue	4.81%	6.99%
(j) EBITDA	EBITDA over revenue	13.59%	16.44%
(k) Return on capital employed	EBIT over Capital employed	10.50%	11.13%



## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

Financial ratios	Methodology	% change from March 31, 2021 to March 31, 2022
(a) Current ratio	Current Assets divided by Current Liabilities	13.08%
(b) Debt Equity Ratio	Debt over total shareholders' equity	112.71%
(c) Debt Service coverage ratio	Earnings available for debt services divided by Total interest and principal repayments	15.19%
(d) Return on Equity (%)	PAT over total equity	-0.28%
(e) Inventory Turnover ratio	Cost of Material Consumed over average Inventory	-11.44%
(f) Trade receivable Turnover ratio	Revenue from operations over average trade receivables	35.39%
(g) Trade payable Turnover ratio	Credit Purchases over average trade payables	37.73%
(h) Net capital turnover ratio	Revenue from operations over working capital	17.17%
(i) Net profit (%)	Net profit over revenue	-31.17%
(j) EBITDA	EBITDA over revenue	-17.31%
(k) Return on capital employed	EBIT over Capital employed	-5.65%

Reason for change more than 25%	% change from March 31, 2020 to March 31, 2021
(a) Current ratio	NA
(b) Debt Equity Ratio	Increase in Borrowings for Capex and Working capital requirement.
(c) Debt Service coverage ratio	NA
(d) Return on Equity (%)	NA
(e) Inventory Turnover ratio	NA
(e) Trade receivable Turnover ratio	Better collection from Debtors
(g) Trade payable Turnover ratio	Increase due to payment of accumulated vendor balances.
(h) Net capital turnover ratio	NA
(i) Net profit (%)	Decrease due to increase in prices of Raw Material.
(j) EBITDA	NA
(k) Return on capital employed	NA

**Notes:-**

EBIT - Earnings before interest and taxes.

EBITDA - Earnings before interest, taxes, depreciation and amortization.

PAT - Profit after taxes

The above ratios have been computed on the basis of the Financial Information.

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### Note: 54 First time adoption of Ind AS

#### Transition to Ind AS

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

These financial statements are the first set of Ind AS financial statements prepared by the Company. Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for year ending on 31 March 2022, together with the comparative year data as at and for the year ended 31 March 2021, as described in the significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at 1 April 2020, being the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at 1 April 2020 and the financial statements as at and for the year ended 31 March 2021.

#### (a) Exemptions and exceptions availed

##### (i) Ind AS optional exemptions

###### A. Deemed cost for property, plant and equipment and intangible assets

Since there is no change in the functional currency, the Company has elected to continue with carrying value for all of its property, plant and equipment as recognized in its Indian GAAP financial statements as its deemed cost at the date of transition after making adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38, and investment properties. Accordingly the management has elected to measure all of its property, plant and equipment and intangible assets at their Indian GAAP carrying value.

###### B. Fair value measurement of financial assets or financial liabilities at initial recognition

Ind AS 101 provides the option to apply the requirements in paragraph B5.1.2A (b) of Ind AS 109 prospectively to transactions entered into on or after the date of transition to Ind AS. The Company elected to apply the Ind AS 109 prospectively to financial assets and financial liabilities after its transition date."

##### (ii) Ind AS mandatory exceptions

The company has applied the following exceptions from full retrospective application of Ind AS as mandatorily required under Ind AS 101:

###### A. De-recognition of financial assets and liabilities

Ind AS 101 requires a first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. The Company has elected to apply the de-recognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS."

###### B. Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as at the date of transition. Further, the standard permits measurement of financial assets accounted at amortized cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable. Accordingly, the Company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of financial assets accounted at amortized cost has been done retrospectively except where the same is impracticable."

###### C. 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 accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates as at 1 April 2020 are consistent with the estimates as at the same date made in conformity with previous GAAP. The company made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

- Fair valuation of financial instruments carried at FVTPL
- Impairment of financial assets based on expected credit loss model."

#### A.3 Reconciliations

The following reconciliations provides the effect of transition to Ind AS from Indian GAAP in accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards:

## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

## (a) Reconciliation of equity as at date of transition April 01, 2020

Particulars	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
<b>ASSETS</b>				
<b>Non-current assets</b>				
Property, plant and equipment		4,563.64	-	4,563.64
Capital work-in-progress		334.45	(0.00)	334.45
Right of Use asset	g (ii)	-	(405.11)	405.11
Intangible assets		2.53	-	2.53
Intangible asset under development		63.39	0.00	63.39
Financial assets		-	-	-
Investments	g (iv)	7.22	1.20	6.02
Loans		51.81	-	51.81
Other financial assets	g (vii)	89.18	19.48	69.70
Other non-current assets		642.27	-	642.27
<b>Total non-current assets</b>		<b>5,754.49</b>	<b>(384.43)</b>	<b>6,138.92</b>
<b>Current assets</b>				
Inventories		1,272.79	-	1,272.79
Trade receivables	g (v)	2,280.99	109.37	2,171.62
Cash and cash equivalents		1,150.83	-	1,150.83
Bank balances other than above		1,518.96	-	1,518.96
Loans		13.67	-	13.67
Other financial assets	g (vii)	37.15	1.19	35.95
Current tax assets (net)		91.23	-	91.23
Other current assets		269.17	-	269.17
<b>Total current assets</b>		<b>6,634.79</b>	<b>110.56</b>	<b>6,524.22</b>
<b>Total assets</b>		<b>12,389.28</b>	<b>(273.87)</b>	<b>12,663.14</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Equity share capital		1,123.40	-	1,123.40
Other equity	g (vi)	8,921.02	87.97	8,833.05
<b>Total equity</b>		<b>10,044.42</b>	<b>87.97</b>	<b>9,956.45</b>
<b>Liabilities</b>				
<b>Non-current liabilities</b>				
Financial liabilities				
Borrowings		194.54	-	194.54
Lease Liabilities	g (ii)	-	(333.59)	333.59
Deferred tax liabilities (net)	g (iii)	273.28	15.66	257.62
<b>Total non-current liabilities</b>		<b>467.82</b>	<b>(317.93)</b>	<b>785.76</b>
<b>Current liabilities</b>				
Financial liabilities				
Borrowings		651.17	-	651.17
Lease Liabilities	g (ii)	-	(52.32)	52.32
Trade Payables				
Due to Micro and Small Enterprises		16.76		16.76
Due to other		886.88	0.00	886.88
Other financial liabilities		107.09	-	107.09
Other current liabilities	g (vii)	197.45	8.42	189.03
Provisions		17.69	-	17.69
<b>Total current liabilities</b>		<b>1,877.04</b>	<b>(43.90)</b>	<b>1,920.93</b>
<b>Total liabilities</b>		<b>2,344.86</b>	<b>(361.83)</b>	<b>2,706.69</b>
<b>Total equity and liabilities</b>		<b>12,389.28</b>	<b>(273.87)</b>	<b>12,663.14</b>

\*The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### (b) Reconciliation of equity as at March 31, 2021

Particulars	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
<b>ASSETS</b>				
<b>Non-current assets</b>				
Property, plant and equipment	g (ii)	8,290.73	(14.95)	8,305.68
Capital work-in-progress		150.69	0.00	150.69
Right of Use asset	g (ii)	-	(404.10)	404.10
Other intangible assets		2.95	-	2.95
Intangible asset under development		83.92	0.00	83.92
Financial assets		-	-	-
Investments	g (iv)	9.62	(3.74)	13.36
Other financial assets	g (vii)	135.18	34.24	100.94
Other non-current assets		242.71	-	242.71
<b>Total non-current assets</b>		<b>8,915.80</b>	<b>(388.55)</b>	<b>9,304.35</b>
<b>Current assets</b>				
Inventories		2,001.28	-	2,001.28
Financial assets		-	-	-
Investments		-	-	-
Trade receivables	g (v)	2,741.73	109.37	2,632.36
Cash and cash equivalents		186.00	-	186.00
Bank balances other than above		2,337.74	-	2,337.74
Loans		60.66	-	60.66
Other financial assets	g (vii)	16.32	(0.65)	16.97
Current tax assets (net)		77.03	-	77.03
Other current assets		279.60	-	279.60
<b>Total current assets</b>		<b>7,700.36</b>	<b>108.72</b>	<b>7,591.64</b>
<b>Total assets</b>		<b>16,616.16</b>	<b>(279.83)</b>	<b>16,895.99</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Equity share capital		1,123.40	-	1,123.40
Other equity	g (vi)	9,690.54	81.81	9,608.73
<b>Total equity</b>		<b>10,813.94</b>	<b>81.81</b>	<b>10,732.13</b>
<b>Liabilities</b>				
<b>Non-current liabilities</b>				
Financial liabilities				
Borrowings		213.92	-	213.92
Lease Liability	g (ii)	-	(334.50)	334.50
Deferred tax liabilities (Net)	g (iii)	326.72	27.51	299.21
<b>Total non-current liabilities</b>		<b>540.64</b>	<b>(306.99)</b>	<b>847.63</b>
<b>Current liabilities</b>				
Financial liabilities				
Borrowings		1,459.12	-	1,459.12
Lease Liability	g (ii)	-	(59.53)	59.53
Trade payables		1,332.68	-	1,332.68
Other financial liabilities		123.29	-	123.29
Other current liabilities	g (vii)	2,341.87	4.88	2,336.99
Provisions		4.62	-	4.62
<b>Total current liabilities</b>		<b>5,261.58</b>	<b>(54.65)</b>	<b>5,316.23</b>
<b>Total liabilities</b>		<b>5,802.22</b>	<b>(361.64)</b>	<b>6,163.86</b>
<b>Total equity and liabilities</b>		<b>16,616.16</b>	<b>(279.83)</b>	<b>16,895.99</b>

\* The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

## (c) Reconciliation of profit or loss for the year ended March 31, 2021

Particulars	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
<b>Income</b>				
Revenue from operations		12,707.22	-	12,707.22
Other income	g (ii, iv, vii)	302.08	(8.64)	310.72
<b>Total income</b>		<b>13,009.30</b>	<b>(8.64)</b>	<b>13,017.94</b>
<b>Expenses</b>				
Cost of material consumed		7,791.44	-	7,791.44
Purchase of Stock-in-trade		161.57	-	161.57
Changes in inventories of finished goods, stock-in-trade and work-in-progress		(373.08)	-	(373.08)
Employee benefit expense	g (i)	1,259.95	(10.74)	1,270.69
Finance costs	g (ii, vii)	100.29	(13.00)	113.29
Depreciation and amortization expense	g (ii, vii)	716.90	(54.19)	771.09
Other expenses	g (v)	2,131.31	52.85	2,078.46
<b>Total expenses</b>		<b>11,788.38</b>	<b>(25.08)</b>	<b>11,813.46</b>
<b>Profit/(Loss) before exceptional items and tax</b>		<b>1,220.92</b>	<b>16.44</b>	<b>1,204.48</b>
Exceptional items		-	-	-
<b>Profit/(Loss) before tax</b>		<b>1,220.92</b>	<b>16.44</b>	<b>1,204.48</b>
<b>Tax expense</b>				
Current tax		265.65	2.70	262.95
Deferred tax	g (iii)	53.44	11.85	41.59
Adjustment of tax relating to earlier periods		19.97	-	19.97
<b>Total income tax expense</b>		<b>339.06</b>	<b>14.55</b>	<b>324.51</b>
<b>Profit for the year</b>		<b>881.86</b>	<b>1.89</b>	<b>879.97</b>
<b>Other comprehensive income</b>				
<b>Items that will not be reclassified to profit or loss</b>				
Remeasurement of net defined benefit liability	g (i)	-	(10.74)	10.74
Income tax effect	g (i)	-	2.70	(2.70)
<b>Other comprehensive income for the year</b>		<b>-</b>	<b>(8.04)</b>	<b>8.04</b>
<b>Total other comprehensive income for the year</b>		<b>881.86</b>	<b>(6.15)</b>	<b>888.01</b>

The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

## (d) Reconciliation of other equity as at 31 March 2021 and 1 April 2020

Particulars	Notes to first-time adoption	As at March 31, 2021	As at April 01, 2020
Shareholder's equity as per Indian GAAP audited financial statements		10,813.94	10,044.42
<b>Adjustment</b>			
Fair valuation of Investment in Mutual Funds	g (iv)	3.73	(1.20)
Leases (Right of Use Assets)	g (ii, vii)	(3.69)	6.95
Provision for Expected Credit Losses	g (v)	(109.37)	(109.37)
Deferred tax effect on all adjustments	g (iii)	27.52	26.08
Other Ind AS Adjustment		-	(10.43)
<b>Total impact on adjustments</b>		<b>(81.81)</b>	<b>(87.97)</b>
<b>Shareholder's equity as per Ind AS</b>		<b>10,732.13</b>	<b>9,956.45</b>

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### (e) Reconciliation of total comprehensive income for the year ended 31 March 2021

Particulars	Notes to first-time adoption	As at March 31, 2021
<b>Profit after tax as per Indian GAAP</b>		881.86
Fair valuation of Investment in Mutual Funds	g (iv)	4.93
Leases (Right of Use Assets)	g (ii, vii)	(10.65)
Actuarial Profit/(loss) on defined benefit reclassified to other comprehensive Income	g (i)	(8.04)
Deferred tax effect on adjustments	g (iii)	1.44
Other Ind AS Adjustment		10.43
<b>Total impact on adjustments</b>		(1.89)
<b>Net Profit as per Ind-AS</b>		<b>879.97</b>
Other comprehensive Income	g (i)	8.04
<b>Total comprehensive income as per Ind AS</b>		<b>888.01</b>

### (f) Impact of Ind AS adoption on cash flow statements for the year ended 31 March 2021

Particulars	Indian GAAP*	Adjustments	Ind AS
Net cash flow from operating activities	863.13	(77.44)	940.57
Net cash flow from investing activities	(2,478.08)	39.57	(2,517.65)
Net cash flow from financing activities	614.70	2.45	612.25
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>(1,000.25)</b>	<b>(35.42)</b>	<b>(964.83)</b>
Cash and cash equivalents as at 1 April 2020	1,122.51	-	1,122.51
<b>Cash and cash equivalents as at 31 March 2021</b>	<b>122.26</b>	<b>(35.42)</b>	<b>157.68</b>

The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

### (g) Notes to first-time adoption

#### (i) Defined benefit liabilities

Under the previous GAAP, the remeasurements of the defined benefit plans were forming part of the profit or loss for the year. Under Ind AS, these remeasurements of the defined benefit plans i.e. actuarial gains and losses on the net defined benefit liability are recognized in other comprehensive income instead of profit or loss.

#### (ii) Lease asset

Under previous GAAP, lessee classified a lease as an operating or a finance lease based on whether or not the lease transferred substantially all risk and rewards incident to the ownership of an asset. Operating lease were expensed in the statement of profit and loss. Under Ind AS 116, all arrangement that fall under the definition of lease except those for which short-term lease exemption or low value exemption is applied, the Company has recognized a right-of-use assets and a lease liability on the lease commencement date. Right-of-use assets is amortized over the lease term on a straight line basis and lease liability is measured at amortized cost at the present value of future lease payments.

#### (iii) Deferred tax assets (net)

Under Previous GAAP, deferred taxes were recognized for the tax effect of timing differences between accounting profit and taxable profit for the year using the income statement approach. Under Ind AS, deferred taxes are recognized using the balance sheet for future tax consequences of temporary difference between the carrying value of assets and liabilities and their respective tax bases. Deferred tax has been computed on adjustments made as detailed above and has been adjusted in the financial statement.

#### (iv) Investment

Investment in Equity Instruments and Mutual Funds are carried at fair value through Profit and Loss in Ind AS, as compared to being carried at cost under IGAAP

#### (v) Trade Receivables

As per requirement of Ind AS 109, the Company has applied expected credit loss model for recognizing the allowance for doubtful debts



## RAJSHREE POLYPACK LIMITED

### Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

#### (vi) Retained Earnings

Retained Earnings as at April 01, 2020 has been adjusted consequent to the above Ind AS transition adjustments.

#### (vii) Security Deposits

Under the previous Indian GAAP, the interest free security deposits both received and paid were carried at nominal amount. Under Ind AS, Lease/Security deposits received and paid are measured at fair value on initial recognition. Unwinding of discount is treated as interest expense/income and is accrued as per the EIR method.

The difference between the fair value and the nominal value of deposits paid is considered as Right-of-use assets and amortized over the lease term on a straight line basis.

#### Note: 55 Financial instruments - Accounting classifications & fair value measurement

##### (a) Financial asset and liabilities (Non-current and Current)

Sr. No.	Particulars	March 31, 2022		March 31, 2021		April 01, 2020	
		Amortized Cost	Fair value through profit and loss	Amortized Cost	Fair value through profit and loss	Amortized Cost	Fair value through profit and loss
<b>A</b>	<b>Financial assets</b>						
(i)	Investments - Non-current	-	18.41	-	13.36	-	6.02
(ii)	Loans - Non-current	-	-	-	-	51.81	-
(iii)	Other financial asset - non-current	137.07	-	100.94	-	69.70	-
(iv)	Trade receivables (net)	2,912.07	-	2,632.36	-	2,171.62	-
(v)	Cash and cash equivalents	91.88	-	186.00	-	1,150.83	-
(vi)	Other bank balances	40.48	-	2,337.74	-	1,518.96	-
(vii)	Loans - current	14.66	-	60.66	-	13.67	-
(viii)	Other financial asset - current	15.58	-	16.97	-	35.95	-
	<b>Total financial assets</b>	<b>3,211.74</b>	<b>18.41</b>	<b>5,334.67</b>	<b>13.36</b>	<b>5,012.54</b>	<b>6.02</b>
<b>B</b>	<b>Financial liabilities</b>						
(i)	Borrowings - Non-current	1,246.53	-	213.92	-	194.54	-
(ii)	Lease Liabilities - Non-current	1,087.86	-	334.50	-	333.59	-
(iii)	Other financial liabilities - non-current	4.37	-	-	-	-	-
(iv)	Borrowings - Current	2,591.57	-	1,459.12	-	651.17	-
(v)	Lease Liabilities - current	94.54	-	59.53	-	52.32	-
(vi)	Trade payables	1,626.59	-	1,332.68	-	903.64	-
(vii)	Other financial liabilities - current	138.16	-	123.29	-	107.09	-
	<b>Total financial liabilities</b>	<b>6,789.62</b>	<b>-</b>	<b>3,523.04</b>	<b>-</b>	<b>2,242.35</b>	<b>-</b>

#### Note:

\* (i) 'Investments - Non-current - is classified in Level 1 of Fair Value Hierarchy'

#### (b) Fair valuation techniques

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount 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 management assessed that fair value of Trade receivables (net), Cash and cash equivalents, Other bank balances, Loans - current, Other financial asset - current, Borrowings - Current, Trade payables and Other financial liabilities - current approximate their carrying amounts largely due to the short-term maturities of these instruments.

The amortized cost using effective interest rate (EIR) of non-current financial assets consisting of security deposits are not significantly different from the carrying amount. The impact of fair value on non-current borrowing, non-current security deposits and non-current term deposits is not material and therefore not considered for above disclosure.

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### (c) Fair value hierarchy

Financial assets and financial liabilities are measured at fair value in the financial statement and are grouped into three levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1 : Quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2 : Other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3 : Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

### Note: 56 Risk management framework

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Board. The Company is exposed to various financial risks. These risks are categorised into market risk, credit risk and liquidity risk.

The Company has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk;
- Market risk

#### (a) Credit risk :

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

##### Trade receivable

Customer credit risk is managed by the business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. To manage trade receivable, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, economic trends, analysis of historical bad debts and aging of such receivables. For receivables, as a practical expedient, the Company computes expected credit loss allowance based on a provision matrix. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 51. The Company does not hold collateral as security.

##### Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the management in accordance with the Company's policy. Counterparty credit limits are reviewed by the management on an annual basis, and may be updated throughout the year / period. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

#### (b) Liquidity risk :

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to Company's reputation.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows to ensure it has sufficient cash to meet operational needs. Such forecasting takes into consideration the Company's debt financing plans, covenant compliance and compliance with internal statement of financial position ratio targets.

## RAJSHREE POLYPACK LIMITED

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

## (i) Maturities of financial liabilities:

The following are the remaining contractual maturities of financial liabilities at the reporting date:

Particulars	Less than 1 year	1 to 5 year	Above 5 years	Total
<b>As at March 31, 2022</b>				
Borrowings	186.98	3,311.17	339.85	3,838.00
Other financial liabilities	142.53	-	-	142.53
Trade payables	1,626.58	-	-	1,626.58
Lease liabilities	94.54	304.48	783.39	1,182.41
<b>As at March 31, 2021</b>				
Borrowings	355.23	1,317.81	-	1,673.04
Other financial liabilities	123.29	-	-	123.29
Trade payables	1,300.94	31.74	-	1,332.68
Lease liabilities	59.53	91.83	242.67	394.03
<b>As at April 01, 2020</b>				
Borrowings	627.76	217.95	-	845.71
Other financial liabilities	107.09	-	-	107.09
Trade payables	884.23	19.39	-	903.62
Lease liabilities	52.32	81.31	252.29	385.92

## (c) Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. The Company is exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and the market value of certain commodities. Thus, its exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities. The objective of market risk management is to avoid excessive exposure in revenues and costs.

## (i) Interest Rate Risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

## Exposure to interest rate risk

Particulars	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
Fixed rate instruments			
- Borrowings	367.42	418.08	503.86
Floating rate instruments			
- Borrowings	1,066.09	151.07	318.44
<b>Total</b>	<b>1,433.51</b>	<b>569.15</b>	<b>822.30</b>

## Fair value sensitivity analysis for fixed-rate instruments

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

## Accompanying notes to the financial statements for the year ended March 31, 2022

(₹ in Lakhs)

### Fair value sensitivity analysis for floating-rate instruments

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, is as follows:

Effect	Increase/ (decrease) in basis points	Effect on profit before tax		
		As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
INR - Increase	25.00	2.67	0.38	0.80
INR - Decrease	(25.00)	(2.67)	(0.38)	(0.80)

### (ii) Foreign currency exposure

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations will arise.

The carrying amounts of the company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

Particulars	Currency	As at March 31, 2022		As at March 31, 2021	
		In foreign currency	In INR	In foreign currency	In INR
Trade payable	USD	0.70	52.93	0.68	50.17
	EURO	0.23	19.43	24.63	2,120.45
	CHF	0.01	0.63	0.00	0.27
Trade receivable	USD	0.47	35.82	1.18	86.44
Long-term borrowings	USD	-	-	2.65	195.11

### Foreign currency sensitivity analysis:

The following details are demonstrate the Company's sensitivity to a 1% increase and decrease in the INR against the relevant foreign currencies. The sensitivity analysis includes only outstanding foreign currency denominated monetary items as tabulated above and adjusts their translation at the period end for a 1% change in foreign currency rates. A positive number below indicates an increase in profit or equity and vice-versa.

Impact on profit or loss	Currency	As at March 31, 2022	As at March 31, 2021
<b>INR strengthens by 1%</b>			
Trade payable	USD	0.53	0.50
	EURO	0.19	21.20
	CHF	0.01	0.00
Trade receivable	USD	0.36	0.86
Long-term borrowings	USD	-	1.95
<b>INR Weakens by 1%</b>			
Trade payable	USD	(0.53)	(0.50)
	EURO	(0.19)	(21.20)
	CHF	(0.01)	(0.00)
Trade receivable	USD	(0.36)	(0.86)
Long-term borrowings	USD	-	(1.95)

## RAJSHREE POLYPACK LIMITED

### Note: 57 Capital risk management

The Company manages its capital to ensure that it will be able to continue as a going concern so, that they can continue to provide returns for shareholders and benefits for other stakeholders and maintain an optimal capital structure to reduce cost of capital. The Company manages its capital structure and make adjustments to, in light of changes in economic conditions, and the risk characteristics of underlying assets. In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the borrowings that define the capital structure requirements.

Consistent with others in the industry, the Company monitors capital on the basis of the gearing ratio. The ratio is calculated as net debt divided by equity. Net debt is calculated as total borrowing (including current and non-current terms loans less cash and bank balances as shown in the balance sheet).

The Company monitors capital using 'Total Debt' to 'Equity'. The Company's Total Debt to Equity are as follows:

Particulars	As at March 31, 2022	As at March 31, 2021	As at April 01, 2020
Total debt*	3,838	1,673	846
less: cash and cash equivalent	92	186	1,151
less: other bank balances	40	2,338	1,519
<b>Net debt / (Net Cash)</b>	<b>3,706</b>	<b>(851)</b>	<b>(1,824)</b>
Total capital (total equity shareholder's fund)	11,575	10,732	9,956
<b>Net debt to equity ratio</b>	<b>0.32</b>	-	-

\* Total debt = Non-current borrowings + current borrowings

As per our report of even date attached

**For MSKA & Associates**

Chartered Accountants

Firm Registration No.: 105047W

**Siddharth Iyer**

Partner

Membership No. 116084

Place: Thane

Date: May 30, 2022

For and on behalf of the Board of Directors

**Rajshree Polypack Limited**

**Ramswaroop Thard**

Chairman & MD

DIN : 02835505

**Mitali Shah**

Company Secretary &

Compliance Officer

Place: Thane

Date : May 30, 2022

**Naresh Thard**

Jt. Managing Director

DIN : 03581790

**Sunil Sharma**

Chief Financial Officer

## NOTES

[illegible]







## **Rajshree Polypack Limited**

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