



MALU PAPER
MILLS LTD.

ANNUAL REPORT

FOR THE YEAR

2016-17

**Heera Plaza, 4th Floor,
Near Telephone Exchange,
Central Avenue,
Nagpur – 440 008**

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MALU PAPER MILLS LIMITED

Founder

Late Shri Bhanwarlal Malu
(1924 - 2007)

Non Executive Chairman

Shri Damodar Lal Malu

Managing Director

Shri Punamchand Malu

Joint Managing Director

Shri Banwarilal Malu

Non Executive Directors

Shri Vasudeo Malu

Independent Directors

Shri Chandrakant Thakar
Shri Satyanarayan Rathi

Shri Shyamsunder Sarda
Smt. Shrutika Inani

Bankers

State Bank of India
Axis Bank Ltd
Bank of Baroda
Bank of India
Jammu & Kashmir Bank

Statutory Auditors

M/s. Demble Ramani & Co.

Internal Auditors

M/s. Samria & Co.

CFO & Compliance Officer

Shri Girish Malpani

Registered and Corporate Office

Heera Plaza, 4th Floor, Near Telephone
Exchange, Central Avenue, Nagpur
440008

Plants**Kraft Division**

Village Borujwada, Nagpur Saoner
Road,
Taluka: Saoner, District: Nagpur

**Newsprint & Writing Printing
Division**

Village Hetti Surla,
Nagpur Bhopal Road,
Taluka: Saoner, District: Nagpur

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MALU PAPER MILLS LIMITED

Regd. Office: Heera Plaza, 4th floor, Near Telephone Exchange, Nagpur -400008
CIN:L15142MH1994PLC076009

NOTICE

Notice is hereby given to the members of Malu Paper Mills Limited that the 24th Annual General Meeting of the members will be held on Wednesday, the 27th day of September, 2017 at **the registered office of the Company at 'Heera Plaza, 4th Floor, Near Telephone Exchange Square, Central Avenue, Nagpur** at 3.00 P.M. to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2017 and the Profit and Loss Account for the year ended on that date along with the reports of Director and Auditors thereon.
2. To appoint a Director in place of Shri Damodarlal Malu (DIN: 00301120), who retire by rotation and being eligible, offer himself for re-appointment.
3. To appoint a Director in place of Shri Vasudeo Malu (DIN: 00301313), who retire by rotation and being eligible, offer himself for re-appointment.
4. To appoint the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 25th Annual General Meeting and to fix their remuneration and to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, (including any re-enactment or modification thereto), and such other applicable provisions, if any, M/s. R. A Kuvadia & Co., Chartered Accountants, Mumbai, be and are hereby appointed as the Statutory Auditors of the Company in place of M/s, Demble Ramani & Co., Chartered Accountants, Nagpur, retiring auditor on completion of their tenure as stipulated under section 139 of the Companies Act 2013 and other applicable provisions, if any, to hold Office from the conclusion of the ensuing Annual General Meeting till the conclusion of the next Annual General Meeting, at a remuneration as may be decided by the Board in consultation with them."

SPECIAL BUSINESS:

5. To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2018 and in this regard 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 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. Khanuja Patra & Associates, Nagpur, the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year 2017-18 ending on March 31, 2018, be paid the remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Registered Office:

Heera Plaza, 4th floor,
Central Avenue
Nagpur- 440008
Date: 11th August, 2017

**By order of the Board
For MALU PAPER MILLS LIMITED**

Sd/-

Punamchand Malu
Managing Director
(DIN:00301030)

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING, IS ENTITLED TO A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. **A PROXY FORM IS APPENDED WITH THE ADMISSION SLIP.**

PROXIES SUBMITTED ON BEHALF OF THE COMPANIES, SOCIETIES, ETC. MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION / AUTHORITY, AS APPLICABLE. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. The Statement pursuant to section 102(1) of the Companies Act, 2013 in respect of the business set out under the notice is annexed hereto.
3. The Register of Members and share transfer books of the Company will remain closed from 18th September 2017 to 27th September 2017 both days inclusive.
4. Documents referred to the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company during office hours on all working days (Monday to Friday) between 11.00 a.m. and 1.00 p.m. upto the date of Annual General Meeting and will also be available for inspection at the meeting.
5. Members/Proxies should bring attendance slips duly signed for attending the meeting.
6. Members holding shares in dematerialised form are requested to notify all the changes with respect of their address, e-mail id, ECS mandate and bank details to their depository participant.

Members (those holding shares in the physical form only) are requested to notify / send the following to the Registrar/ Transfer Agent,

- a. Particulars of their bank account and e-mail id, in case the same have not been sent earlier;
 - b. Any changes in their address/e-mail id/ECS mandate/ bank details;
 - c. Share certificate(s) held in multiple accounts in identical name or joint names in the same order of names, for consolidation of such shareholding in one account.
7. For the convenience of the members, an attendance slip is annexed with the proxy form. Photocopies of the slip will not be entertained for issuing gate pass for attending annual general meeting. However in case of non- receipt of notice of annual general meeting, members are requested to write to the company at its head office for issuing duplicate of the same. Members are requested to affix their signature at the space provided and fill up the particulars and hand over the attendance slip at the place of the meeting.
 8. Members/Proxy holders are requested to bring their copies of the annual report with them to the annual general meeting, as extra copies will not be provided.
 9. Any member desirous of getting any information on accounts or operations of the company is required to forward his/her queries to the company at least ten days prior to the meeting so that the required information can be made available at the meeting.

10. The copy of notice shall also be made available at our official website www.malupaper.com. In case any shareholder could not receive the same, he can download it or go through our website.
11. For any communication, the shareholders may also send requests to the Company's investor email id info@malupaper.com
12. Pursuant to the provision of section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
13. The facility for voting through ballot paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
14. The instructions for shareholders voting electronically are as under:
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013, 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 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
 - III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - IV. The remote e-voting period commences on 23rd September, 2017 (9:00 am) and ends on 26th September, 2017 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20th September, 2017, 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 the member, the member shall not be allowed to change it subsequently.
 - V. The process and manner for remote e-voting are as under:
 - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :
 - (i) Open email and open PDF file viz; "MPML remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

- (ii) Launch internet browser by typing the following URL :
<https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vii) Select "EVEN" of "Malu Paper Mills Ltd".
- (viii) Now you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to scrutinizers@malupaper.com with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

- i. Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

<u>EVEN (Remote e-voting Event Number)</u>	<u>USER ID</u>	<u>PASSWORD/PIN</u>
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- ii. Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 20th September, 2017.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 20th September, 2017, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or santosh.jaiswal@linkintime.co.in.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM).
- XII. 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 voting at the AGM through ballot paper.
- XIII. Ms. Yuga Kothalkar Company Secretary (Membership No. 028673) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.malupaper.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

ITEM NO. 5

The Board, on the recommendation of the Audit Committee, has approved the appointment of Shri Deepak Khanuja Partner of M/s. Khanuja Patra & Associates as Cost Auditor to conduct the audit of the cost records of the Company for the financial year 2017-18 ending on March 31, 2018 at the Audit Fees of Rs.45,000 (Rupees Forty five Thousand only).

None of the Directors and Key Managerial personnel or their relatives of the Company are in anyway concerned or interested, financially or otherwise, in the resolution set out at Item no. 5 of the Notice.

Registered Office:

Heera Plaza, 4th floor,
Central Avenue
Nagpur- 440008
Date: 11th August, 2017

**By order of the Board
For MALU PAPER MILLS LIMITED**

Sd/-

Punamchand Malu
Managing Director
(DIN:00301030)

MALU PAPER MILLS LIMITED

REPORT OF BOARD OF DIRECTORS.

The Directors have pleasure in presenting the 24th Annual Report for the year ended 31st March 2017 along with the Audited Statement of Accounts with the Report of the Auditors thereon:

FINANCIAL RESULTS:

	(Rs. In Lakhs)	
	FY 2016-2017	FY 2015-2016
Sales & Other Incomes	253,46.68	230,01.31
Profit Before Interest & Depreciation	22,55.58	23,17.26
Less: Financial Charges	13,50.00	15,63.01
Profit Before Depreciation	9,05.58	7,54.25
Less: Depreciation	4,79.91	4,70.53
Less: Provision For Tax	1,32.50	88.40
Profit/(Loss) After Tax	2,93.17	1,95.32

REVIEW OF OPERATIONS

Your Company has posted another year of impressive results when viewed in the light of the challenging business environment. For the year under review the Company recorded total income of Rs.253,46.68 Lakhs and booked profit before tax of Rs.4,25.67 Lakhs.

MANAGEMENT REVIEW: 2016-17

PAPER INDUSTRY SCENARIO

This was a difficult year for the pulp and Paper industry worldwide as the demand has grown at very slow pace of about 1%. The muted growth worldwide has been due to increase in digitization in developed and developing countries for the writing and printing segment, in the paperboard segment the growth has been slow due to China's demand contraction and the Newsprint industry is affected by the growth of e-newspapers in developed countries, however in developing countries there is growth in the market due to rise in literacy level and income growth. There was a marked slowdown in the overall capacity addition globally, as companies concentrated on raising the capacity utilisation and conversion of facilities for suitable grades. The lower new capacity addition will lead to increase in operating rates in the coming years. The demand growth is likely to outpace the capacity addition in the coming years. The growing capacity utilization might see some hardening in the recovered paper price in the coming years, but this is likely to stabilize as pulp supply is likely to increase due to increased availability of pulp in the market as new capacities come up in South East Asia and South America.

The Indian Paper & Paper board industry will continue to grow at a CAGR of 6-7% during the next 5 years to approx 19.8 million tons. The segment wise break up and usage of paper & paper products in India in FY 2017 is Writing & Printing Paper 30%, Packaging and Paperboard around 47%, Newsprint 19% and Speciality and other paper about 5%. The segment wise share is likely to remain same in coming years. The segment wise growth will be lead by speciality paper at around 9-10% as the economy matures, followed by paperboard at 7-8% , Writing and Printing paper at 5-6% and Newsprint at 4.5-5%.

The Indian paper industry continues to remain fragmented in nature due to logistics costs and scattered demand over the large landscape. The paper industry caters to the regional demands and this limits the large volume capacity addition. The overall growth in the W&P segment is expected to be at 5.5%-6.5%. The W&P paper demand will be lead by the Copier and Coated paper where the copier paper is expected to grow at 9-9.5% and Coated paper at 5%. The maplitho and creamwove segment will continue to grow at a pace of about 4%.

Newsprint demand is expected to grow at a moderate pace of about 4-5% over the next couple of years, the demand will be driven by the gradual rise in the literacy rates and steady growth of Newspaper circulation at about CAGR of 3-3.5%. There is unlikely to be any new capacity addition in the Newsprint segment, the share of imports may rise to about 68% and the capacity utilization of the domestic producers will also rise. The industry will also be supported by rise in the advertisement revenue due to increased economic activity of a proactive government, leading to increase in the number of pages per copy.

The demand of Paper and Paper Board is set to rise to robust 7-8%. The demand is expected to be led by FMCG and Pharmaceuticals due to the growth in the rural markets, availability of credit for consumer durables and increasing spend on the health care. The electronics and e-commerce are other sectors which will lead the demand growth. The rising affordability leading to shorter replacement cycles, multiple ownership of durable products and rise in e-commerce which fulfills the aspiration of the people in the remotest corner of India is going to be the demand generator in the economy. The increased use of packaging of fruits and vegetables also lends its share in increasing the demand for the paper board.

The per capita consumption of paper in India is a mere 11-12 kg in comparison to world average of 57 kg. The growth of paper industry is directly correlated to the growth in the economy, with the Indian economy expected to grow at a healthy pace, the paper industry will perform better in the coming years.

FUTURE OUTLOOK

The implementation of the GST law, which is the single biggest change in the business environment of modern India alongwith the emphasis of the Central Government in curtailing the unreported economic activity is going to be a big disruptor. This is going to transfer the scale in favour of more organized and formal economic activity. The implementation of the GST has removed the trade barriers caused by individual state taxation and smoothened the flow of goods across state borders. The growth prospects of paper & paper board industry are closely aligned with that of the economy in general and the growth in paper industry has historically followed the national GDP growth rate. The company is located centrally and equidistant from major markets. Therefore, the implementation of the GST act will open new frontiers and possibilities for the company.

In the recent past the paper industry has seen consolidation of capacities where in small and marginal players have closed down and efficient responsive managements have increased the production capacities by brownfield and green field expansions. There has been a shake up in the writing and printing paper segments where even the established producers have been forced to close down production. The demand growth forecast and closure of existing plants has opened new avenues for the existing players. The industry is poised to witness increased capacity utilisations and realisations in coming years.

Our company has been actively participating in the ongoing changes in the industry keeping in line with the trends in the industry. The company has focused on increasing the production of packaging and paper board segment as the robust growth in e-commerce, FMCG, Consumer goods, Healthcare etc. is likely to drive the paper board demand in coming years. The company has also focused in increasing its share in W&P segment as rising literacy, school enrolment drive and formalization of the economy will lead to increased growth in this segment. The company has been focused on its Newsprint business, it is likely to benefit from implementation of the GST as it will be able to get credit on the input tax under the GST regime. The major customers are situated in away states, they will be able to take the benefit of input tax credit, making the products of the company more competitive. The governments focus to kick start the economy by focusing the expenditure on infrastructure thereby increasing the print advertisement spend which is expected to increase the number of pages and copies of newspaper. Increase in the general level of literacy and continued rise in the readership will further add to the growth prospects of the Newsprint Division. The company has been adapting its product portfolio to compete in emerging market conditions.

The company is likely to witness the benefits of better realisation in the coming year due to the change in the business environment, efforts taken by it in the past years to increase the quality & production and to diversify its product portfolio. The company continues to focus on the long term and it continues its drive for sustainable growth.

INTERNAL CONTROL SYSTEM:

Your Company has adequate internal control procedures commensurate with the size and nature of business. There is a periodical review mechanism for ensuring the sustenance and upgradation of these systems.

THREATS, RISKS AND CONCERNS:

- Availability of raw materials.
- Cyclical nature of the paper industry.
- The capital intensive nature of the industry.
- Digitisation to impact Newsprint and W&P demand in very long term.

OPPORTUNITIES & STRENGTHS:

- Robust growth in e-commerce FMCG, Consumer goods to drive paper board demand.
- Increasing literacy and enrolment ratio at schools to drive the Newsprint and W&P paper demand.
- The environment protection measures taken by Govt. and promotion of bio degradable packaging is leading to newer avenues for paper packaging.
- W&P demand to witness growth due to increase in office paper consumption as a result of formalization of economy after implementation of the GST act.
- Paper industry growth is directly linked to growth in economy, Indian economy is poised for a double digit growth.
- Focus of the Govt on Non conventional energy and debottlenecking of the power sector leading to reliable supplies and lower tariffs will support the power intensive paper industry.

CORPORATE SOCIAL RESPONSIBILITY:

The Company is not required to constitute CSR Committee as per the provisions of Section 135 (1) of the Companies Act 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014. However, Your company has always discharged its social responsibility as a part of its corporate governance philosophy. The company has lend helping hand by taking up health check up camps, drinking water supply, tree plantations in the plant premises and in the vicinity of its plant.

PUBLIC DEPOSITS

The Company has not accepted any deposits from public during the year under review.

DETAILS OF DIRECTOR / KEY MANAGERIAL PERSONNEL APPOINTED/ RETIRED DURING THE YEAR

Shri Damodarlal Malu (DIN 00301120) and Shri Vasideo Malu (DIN 00301313), Directors retire by rotation at the ensuing annual general meeting and being eligible offers themselves for re-appointment.

DECLARATION BY DIRECTORS

The Company has received declaration from all the Independent Directors under section 149(7) of the Companies Act, 2013 in respect of meeting the criteria of independence provided under section 149(6) of the said Act.

DIRECTORS RESPONSIBILITY STATEMENT FORMING PART OF DIRECTORS REPORT:

As required under Section 134(5) of the Companies Act, 2013, the Director's confirm that:

- 1 In the preparation of the annual accounts, the applicable accounting standards have been followed.
- 2 The Directors had selected such accounting policies and applied them consistently and made judgments and estimate that are reasonable and prudent so as to give a true and fair view of the state of affairs of Company as on 31st March 2017 and of the profit of the company for that period.
- 3 The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- 4 The annual accounts have been prepared on a going concern basis.
- 5 The directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- 6 The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and these were adequate and operating effectively.

LISTING OF SHARES

Equity Shares of Company are listed on The Stock Exchange, Mumbai (BSE) and The National Stock Exchange (NSE). The Company has duly paid listing fees to stock exchanges.

DIRECTORS' REMUNERATION

Remuneration Policy

1) Remuneration to Managing/Whole- time / Executive /Managing Director, KMP and senior Management Personnel:

- a) The Remuneration / Commission etc. to be Paid to Managing Director/ Joint Managing Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director.

2) Remuneration to Non- Executive / Independent Director:

- a) The Non- Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
- b) All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under section 197(5) of the companies Act, 2013) shall be subject to ceiling / limits as proved under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or Shareholders, as the case may be.
- c) An Independent Director shall not be eligible to get stock options and also shall not be eligible to participate in any share based payment schemes of the Company.
- d) Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purpose of clause (b) above if the following conditions are satisfied:

- i) The Services are rendered by such Director in his capacity as the professional; and
- ii) In the opinion of the committee, the director possesses the requisite qualification for the practice of that profession.

3) Remuneration to Key Managerial Personnel and Senior Management :

- a) The remuneration to Key Managerial Personnel and senior Management shall consist of fixed pay and may include incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with Company's policy.
- b) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution too pension fund, pension schemes, etc. as decided from to time.
- c) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

PARTICULARS OF EMPLOYEES

None of the employee, including Key Managerial Personnel, was drawing in excess of the limits prescribed by Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees Rules, 1975, which needs to be disclosed in the directors report.

RISK MANAGEMENT:

The assets of the Company are adequately insured against the loss of fire, riot, earthquake, terrorism etc. and other risks which considered necessary by the management. The management has taken adequate steps to protect its assets and safeguard the interest of the company.

NUMBER OF BOARD MEETINGS HELD:

The number of meetings of the Board and details thereof are mentioned in the Report of Corporate Governance forming part of this Annual Report.

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEE GIVEN OR SECURITY PROVIDED

The loans given, investments made or guarantee given or security provided by the Company are same as mentioned in notes to the Financial Statements.

RELATED PARTY DISCLOSURES:

The details of related party disclosures and transactions are given in Notes 25 of financial statements. All contracts/ arrangements/ transactions entered by the company during the financial year with related parties were in the ordinary course of business and on arm's length basis and are approved by in the Board Meeting held on 30/05/2016.

AUDIT COMMITTEE

As per the provisions of the Listing Agreement and pursuant to Section 177 of the Companies Act, 2013, the Audit committee constituted to review compliances with internal control systems and other various functions of the Company. Smt. CA Shrutika Inani, Independent Director was the Chairman of the Audit Committee.

AUDITORS REPORT

The notes to the accounts to the comments made by the Auditors in their Report are self - explanatory. The Auditors' report does not contain any qualification, reservation or adverse remark.

The Auditors of the Company have not reported any fraud as specified under the section 143(12) of the Companies Act, 2013.

AUDITORS

M/s. Demle Ramani & Co., Chartered Accountants, retiring auditor on completion of their tenure as stipulated under section 139 of the Companies Act 2013 and other applicable provisions, if any, at this Annual General Meeting and the Board of Directors at its meeting held on 11th August, 2017 have recommended appointment of M/s. R. A Kuvadia & Co., Chartered Accountants, Mumbai, as the Statutory Auditors of the Company in place of M/s. Demle Ramani & Co., Chartered Accountants, Nagpur, existing Statutory Auditors of the Company.

In terms of provisions of section 139 of the Companies Act, 2013 M/s. R. A Kuvadia & Co., Chartered Accountants have furnished a certificate that their appointment, if made, will be within the limits prescribed under the said section of the Act. As required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, they have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

CORPORATE GOVERNANCE

Pursuant to Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 a report on Corporate Governance is made a part of the Annual Report.

COST AUDITOR'S

Pursuant to the provisions of the Companies Act, 2013, the Board of Directors had appointed M/s. Khanuja Patra & Associates, Cost Accountants, as Cost Auditors of the Company for conducting the audit of Cost records for the financial year ended on 31st March 2017. The audit is in process and report will be filed within prescribed period.

BOARD EVALUATION

Criteria for performance evaluation of its Directors as required by the Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are attending Board/committee meetings; going through the agenda papers and providing inputs in the meeting of Board/committees; guidance to the company from time to time on the various issues; discharge of duties as per the Companies Act, 2013 and compliance to the other requirements of the said Act.

VIGIL MECHANISM

As per the provisions of Section 177(9) of the Companies Act 2013, a Vigil Mechanism for Directors and employees to report genuine concerns has been established. The same has been uploaded on company's website at www.malupaper.com.

SECRETARIAL AUDIT

The Secretarial Audit issued by Practicing Company Secretary is being attached with the Directors report as Annexure A which is self explanatory.

ABSTRACT OF THE ANNUAL RETURN

The Abstract of the Annual Return for the year 31st March 2017 being attached with the Directors Report as Annexure B.

ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required under the Companies Act, 2013, read with the Companies (Accounts) Rules 2014 is given as per 'Annexure C' and forms part of the Directors' Report.

As regards disclosure of particulars relating to conservation of energy, great emphasis has been given for reduction of energy consumption to reduce cost per unit of goods. Details are attached herewith as per 'Annexure C'.

The Company imports some portion of its raw material requirement. The foreign exchange earnings and outgo are as mentioned in the reports of the auditor of the Company.

ACKNOWLEDGEMENTS:

Your Directors wish to place on record their gratitude to Bankers, Customers, Business Associates for the co-operation and support and to the Shareholders, dealers and suppliers, staff and workers for their contribution to the company's growth.

Place: Nagpur
Date: 11/08/2017

By Order Of Board Of Directors

**Sd/
Punamchand Malu
Managing Director
(DIN:00301030)**

**Sd/
Banwarilal Malu
Jt. Managing Director
(DIN:00301297)**

Annexure A to Directors Report

Form No. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017

(Pursuant to section 204(1) of the Companies Act, 2013 and rule no. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,

**THE MEMBERS,
MALU PAPER MILLS LIMITED,
HEERA PLAZA, 04TH FLOOR,
NEAR TELEPHONE EXCHANGE,
CENTRAL AVENUE,
NAGPUR, MH – 440008.**

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

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **MALU PAPER MILLS LIMITED**. ("the Company") for the financial year ended on 31st March, 2017, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) 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'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the Company during the Audit Period);**

Annexure A to Directors Report

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company during the Audit Period);**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period);**

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

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **(Not applicable to the Company during the Audit Period);**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period);**

(vi) I have reviewed the systems and mechanisms established by the Company for ensuring compliances under the other applicable Act, Rules, Regulations and Guidelines prescribed under various laws which are specifically applicable to the Company and categorized under the following heads/groups:-

- (a) The Factories Act, 1948 and Rules made thereunder;
- (b) Labour laws and other incidental laws related to labour and employees appointed by the Company;
- (c) Acts and Rules prescribed under prevention and control of pollution;
- (d) Acts and Rules relating to Environmental protection, energy conservation and hazardous substances and chemicals;
- (e) Acts and Rules relating to boilers, electricity, fire, etc.;
- (f) Contract Act, 1872;
- (g) Transfer of Property Act, 1882;
- (h) Bombay Stamp Act, 1958;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with National Stock Exchange and Bombay Stock Exchange(s),
- (iii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

The Company has not duly complied with the provision with respect to the Appointment of Key Managerial Personnel.

I further report that, The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

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

Annexure A to Directors Report

As per the minutes of the meeting duly recorded and signed by the Chairman the decisions of the Board were unanimous and no dissenting views have been recorded,

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

I further report that during the audit period, there were no specific events/ actions in pursuance of the above referred laws, rules, regulations, guidelines, etc, having major bearing on the Company's affairs.

Date : 11th August, 2017

Place : Nagpur

CS YUGANDHARA KOTHALKAR
PRACTICING COMPANY SECRETARY,
Membership No. – 28673
CP No. – 10337

Annexure A to Directors Report

'ANNEXURE - A'

To,

**MALU PAPER MILLS LIMITED,
HEERA PLAZA, 04TH FLOOR,
NEAR TELEPHONE EXCHANGE,
CENTRAL AVENUE,
NAGPUR, MH – 440008.**

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

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

2. I 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. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

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

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

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

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

Date : 11th August, 2017

Place: Nagpur

CS YUGANDHARA KOTHALKAR
PRACTICING COMPANY SECRETARY,
MEMBERSHIP No. – 28673
CP No. – 10337

Annexure B to Directors Report
FORM NO. MGT 9

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

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31/03/2017

I REGISTRATION & OTHER DETAILS:

i	CIN	L15142MH1994PLC076009
ii	Registration Date	11-01-1994
iii	Name of the Company	Malu Paper Mills Limited
iv	Category of the Company	Public Company
v	Address of the Registered office details Telephone (with STD Code) : Fax Number : Email Address : Website, if any:	Heera Plaza, 4th Floor, Near Telephone Exchange, Central Avenue, Nagpur 440008 (MS) 0712-2760308 0712-2760310 info@malupaper.com www.malupaper.com
vi	Whether listed company	YES
vii	Name and Address of Registrar &	Link Intime India Private Limited
	Transfer Agents (RTA):- Telephone (with STD Code) : Fax Number :	C- 101, 247 Park, LBS Marg, Vikroli (W) Mumbai 400 083 (MS) 022-49186000 022-49186060

II. PRINCIPAL BUSINESS ACTIVITY OF THE COMPANY

	Name & Description of main products	NIC Code of the products	% to the total turnover
i	Kraft Paper	2800	46.96
ii	Newsprint Writing Printing	2802; 2803	53.04

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Name of the Company	CIN/ GLN	Holding/Subsidiary/ Associate	% of shares held	Applicable Section
NIL				

IV) Shareholding Pattern (Equity Share Capital Break Up As a Percentage of Total Equity)										
i) Category Wise Share Holdings										
Sr No	Category of Shareholders	Shareholding at the beginning of the year - 2016				Shareholding at the end of the year - 2017				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	8211442	0	8211442	48.1348	8196542	0	8196542	48.0475	-0.0873
(b)	Central Government / State Government(s)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Financial Institutions / Banks	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Any Other (Specify)									
	Bodies Corporate	3465323	0	3465323	20.3135	3486152	0	3486152	20.4356	0.1221
	Sub Total (A)(1)	11676765	0	11676765	68.4483	11682694	0	11682694	68.4830	0.0347
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(b)	Government	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Institutions	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Foreign Portfolio Investor	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Any Other (Specify)									
	Sub Total (A)(2)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	11676765	0	11676765	68.4483	11682694	0	11682694	68.4830	0.0347
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	0	0	0	0.0000	0	0	0	0.0000	0.0000
(b)	Venture Capital Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Alternate Investment Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Foreign Venture Capital Investors	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Foreign Portfolio Investor	0	0	0	0.0000	0	0	0	0.0000	0.0000
(f)	Financial Institutions / Banks	0	0	0	0.0000	0	0	0	0.0000	0.0000
(g)	Insurance Companies	0	0	0	0.0000	0	0	0	0.0000	0.0000
(h)	Provident Funds/ Pension Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(i)	Any Other (Specify)									
	Sub Total (B)(1)	0	0	0	0.0000	0	0	0	0.0000	0.0000

IV) Shareholding Pattern (Equity Share Capital Break Up As a Percentage of Total Equity)										
i) Category Wise Share Holdings										
Sr No	Category of Shareholders	Shareholding at the beginning of the year - 2016				Shareholding at the end of the year - 2017				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
[2]	Central Government/ State Government(s)/ President of India									
	Sub Total (B)(2)	0	0	0	0.0000	0	0	0	0.0000	0.0000
[3]	Non-Institutions									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh.	2149169	3562	2152731	12.6191	2530893	3562	2534455	14.8568	2.2377
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	1945608	0	1945608	11.4050	1445324	0	1445324	8.4724	-2.9326
(b)	NBFCs registered with RBI	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Employee Trusts	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Overseas Depositories(holding DRs) (balancing figure)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Any Other (Specify)									
	Hindu Undivided Family	457518	0	457518	2.6819	346152	0	346152	2.0291	-0.6528
	Non Resident Indians (Non Repat)	2015	0	2015	0.0118	3989	0	3989	0.0234	0.0116
	Non Resident Indians (Repat)	20267	0	20267	0.1188	90979	0	90979	0.5333	0.4145
	Clearing Member	68947	0	68947	0.4042	205440	0	205440	1.2043	0.8001
	Bodies Corporate	735399	0	735399	4.3109	750217	0	750217	4.3977	0.0868
	Sub Total (B)(3)	5378923	3562	5382485	31.5517	5372994	3562	5376556	31.5170	-0.0347
	Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	5378923	3562	5382485	31.5517	5372994	3562	5376556	31.5170	-0.0347
	Total (A)+(B)	17055688	3562	17059250	100.0000	17055688	3562	17059250	100.0000	0.0000
(C)	Non Promoter - Non Public									
[1]	Custodian/DR Holder	0	0	0	0.0000	0	0	0	0.0000	0.0000
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Total (A)+(B)+(C)	17055688	3562	17059250	100.0000	17055688	3562	17059250	100.0000	

ii) Change in promoter's Shareholding (Please Specify, if there is no change)								
Sr No	Shareholder's Name	Shareholding at the beginning of the year - 2016			Shareholding at the end of the year - 2017			
		NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged /encumbered to total shares	NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	% change in shareholding during the year
1	Frontline Commercial Pvt. Ltd.	1395401	8.1797	5.6405	1416230	8.3018	5.6405	0.1221
2	Kaveridevi Jeetmal Malu	1052487	6.1696	0.0000	1042487	6.1110	0.0000	-0.0586
3	Wistaria Farms Private Ltd	1033500	6.0583	6.0583	1033500	6.0583	6.0583	0.0000
4	Vasudeo Malu	726424	4.2582	4.2582	726424	4.2582	4.2582	0.0000
5	Shashikala Malu	667464	3.9126	3.9126	667464	3.9126	3.9126	0.0000
6	Sunflame Fuels Pvt. Ltd	527255	3.0907	3.0907	527255	3.0907	3.0907	0.0000
7	Marigold Farms Pvt. Ltd.	412500	2.4180	2.4180	412500	2.4180	2.4180	0.0000
8	Suman Malu	403750	2.3668	2.3668	403750	2.3668	2.3668	0.0000
9	Punamchand Ramlal Malu	402208	2.3577	2.3577	402208	2.3577	2.3577	0.0000
10	Banwarilal Malu	372912	2.1860	2.1860	372912	2.1860	2.1860	0.0000
11	Vasudeo Malu (Huf)	370117	2.1696	2.1696	370117	2.1696	2.1696	0.0000
12	Damodarlal Ramlal Malu	345833	2.0272	2.0272	345833	2.0272	2.0272	0.0000
13	Gajendra Jeetmal Malu	313356	1.8369	0.0000	313356	1.8369	0.0000	0.0000
14	Narayan Banwarilal Malu	309340	1.8133	1.5755	304340	1.7840	1.5755	-0.0293
15	Purushottam Ramlal Malu	302083	1.7708	1.7708	302083	1.7708	1.7708	0.0000
16	Shrawan Kumar Ramlal Malu	288472	1.6910	1.6609	288472	1.6910	1.6609	0.0000
17	Manisha Banwarilal Malu	262500	1.5388	1.5388	262500	1.5388	1.5388	0.0000
18	Venugopal Punamchand Malu	217958	1.2777	1.2762	217958	1.2777	1.2762	0.0000
19	Radheshyam Purushottam Malu	217708	1.2762	1.2762	217708	1.2762	1.2762	0.0000
20	Bharat Shrawankumar Malu	189583	1.1113	0.0000	189583	1.1113	0.0000	0.0000
21	Ganpati Malu	181250	1.0625	0.0000	181250	1.0625	0.0000	0.0000

22	Anita Shrawankumar Malu	170833	1.0014	0.0000	170833	1.0014	0.0000	0.0000
23	Kaushalya Punamchand Malu	170833	1.0014	0.0000	170833	1.0014	0.0000	0.0000
24	Pushpa Damodarlal Malu	170833	1.0014	0.0000	170833	1.0014	0.0000	0.0000
25	Sushila Purushottam Malu	170833	1.0014	0.0000	170833	1.0014	0.0000	0.0000
26	Damodarlal Malu (Huf)	158333	0.9281	0.9281	158333	0.9281	0.9281	0.0000
27	Punamchand Malu { Huf }	158333	0.9281	0.9281	158333	0.9281	0.9281	0.0000
28	Purushottam Malu (Huf)	158333	0.9281	0.9281	158333	0.9281	0.9281	0.0000
29	Shrawankumar Malu (Huf)	158333	0.9281	0.9281	158333	0.9281	0.9281	0.0000
30	Banwarilal Malu (Huf)	129933	0.7617	0.7617	129933	0.7617	0.7617	0.0000
31	Solar Carbons Pvt Ltd	96667	0.5667	0.5667	96667	0.5667	0.5667	0.0000
32	Ghasiram Jhumarlal Malu	50000	0.2931	0.2931	50000	0.2931	0.2931	0.0000
33	Shalini Venugopal Malu	50000	0.2931	0.0000	50000	0.2931	0.0000	0.0000
34	Kantadevi Shreevallabh Malu	26900	0.1577	0.0000	27000	0.1583	0.0000	0.0006
35	Omprakash Jhumarlal Malu	14500	0.0850	0.0850	14500	0.0850	0.0850	0.0000
	Total	11676765	68.4483	51.0029	11682694	68.4830	51.0029	0.0347

(iii) Change in Promoters Shareholding							
Sr No.		Shareholding at the beginning of the year - 2016		Transactions during the year		Cumulative Shareholding at the end of the year - 2017	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	FRONTLINE COMMERCIAL PVT. LTD.	1395401	8.1797			1395401	8.1797
	Transfer			22 Apr 2016	8925	1404326	8.2321
	Transfer			22 Jul 2016	6200	1410526	8.2684
	Transfer			29 Jul 2016	1700	1412226	8.2784
	Transfer			12 Aug 2016	2004	1414230	8.2901
	Transfer			02 Sep 2016	1000	1415230	8.2960
	Transfer			31 Mar 2017	1000	1416230	8.3018
	AT THE END OF THE YEAR					1416230	8.3018
2	KAVERIDEVI JEETMAL MALU	1052487	6.1696			1052487	6.1696
	Transfer			14 Oct 2016	(10000)	1042487	6.1110
	AT THE END OF THE YEAR					1042487	6.1110
3	WISTARIA FARMS PRIVATE LTD	1033500	6.0583			1033500	6.0583
	AT THE END OF THE YEAR					1033500	6.0583
4	VASUDEO MALU	726424	4.2582			726774	4.2582
	AT THE END OF THE YEAR					726774	4.2582
5	SHASHIKALA MALU	667464	3.9126			667464	3.9202
	Transfer			31 Mar 2017	1289	668753	3.9202
	AT THE END OF THE YEAR					668753	3.9202
6	SUNFLAME FUELS PVT. LTD	527255	3.0907			527255	3.0907
	AT THE END OF THE YEAR					527255	3.0907
7	MARIGOLD FARMS PVT. LTD.	412500	2.4180			412500	2.4180
	AT THE END OF THE YEAR					412500	2.4180
8	SUMAN MALU	403750	2.3668			403750	2.3668
	AT THE END OF THE YEAR					403750	2.3668
9	PUNAMCHAND RAMLAL MALU	402208	2.3577			402208	2.3577
	AT THE END OF THE YEAR					402208	2.3577
10	BANWARILAL MALU	372912	2.1860			372912	2.1860
	AT THE END OF THE YEAR					372912	2.1860
11	VASUDEO MALU (HUF)	370117	2.1696			370117	2.1696
	AT THE END OF THE YEAR					370117	2.1696
12	DAMODARLAL RAMLAL MALU	345833	2.0272			345833	2.0272
	AT THE END OF THE YEAR					345833	2.0272
13	GAJENDRA JEETMAL MALU	313356	1.8369			313356	1.8369
	AT THE END OF THE YEAR					313356	1.8369
14	NARAYAN BANWARILAL MALU	309340	1.8133			309340	1.8133
	Transfer			14 Oct 2016	(5000)	304340	1.7840
	AT THE END OF THE YEAR					304340	1.7840
15	PURUSHOTTAM RAMLAL MALU	302083	1.7708			302083	1.7708
	AT THE END OF THE YEAR					302083	1.7708
16	SHRAWAN KUMAR RAMLAL MALU	288472	1.6910			288472	1.6910
	AT THE END OF THE YEAR					288472	1.6910
17	MANISHA BANWARILAL MALU	262500	1.5388			262500	1.5388
	AT THE END OF THE YEAR					262500	1.5388
18	VENUGOPAL PUNAMCHAND MALU	217958	1.2777			217958	1.2777
	AT THE END OF THE YEAR					217958	1.2777
19	RADHESHYAM PURUSHOTTAM MALU	217708	1.2762			217708	1.2762
	AT THE END OF THE YEAR					217708	1.2762
20	BHARAT SHRAWANKUMAR MALU	189583	1.1113			189583	1.1113
	AT THE END OF THE YEAR					189583	1.1113

Sr No.		Shareholding at the beginning of the year - 2016		Transactions during the year		Cumulative Shareholding at the end of the year - 2017	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
21	GANPATI MALU	181250	1.0625			181250	1.0625
	AT THE END OF THE YEAR					181250	1.0625
22	KAUSHALYA PUNAMCHAND MALU	170833	1.0014			170833	1.0014
	AT THE END OF THE YEAR					170833	1.0014
23	PUSHPA DAMODARLAL MALU	170833	1.0014			170833	1.0014
	AT THE END OF THE YEAR					170833	1.0014
24	SUSHILA PURUSHOTTAM MALU	170833	1.0014			170833	1.0014
	AT THE END OF THE YEAR					170833	1.0014
25	ANITA SHRAWANKUMAR MALU	170833	1.0014			170833	1.0014
	AT THE END OF THE YEAR					170833	1.0014
26	PURUSHOTTAM MALU (HUF)	158333	0.9281			158333	0.9281
	AT THE END OF THE YEAR					158333	0.9281
27	PUNAMCHAND MALU { HUF }	158333	0.9281			158333	0.9281
	AT THE END OF THE YEAR					158333	0.9281
28	DAMODARLAL MALU (HUF)	158333	0.9281			158333	0.9281
	AT THE END OF THE YEAR					158333	0.9281
29	SHRAWANKUMAR MALU (HUF)	158333	0.9281			158333	0.9281
	AT THE END OF THE YEAR					158333	0.9281
30	BANWARILAL MALU (HUF)	129933	0.7617			129933	0.7617
	AT THE END OF THE YEAR					129933	0.7617
31	SOLAR CARBONS PVT LTD	96667	0.5667			96667	0.5667
	AT THE END OF THE YEAR					96667	0.5667
32	GHASIRAM JHUMARLAL MALU	50000	0.2931			50000	0.2931
	AT THE END OF THE YEAR					50000	0.2931
33	SHALINI VENUGOPAL MALU	50000	0.2931			50000	0.2931
	AT THE END OF THE YEAR					50000	0.2931
34	KANTADEVI SHREEVALLABH MALU	26900	0.1577			26900	0.1577
	Transfer			02 Sep 2016	(200)	26700	0.1565
	Transfer			09 Sep 2016	100	26800	0.1571
	Transfer			14 Oct 2016	(100)	26700	0.1565
	Transfer			21 Oct 2016	(300)	26400	0.1548
	Transfer			11 Nov 2016	700	27100	0.1589
	Transfer			30 Dec 2016	100	27200	0.1594
	Transfer			31 Mar 2017	(200)	27000	0.1583
	AT THE END OF THE YEAR					27000	0.1583
35	OMPRAKASH JHUMARLAL MALU	14500	0.0850			14500	0.0850
	AT THE END OF THE YEAR					14500	0.0850

- Note: 1. Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 17059250 Shares.
2. The details of holding has been clubbed based on PAN.
3. % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

iv) Shareholding Pattern of Top Ten Shareholders							
Sr No.		Shareholding at the beginning of the year - 2016		Transactions during the year		Cumulative Shareholding at the end of the year - 2017	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	BIPS TRADECOM P. LTD	424011	2.4855			424011	2.4855
	AT THE END OF THE YEAR					424011	2.4855
2	ASHOK KUMAR KISHORILAL DAMANI	287307	1.6842			287307	1.6842
	Transfer			02 Sep 2016	(3596)	283711	1.6631
	Transfer			21 Oct 2016	(104070)	179641	1.0530
	Transfer			28 Oct 2016	(6000)	173641	1.0179
	AT THE END OF THE YEAR					173641	1.0179
3	DR RAMESH CHIMANLAL SHAH	0	0.0000			0	0.0000
	Transfer			02 Sep 2016	86437	86437	0.5067
	Transfer			09 Sep 2016	100000	186437	1.0929
	Transfer			07 Oct 2016	(6437)	180000	1.0551
	Transfer			14 Oct 2016	(25000)	155000	0.9086
	Transfer			21 Oct 2016	(6000)	149000	0.8734
	Transfer			18 Nov 2016	(2000)	147000	0.8617
	Transfer			25 Nov 2016	(10000)	137000	0.8031
	Transfer			24 Feb 2017	(2417)	134583	0.7889
	Transfer			10 Mar 2017	(1332)	133251	0.7811
	Transfer			24 Mar 2017	(3251)	130000	0.7620
	AT THE END OF THE YEAR					130000	0.7620
4	MANOJ KHANDERIA	78922	0.4626			78922	0.4626
	Transfer			22 Jul 2016	(1100)	77822	0.4562
	Transfer			17 Feb 2017	800	78622	0.4609
	AT THE END OF THE YEAR					78622	0.4609
5	MALU ELECTRODES PVT. LTD	66587	0.3903			66587	0.3903
	AT THE END OF THE YEAR					66587	0.3903
6	BHAGIRATH HEDA	69655	0.4083			69655	0.4083
	Transfer			14 Oct 2016	(10000)	59655	0.3497
	Transfer			21 Oct 2016	(2000)	57655	0.3380
	AT THE END OF THE YEAR					57655	0.3380
7	BRIJMOHAN SHRIVALLABH MALU	50000	0.2931			50000	0.2931
	AT THE END OF THE YEAR					50000	0.2931
8	SHRUTI RADHESHYAM MALU	50000	0.2931			50000	0.2931
	AT THE END OF THE YEAR					50000	0.2931
9	SHAREKHAN LIMITED	97323	0.5705			97323	0.5705
	Transfer			08 Apr 2016	2912	100235	0.5876
	Transfer			15 Apr 2016	(2580)	97655	0.5724
	Transfer			22 Apr 2016	(2000)	95655	0.5607
	Transfer			29 Apr 2016	310	95965	0.5625
	Transfer			06 May 2016	(550)	95415	0.5593
	Transfer			13 May 2016	(250)	95165	0.5578
	Transfer			20 May 2016	50	95215	0.5581
	Transfer			27 May 2016	(50)	95165	0.5578
	Transfer			03 Jun 2016	(88315)	6850	0.0402
	Transfer			10 Jun 2016	83860	90710	0.5317
	Transfer			17 Jun 2016	1250	91960	0.5391
	Transfer			24 Jun 2016	(1312)	90648	0.5314
	Transfer			30 Jun 2016	(10)	90638	0.5313
	Transfer			01 Jul 2016	(7200)	83438	0.4891
	Transfer			08 Jul 2016	(75638)	7800	0.0457
	Transfer			15 Jul 2016	3100	10900	0.0639
	Transfer			22 Jul 2016	68603	79503	0.4660
	Transfer			29 Jul 2016	(5483)	74020	0.4339
	Transfer			05 Aug 2016	690	74710	0.4379
	Transfer			12 Aug 2016	1949	76659	0.4494

	Transfer			19 Aug 2016	(3264)	73395	0.4302
	Transfer			26 Aug 2016	3810	77205	0.4526
	Transfer			02 Sep 2016	99430	176635	1.0354
	Transfer			09 Sep 2016	(114401)	62234	0.3648
	Transfer			16 Sep 2016	(2198)	60036	0.3519
	Transfer			23 Sep 2016	7318	67354	0.3948
	Transfer			30 Sep 2016	(664)	66690	0.3909
	Transfer			07 Oct 2016	30316	97006	0.5686
	Transfer			14 Oct 2016	31233	128239	0.7517
	Transfer			21 Oct 2016	(64466)	63773	0.3738
	Transfer			28 Oct 2016	8875	72648	0.4259
	Transfer			04 Nov 2016	(11644)	61004	0.3576
	Transfer			11 Nov 2016	(2116)	58888	0.3452
	Transfer			18 Nov 2016	(609)	58279	0.3416
	Transfer			25 Nov 2016	8521	66800	0.3916
	Transfer			02 Dec 2016	(13682)	53118	0.3114
	Transfer			09 Dec 2016	3660	56778	0.3328
	Transfer			16 Dec 2016	(6076)	50702	0.2972
	Transfer			23 Dec 2016	(1250)	49452	0.2899
	Transfer			30 Dec 2016	2850	52302	0.3066
	Transfer			06 Jan 2017	(31795)	20507	0.1202
	Transfer			13 Jan 2017	23395	43902	0.2574
	Transfer			20 Jan 2017	(2448)	41454	0.2430
	Transfer			27 Jan 2017	(374)	41080	0.2408
	Transfer			03 Feb 2017	2715	43795	0.2567
	Transfer			10 Feb 2017	2462	46257	0.2712
	Transfer			17 Feb 2017	1568	47825	0.2803
	Transfer			24 Feb 2017	1196	49021	0.2874
	Transfer			03 Mar 2017	(1664)	47357	0.2776
	Transfer			10 Mar 2017	(1801)	45556	0.2670
	Transfer			17 Mar 2017	2436	47992	0.2813
	Transfer			24 Mar 2017	7393	55385	0.3247
	Transfer			31 Mar 2017	(39332)	16053	0.0941
	AT THE END OF THE YEAR					16053	0.0941
10	NEHA SHASHIKANT BIYANI	186720	1.0945			186720	1.0945
	Transfer			29 Jul 2016	(5105)	181615	1.0646
	Transfer			12 Aug 2016	(10000)	171615	1.0060
	Transfer			26 Aug 2016	(7664)	163951	0.9611
	Transfer			02 Sep 2016	(41001)	122950	0.7207
	Transfer			09 Sep 2016	(200)	122750	0.7196
	Transfer			23 Sep 2016	(33175)	89575	0.5251
	Transfer			30 Sep 2016	(7737)	81838	0.4797
	Transfer			07 Oct 2016	(39900)	41938	0.2458
	Transfer			14 Oct 2016	(26000)	15938	0.0934
	Transfer			21 Oct 2016	(6000)	9938	0.0583
	Transfer			04 Nov 2016	(100)	9838	0.0577
	Transfer			11 Nov 2016	10000	19838	0.1163
	Transfer			18 Nov 2016	(4712)	15126	0.0887
	Transfer			02 Dec 2016	(1550)	13576	0.0796
	Transfer			09 Dec 2016	10000	23576	0.1382
	Transfer			23 Dec 2016	(4979)	18597	0.1090
	Transfer			31 Mar 2017	(5000)	13597	0.0797
	AT THE END OF THE YEAR					13597	0.0797
11	NIKITA NARAYAN MALU	99679	0.5843			99679	0.5843
	Transfer			12 Aug 2016	(10829)	88850	0.5208
	Transfer			26 Aug 2016	(5000)	83850	0.4915
	Transfer			02 Sep 2016	(25000)	58850	0.3450
	Transfer			09 Sep 2016	(200)	58650	0.3438
	Transfer			07 Oct 2016	(26000)	32650	0.1914
	Transfer			14 Oct 2016	(17000)	15650	0.0917
	Transfer			21 Oct 2016	(3000)	12650	0.0742
	Transfer			28 Oct 2016	(2000)	10650	0.0624
	Transfer			04 Nov 2016	(99)	10551	0.0618
	Transfer			11 Nov 2016	10929	21480	0.1259
	Transfer			18 Nov 2016	(673)	20807	0.1220
	Transfer			23 Dec 2016	(5000)	15807	0.0927
	Transfer			31 Mar 2017	(7500)	8307	0.0487
	AT THE END OF THE YEAR					8307	0.0487

Note: 1. Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 17059250 Shares.

2. The details of holding has been clubbed based on PAN.

3. % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

v) Shareholding of Directors and Key Managerial personnel

Sr. No.	Name	Shareholding at the beginning of the year					Cumulative Shareholding during the year	
		Number of shares held	% of the total Shares of the Company	Date	Increase/Decrease in Shareholding	Reason	No. of Shares	% of the total Shares of the Company
1	DAMODARLAL MALU	345,833	2.03	01/04/2016		Nil movement		
	Chairman	345,833	2.03	31/03/2017				
2	PUNAMCHAND MALU	402,208	2.36	01/04/2016		Nil movement		
	Managing Director	402,208	2.36	31/03/2017				
3	BANWARILAL MALU	372,912	2.19	01/04/2016		Nil movement		
	Jt. Managing Director	372,912	2.19	31/03/2017				
4	VASUDEO MALU	726,424	4.26	01/04/2016		Nil movement		
	Non Executive Director	726,424	4.26	31/03/2017				
5	Chandrakant Thakkar	2,232	0.01	01/04/2016		Nil movement		
	Non Executive Director	2,232	0.01	31/03/2017				
6	Satyanarayan Rathi	-	-	01/04/2016		Nil movement		
	Non Executive Director		-	31/03/2017				
7	Shyamsunder Soni	-	-	01/04/2016		Nil movement		
	Non Executive Director		-	31/03/2017				
8	Shrutika Inani	-	-	01/04/2016		Nil movement		
	Non Executive Director		-	31/03/2017				
9	Girish Malpani	-	-	01/04/2016		Nil movement		
	CFO		-	31/03/2017				

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

	Particulars	Secured Loans Excluding deposits	unsecured loans	deposits	Total indebtedness
Indebtedness at the beginning of the financial year					
i	Principal Amount	645,775,850.00	359,800,000.00	-	1,005,575,850.00
ii	Interest due but not paid	-		-	-
iii	Interest accrued but not due	-		-	-
	Total (i+ii+iii)	645,775,850.00	359,800,000.00	-	1,005,575,850.00
Change in Indebtedness during the financial year					
	Addition	-	4,750,000.00	-	4,750,000.00
	Reduction	(83,731,984.00)		-	(83,731,984.00)
	Net change	(83,731,984.00)	4,750,000.00	-	(78,981,984.00)
Indebtedness at the end of the financial year					
i	Principal Amount	562,043,866.00	364,550,000.00	-	926,593,866.00
ii	Interest due but not paid	-		-	-
iii	Interest accrued but not due	-		-	-
	Total (i+ii+iii)	562,043,866.00	364,550,000.00	-	926,593,866.00

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A Remuneration to Managing Director, Joint Managing Director and/or Manager**

sl no	Particulars of Remuneration	Name of MD/ JMD		Total Amount
		Punamchand Malu	Banwarilal Malu	
1	Gross Salary	1,200,000	1,200,000	2,400,000
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
5	Others	-	-	-
Total (A)		1,200,000	1,200,000	2,400,000

B Remuneration to other Directors

sno	Particulars of Remuneration	Name of Directors						Total Amount
		Chandrakant Thakar	Satyanarayan Rathi	Shyamsunder Sarda	Shrutika Inani	Damodarlal Malu	Vasudeo Malu	
1	Independent Directors							
	For attending Board/ Committee Meetings	6,000	6,000	4,000	8,000	-	-	24,000
-	Commission	-	-	-	-	-	-	-
-	Others	-	-	-	-	-	-	-
	Total (1)	6,000	6,000	4,000	8,000	-	-	24,000
2	Other Non Executive							
	For attending Board/ Committee Meetings	-	-	-	-	4,000	6,000	10,000
-	Commission	-	-	-	-	-	-	-
-	Others	-	-	-	-	-	-	-
	Total (2)	-	-	-	-	4,000	6,000	10,000
	Total B (1+2)	6,000	6,000	4,000	8,000	4,000	6,000	34,000

C Remuneration to Key Managerial Personnel

Sl No	Particulars of Remuneration	Name of Key Managerial Personnel	
		Girish Malpani, CFO	Total
1	Gross Salary	2,336,330	2,336,330
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
5	Others	-	-
Total (A)		2,336,330	2,336,330

VII PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of penalty/ Punishment/ Copounding Fees imposed	Authority (RD/ NCLT/ COURT)	Appeal Made, if any (give details)
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A. COMPANY

Penalty

Punishment

Compounding

B. DIRECTORS

Penalty

Punishment

Compounding

C. OTHER OFFICERS IN DEFAULT

Penalty

Punishment

Compounding

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE

Information as required under the Companies Act, 2013 is given hereunder:

A. Conservation of energy

POWER & FUEL CONSUMPTION		Current Year	Previous Year
1	Electricity (Purchased) Units	1,21,85,880	1,20,27,268
	Total Amount	7,89,29,859	9,26,59,875
	Rate per Unit	6.48	7.70
2	Electricity (Generated) Units	3,91,80,700	3,73,17,900
	Diesel consumed in Liters	-	-
	Total Amount	-	-
	Rate per Unit	-	-
3	Total Units consumed	5,13,66,580	4,93,45,168

B. Consumption per unit of production

Quality	Kwh/MT
Kraft Paper	: 253.216
Newsprint, Writing & Printing Paper	: 921.114

C. Energy conservation measures

- Improvisation and continuous monitoring of Power Factor and replacement of weak capacitors by conducting periodical checking of capacitors. We have been able to maintain the Power Factor near to unity and thereby availing the rebate in electricity charges.
- Use of variable frequency drives, so that the system runs at variable speed, thereby reducing energy consumption.
- Gradual replacement of copper ballast with LED thereby saving in consumption of electricity.
- Optimization of pumps size and modification of the pipe line to reduce the running load of motors.
- The Company has endeavored to optimize the use of energy resources and taken adequate steps to avoid wastage.

B. Technology absorption and research and development

(1) Research and Development:

The technical staff of the company have visited similar plants and have taken efforts in simplifying and debottlenecking the manufacturing process to improve the quality of the product and to reduce the cost of production by optimization of resources.

(2) R & D Expenditure

	31st March, 2017	31st March, 2016
		Amount in Rs
(a) Capital	NIL	NIL
(b) Revenue		
(c) Total		
(d) Total R&D expenditure as % of Total Turnover		

(3) Technology absorption, adaption and innovation

(a) Efforts in brief made towards technology absorption, adaption and innovation:

- Constant monitoring of process and technology up gradation taking place in bigger companies and to offer similar products through in-house R & D as well as through progressive manufacturing activities. The company is in the process of further improving its quality control methods and testing facilities.
- Regular interaction with equipment designers and manufacturers for improvements to processing and operating parameters.

(b) Benefits derived as a result of above efforts.

- The Company has benefited from reduction in cost due to process optimization, increased revenue through higher exports.

(c) The company has not imported technology during the last 8 years reckoned from the beginning of the financial year.

C. Foreign Exchange Earning and Outgo

(a) Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services and export plans.

The company has pursued various international markets in Africa and Asia to market its product and has been successful in increasing its export in spite of being a very competitive export market.

(b) Information in respect of Foreign Exchange Earning and Outgo is:

	Amount in Rs.	
	Current Year	Previous Year
Earning	8,71,24,924	2,56,41,895
Outgoing	11,52,46,559	14,32,72,500

CORPORATE GOVERNANCE REPORT

Your Directors present the Company's Report on the Corporate Governance for the financial year 2016-17 as incorporated in Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Your company believes that good Corporate Governance brings about sustained growth and long term benefits for shareholders. The Company's broad policies of Corporate Governance and viz. transferability, professionalism and accountability are the guiding principles of management of the company aiming to the aspiration of the stakeholders.

2. BOARD OF DIRECTORS:

The Board of Directors comprises optimum mix of Six Non-executive Directors and two Executive Directors as on 31st March. The Board monitors performance of the Company, approves and receives policies / strategies and evaluate management performance. The Board ensures legal and ethical conduct and accurate financial reporting. The Chairman of the Board is Non-executive Director

i)	Non-Executive Directors:	DIN
a)	Promoter Group	
	1 Shri Damodarlal Malu, Chairman	00301120
	2 Shri Vasudeo Malu	00301313
b)	Independent	
	1 Shri Satyanarayan Rathi	01797378
	2 Shri Chandrakant Thakar	00784189
	3 Smt. Shrutika Inani	06937649
	4 Shri Shyamsunder Sarda	02399265
ii)	Executive Directors:	
	1 Punamchand Malu	00301030
	2 Banwarilal Malu	00301297

The Board of Directors meets at least once a quarter to review the Company's performance and financial results and more often, if necessary, to transact other business. 05 (Five) meetings of Board of Directors were held on 30/05/2016, 01/08/2016, 13/08/2016, 14/11/2016 and 11/02/2017 during the financial year.

Attendance of each Director at the meetings of Board of Directors held during the financial year 2015-16, last Annual General Meeting and the Number of Directorships and memberships of Committees of each Director in various Companies during the period under review is as follows:

Name of the Director	Category	No. of Board Meetings attended	Attendance at last AGM	No. of outside Directorship in India
Shri Punamchand Malu	ED	5	YES	-
Shri Banwarilal Malu	ED	5	YES	-
Shri Damodarlal Malu	NED	3	YES	-
Shri Vasudeo Malu	NED	3	YES	-
Shri Satyanarayan Rathi	ID	3	YES	-
Shri Chandrakant Thakar	ID	3	NO	-
Smt. Shrutika Inani	ID	4	YES	-
Shri Shyamsunder Sarda	ID	2	NO	-

Notes-

- i. ED- Executive Director; NED Non Executive Director; ID – Independent Director
- ii. Excludes Private Limited companies.

3. AUDIT COMMITTEE:

The Audit Committee as on 31-03-2017 comprised of three independent Non-Executive Directors namely Smt. Shrutika Inani (Chairman of the Committee), Shri Satyanarayan Rathi and Shri Chandrakant Thakar.

Smt. Shrutika Inani is Chartered Accountant and possessed expert knowledge in the area of finance and accounting.

The terms of reference of the Audit Committee are as per Section 177 of the Companies Act, 2013 and the guidelines set out in the listing agreements / Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that inter-alia include overseeing financial reporting process, reviewing periodic financial results, financial statements and adequacy of internal control systems with the management and adequacy of internal audit functions, discussions with auditors about the scope of audit including the observations of the auditors and discussion with internal auditors on any significant findings. The Committee also recommends to the Board the remuneration payable to the Executive Directors.

During the year under review 4 (Four) meetings were held on 30/05/2016, 13/08/2016, 14/11/2016 and 11/02/2017. The following table gives attendance record:

Sl. No.	Name of the Members of Audit Committee	Number of Meetings held	Number of Meetings attended
1	Smt. Shrutika Inani	4	4
2	Shri Satyanarayan Rathi	4	3
3	Shri Chandrakant Thakar	4	3

4. SHAREHOLDERS' GRIEVANCE COMMITTEE:

The Shareholders' Grievance Committee as on 31st March 2017 comprised of three Directors i.e. Mr. Satyanarayan Rathi, Mr. Chandrakant Thakar and Mr. Banwarilal Malu

The shareholder grievance committee has been constituted to attend to and redress the shareholders / investors grievances in matters such as transfer of shares, non receipts of annual reports, dematerialization of shares etc.

The Committee met on 14/11/2016 and 11/02/2017 in which two and three directors were respectively present.

5. NOMINATION AND REMUNERATION COMMITTEE:

In compliance with provisions of Section 178 of the Companies Act, 2013, the Nomination and Remuneration Committee as on 31-03-2017 comprised of three independent Non-Executive Directors namely Shri Chandrakant Thakar (Chairman of the Committee), Shri Satyanarayan Rathi and Shri Shyamsunder Sarda.

The Committee has been constituted to recommend remuneration of executive Directors, formulation of criteria for evaluation of Independent Director, Identifying persons who are qualified to become Directors and who may be appointed in senior management and recommendation to the Board for their appointment and removal.

6. THE LOCATION AND TIME OF THE LAST 3 ANNUAL GENERAL MEETINGS:

Financial year	Location	Date & Time of AGM
2015-16	Heera Plaza, 4 th Floor, Near Telephone Exchange, Central Avenue, Nagpur – 8.	24-09-2016 at 3.00 PM
2014-15	Heera Plaza, 4 th Floor, Near Telephone Exchange, Central Avenue, Nagpur – 8.	22-09-2015 at 11.00 AM
2013-14	Heera Plaza, 4 th Floor, Near Telephone Exchange, Central Avenue, Nagpur – 8.	25-09-2014 at 3.00 PM

Four Special Resolutions were passed at the annual general meeting for the year 2014-15

7. DISCLOSURES:

There are no materially significant related party transactions of the Company, which have a potential conflict with the interest of the company at large.

Declaration

As provided under Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we confirm that the Board Members and Senior Management of the Company have confirmed compliance with the code of conduct for the year ended on 31st March, 2017.

8. MEANS OF COMMUNICATION:

During the year under review, the half-yearly and yearly results were displayed on the Company's web site <http://malupaper.com>. The quarterly results were also published in (English) newspaper (normally Indian Express) and in one vernacular (Marathi) newspaper (Loksata). These were not sent individually to the shareholders.

9. DETAILS OF DIRECTORS PROPOSED TO BE APPOINTED / REAPPOINTED AS REQUIRED IN TERMS OF THE LISTING AGREEMENT:

Name of the Director	Shri Damodar Lal Malu	Shri Vasudeo Malu
DIN	00301120	00301313
Date of Birth	07/07/1946	07/06/1960
Date of Appointment	11-01-1994	11/01/1994
Expertise in specific functional area	Industrialist	Businessman
Qualification	LLB	B.com
No. of equity shares held	345,833	726,424
Chairman/ Member of the Committees of the Board of Directors of the Company	-	-

10. GENERAL SHAREHOLDERS INFORMATION**1. Twenty fourth Annual General Meeting:**

Date : 27th September, 2017.

Time : 3.00 PM

Venue : Heera Plaza, 4th Floor, Near Telephone Exchange,
Central Avenue, Nagpur – 440 008 (MS).

2. Dates of Book Closure: 18th September 2017 to 27th September 2017 (both days inclusive).

3. Financial Calendar of the Company:

The Financial Year covers the period from 01st April to 31st March.

Financial Reporting for 2017-18 (Tentative)

Unaudited Financial results for the quarter ending	30-06-2017	August, 2017
Unaudited Financial results for the quarter ending	30-09-2017	November, 2017
Unaudited Financial results for the quarter ending	31-12-2017	February, 2018
Unaudited Financial results for the quarter ending	31-03-2018	May, 2018

4. Listing on Stock Exchanges:

The equity shares of the Company are listed on The Bombay Stock Exchange Limited and the National Stock Exchange of India. The requisite annual listing fees for the year 2017-18 have been paid in full to the Stock Exchanges.

5. Stock Code:

The Bombay Stock Exchange Ltd. 532728
National Stock Exchange of India Ltd. MALUPAPER

The details of monthly high and low quotations of the equity shares of the Company traded at BSE and NSE from April 01, 2016 to March 31, 2017 are given below:

Month	Bombay Stock Exchange (BSE)		National Stock Exchange (NSE)	
	High	Low	High	Low
April, 2016	13.00	10.17	12.80	10.05
May, 2016	13.30	11.38	13.10	11.35
June, 2016	14.39	11.40	14.05	11.50
July, 2016	17.00	13.00	17.00	12.05
August, 2016	29.50	14.25	29.25	13.20
September, 2016	28.90	18.75	28.85	18.70
October, 2016	47.50	20.00	47.20	19.75
November, 2016	37.95	23.30	37.90	23.35
December, 2016	34.25	23.50	34.35	23.25
January, 2017	32.00	25.20	31.80	25.00
February, 2017	30.50	25.50	31.80	24.55
March, 2017	35.80	24.50	36.00	24.60

6. Registrar and Transfer Agents:

Link Intime Private Limited
C- 101, 247 Park, LBS Marg, Vikroli (W)
Mumbai 400 083 (MS)
Tel. No. 022-49186000
Fax No. 022- 49186060
Email: info@linkintime.co.in

7. Share Transfer System:

Shares sent for transfer in physical form are registered and returned within a period of thirty days from the date of receipt of the document, provided the documents are valid and complete in all respects.

8. Distribution of Equity Shareholding as on 31-03-2017:

Shareholding of Shares			Share holders		Total Shares	
			Number	%	Shares	%
1	-	500	3,839	74.0691	6,67,416	3.9123
501	-	1000	587	11.3255	4,82,223	2.8268
1001	-	2000	297	5.7303	4,49,540	2.6352
2001	-	3000	141	2.7204	3,51,117	2.0582
3001	-	4000	63	1.2155	2,23,626	1.3109
4001	-	5000	52	1.0033	2,40,994	1.4127
5001	-	10000	82	1.5821	5,94,519	3.4850
10001	And	Above	122	2.3538	1,40,49,815	82.3589
TOTAL			5,183	100.0000	1,70,59,250	100.0000

9. Shareholding Pattern as on 31-03-2017:

Category	No. of Shares held	% of Share holding
Indian Promoters	1,16,83,983	68.49
Private Corporate Bodies	7,50,217	4.40
Indian Public	45,30,082	26.55
NRI's	94,968	0.56
TOTAL	17,059,250	100.00

10. Dematerialisation of Shares:

As at 31st March 2017, 170,55,688 (99.97%) of total equity capital was held in Electronic form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The Company's Equity Shares have to be compulsorily traded in the electronic form. Requests for dematerialisation of shares are processed and confirmed within 7 days. No GDRs, ADRs or warrants have been issued by the Company.

11. Registered Office of the Company:

Heera Plaza, 4th Floor,
Near Telephone Exchange,
Central Avenue,
Nagpur – 440 008 (MS)
Tel. No: (0712) 2760308; 2778506
Email: info@malupaper.com

12. Plant Locations:

<u>Kraft Division</u>	<u>Newsprint & Writing Printing Division</u>
Village: Borujwada,	Village: Heti Surla
Taluka: Saoner	Taluka: Saoner
Saoner Road.	Nagpur Bhopal Highway
District: Nagpur.	District: Nagpur.

13. Address for Correspondence from Shareholders:

(Registered Office)
Malu Paper Mills Ltd.
Heera Plaza, 4th Floor,
Near Telephone Exchange,
Central Avenue, Nagpur – 440 008 (MS)
Tel. No: (0712) 2760308; 2778506
Fax. No. (0712) 2760310
Email: contacts@malupaper.com

CERTIFICATE BY MANAGING DIRECTOR (MD) AND CHIEF FINANCIAL OFFICER (CFO)

To,
The Board of Directors
Malu Paper Mills Ltd.

Pursuant to the provisions of Regulation 17(8) of the Listing Regulations, we hereby certify that

- (a) we have reviewed financial statements and the cash flow statement for the financial year 2016-17 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 listed entity'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 listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity 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 we have taken or propose to take 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 they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Date: 11/08/2017

Sd/-
Punamchand Malu
Managing Director

Sd/-
Girish Malpani
CFO

Auditors' Certificate on compliance with the conditions of Corporate Governance under Regulation 17 to 27 & 46(2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Members
Malu Paper Mills Limited

We have examined the compliance of corporate governance by Malu Paper Mills Limited ("the Company") for the year ended on March 31, 2017, as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the period ended on March 31, 2017;

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

In our opinion and to the best of our information and according to explanations given to us, we certify that the Company has complied with the conditions of corporate governance as stipulated in above mentioned Listing agreement/ Listing Regulations, as applicable subject to non appointment of Company Secretary.

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.

Date: 11/08/2017
Place: Nagpur

For Demble Ramani & Co.
Chartered Accountants

Ashok Ramani
Partner
M.No.30537



DEMBLE RAMANI & Co.

CHARTERED ACCOUNTANTS

201, M. G.HOUSE, R. T. ROAD,

CIVIL LINES, NAGPUR-440 001

PHONE : 8087200551 / 552

LANDLINE: (0712) 6603 630 / 631 / 632

E-mail : contact@dembleramani.com

dembleramani@yahoo.co.in

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MALU PAPER MILLS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **MALU PAPER MILLS LIMITED**, which comprise the Balance Sheet as at 31st March 2017, the Statement of Profit and Loss for the year & the cash flow statement for the year then ended on 31st March 2017, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material

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

Opinion

In our Opinion and to the best of our information and according to the explanations given to us and subject to matter described in the Emphasis of Matters, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

- a) In case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2017;
- b) In the case of the statement of Profit and Loss, of the profit for the year ended on 31st March 2017; and
- c) In the case of the Cash Flow Statement, of the cash flow for the year ended on 31st March 2017.

Emphasis of Matters

We draw attention to the following matter:

Balances shown under Loans and Advances, Sundry Debtors, Sundry Creditors and Current Liabilities being subject to confirmations/ reconciliations/settlement and consequential adjustments, if any the impact thereof cannot be ascertained at this stage.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss & the Cash Flow Statements 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 written representations received from the directors as on 31 March, 2017, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2017, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - g) With respect to the other matter 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 :
 - a. The Company does not have any pending litigations which would impact its financial position.
 - b. The Company did not have any long term contracts including derivatives contracts for which there were any material foreseeable losses;
 - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

- d. The company has provided requisite disclosures in its financial statements as to holding as well as dealings in specified bank notes during the period from 8th November, 2016 to 30th December, 2016. The disclosures are in accordance with the books of accounts maintained by the company.

For**DEMBLE RAMANI & CO.**
Chartered Accountants

Sd/-

Place : NAGPUR
Date : 22.05.2017

CA ASHOK RAMANI
Partner
Mem No. : 30537
FRN : 102259W



DEMABLE RAMANI & Co.

CHARTERED ACCOUNTANTS

201, M. G.HOUSE, R. T. ROAD,

CIVIL LINES, NAGPUR-440 001

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E-mail : contact@dembleramani.com

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ANNEXURE “A” OF THE INDEPENDENT AUDITOR’S REPORT

The Annexure referred to in our report to the members of the Malu Paper Mills Limited for the year Ended on 31st March 2017.

We report that:-

- (i) a) As per the information and explanation provided to us, the preparation of fixed assets register showing full particulars including quantitative details, coding and situation of Fixed Assets is approaching completion.
- b) As per the information and explanation provided to us, the physical verification of the fixed assets has been carried out by the management; and no material discrepancies were noticed on such verification.
- c) On examination of the documents provided to us, the title deeds of immovable properties are held in the name of company and no material discrepancies were noticed on such verification.
- (ii) As per the information and explanation provided to us, the management has physically verified its inventories at reasonable intervals
- (iii) The company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act. Hence, Clause (a), (b) & (c) are not applicable.
- (iv) The company has not provided any loans, guarantees & security, or made any investment. Thus, the provisions of section 185 and 186 of the Companies Act, 2013 are not applicable.
- (v) The company has not accepted deposits from the public. Hence the issue of compliance with the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed thereunder does not arise.

- (vi) We have broadly reviewed books of accounts maintained by the company pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under section 128 of the Companies Act, 2013 and are of the opinion that prima facie, the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) According to the information and explanations given to us and the records examined by us, the company is regular in depositing undisputed statutory dues including Provident fund, Employees state insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Customs, Duty of excise, Value Added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed arrears of statutory dues were outstanding as at **31st March, 2017** for a period of more than six months from the date they became payable.
- (viii) During the Financial Year 2011-12, all the credit facilities utilised from banks are restructured under the Corporate Debts Restructure (CDR) mechanism and according to the records of the company examined by us and the information and explanations given to us, we are of the opinion that the company has not defaulted in repayment of dues to any financial institutions or banks. The company does not have any borrowings by way of debentures.
- (ix) During the year, no money has been raised either by way of initial public offer or further public offer or by term loans, by the company.
- (x) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.
- (xi) According to the information provided to us the managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- (xii) The provisions of Nidhi Rules, 2014 are not applicable to the company.

- (xiii) According to the information and explanations provided to us by the management, all transactions with the related parties are in compliance with section 177 & 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements, as required by the applicable accounting standards.
- (xiv) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) The company has not entered into any non-cash transactions with directors or persons connected with him. The provision of section 192 of Companies Act, 2013 are, therefore, not applicable.
- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For DEMBLE RAMANI & CO.
Chartered Accountants**

Sd/-

**CA ASHOK RAMANI
Partner
Mem No. : 30537
FRN : 102259W**

**Place : NAGPUR
Date : 22/05/2017**



DEMBLE RAMANI & Co.

CHARTERED ACCOUNTANTS

201, M. G.HOUSE, R. T. ROAD,

CIVIL LINES, NAGPUR-440 001

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E-mail : contact@dembleramani.com

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Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **MALU PAPER MILLS LIMITED** as of **31 March, 2017**, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

The Company is in process of compiling the documented policies for internal financial controls with respect to maintenance of records, authorization by appropriate authority for material transactions, check against unauthorized, acquisition/use/disposition of company's assets, and utilization of equity and borrowed funds, prevention and detection of frauds and errors, the accuracy and completeness of accounting records and the timely completion of reliable financial information etc. The company is streaming to lay down controls with respect to the above.

In view of this, in our opinion the adequacy & effectiveness of the internal control systems over financial reporting as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India needs to be strengthened.

ForDEMBLE RAMANI & CO.
Chartered Accountants

Sd/-

CA ASHOK RAMANI
Partner
Mem No. : 30537
FRN : 102259W

Place : NAGPUR
Date : 22/05/2017

BALANCE SHEET AS AT 31ST MAR' 2017

Particulars		Note No.	Figures as at 31st Mar 2017 (In Rs.)	Figures as at 31st Mar 2016 (In Rs.)
I.	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	2	170,592,500	170,592,500
	(b) Reserves and surplus	3	6,684,995	(22,632,315)
2	Non-current liabilities			
	(a) Long-term borrowings	4	685,994,886	775,093,874
	(b) Other Long term liabilities	5	152,512,989	159,547,924
	(c) Long-term provisions	6	4,783,251	4,138,541
3	Current liabilities			
	(a) Short-term borrowings	7	240,598,980	230,481,976
	(b) Trade payables	8	170,014,999	153,943,775
	(c) Other current liabilities	9	84,042,726	83,879,904
	TOTAL :		1,515,225,326	1,555,046,179
II.	ASSETS			
	Non-current assets			
1	(a) Fixed assets			
	(i) Tangible Assets	10	843,573,748	889,855,750
	(ii) Intangible Assets		-	-
	(iii) Capital work-in-progress		-	-
	(iv) Intangible Assets under development		-	-
	(b) Non-current investments	11	1,100,000	1,100,000
	(c) Deferred tax assets (Net)	12	90,617,000	103,867,000
	(d) Long-term loans and advances	13	52,456,289	63,802,801
2	Current assets			
	(a) Current investments		-	-
	(b) Inventories	14	228,776,550	181,364,250
	(c) Trade receivables	15	234,677,399	228,558,406
	(d) Cash and cash equivalents	16	15,910,976	18,151,258
	(e) Short-term loans and advances	17	48,113,365	68,346,714
	TOTAL :		1,515,225,326	1,555,046,179
Significant Accounting Policies		1		

For Malu Paper Mills Limited.

**As per our Report of even date,
For Demble Ramani & Co.
Chartered Accountants**

Sd/-
Punamchand Malu
(Managing Director)
(Din 00301030)
Place : Nagpur
Date : 22.05.2017

Sd/-
Banwarilal Malu
(Jt.Managing Director)
(Din 00301297)

Sd/-
Girish Malpani
(CFO)

Sd/-
Ashok Ramani
Partner
Mem. No. 30537
FRN 102259W

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MAR' 2017

Particulars		Note No.	2016-2017 (In Rs.)	2015-2016 (In Rs.)
I.	Revenue From Operations			
	Sale of products	18	2,599,632,243	2,348,993,243
	Less: Excise Duty		78,956,980	71,415,215
	Net Sales		2,520,675,263	2,277,578,028
II.	Other income	19	13,992,632	22,553,072
III.	Total Revenue (I + II)		2,534,667,895	2,300,131,100
IV.	Expenses:			
	Cost of materials consumed	20	1,525,340,343	1,354,443,915
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade	21	(17,563,300)	(3,666,500)
	Employee benefits expenses	22	74,375,141	67,868,683
	Finance costs	23	135,000,449	156,301,401
	Depreciation and amortization expense	10	47,990,664	47,053,949
	Other expenses	24	726,957,289	649,758,641
	Total expenses		2,492,100,586	2,271,760,088
V.	Profit before exceptional and extraordinary items and tax (III-IV)		42,567,309	28,371,012
VI.	Exceptional items			
VII.	Profit before extraordinary items and tax (V - VI)		42,567,309	28,371,012
VIII.	Extraordinary Items			
IX.	Profit before tax (VII- VIII)		42,567,309	28,371,012
X	Tax expenses:			
	(1) Current tax		0	0
	(2) Deferred tax		13,250,000	8,840,000
XI	Profit (Loss) for the period from continuing operations (VII-VIII)		29,317,309	19,531,012
XII	Profit/(loss) from discontinuing operations			
XIII	Tax expense of discontinuing operations			
XIV	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)			
XV	Profit (Loss) for the period (XI + XIV)		29,317,309	19,531,012
XVI	Earnings per equity share:			
	(1) Basic		1.72	1.14
	(2) Diluted		1.72	1.14

For Malu Paper Mills Limited.

**As per our Report of even date,
For Demble Ramani & Co.
Chartered Accountants**

Sd/-
Punamchand Malu
(Managing Director)
(Din 00301030)
Place : Nagpur
Date : 22.05.2017

Sd/-
Banwarilal Malu
(Jt.Managing Director)
(Din 00301297)

Sd/-
Girish Malpani
(CFO)

Sd/-
Ashok Ramani
Partner
Mem. No. 30537
FRN 102259W

**CASH FLOW STATEMENT
FOR THE YEAR ENDED**

31st March, 2017 31st March, 2016

A. Cash Flows from Operating Activities

Reserve & surplus

Net Profit before Tax 42,567,309 28,371,012

Adjustments for:

Depreciation 47,990,664 47,053,949

Non Operating Income - Interest & Other (2,463,487) (2,493,202)

Non Operating Income - Profit/Loss on sale of Fixed Assets (261,861) 0

Interest Expenses 135,000,449 156,301,401

Operating Profit before Working Capital Changes **222,833,074** **229,233,160**

Adjustments for:

Trade Receivables (6,118,993) (15,827,134)

Other Receivables 44,829,861 (219,102)

Inventories (47,412,300) 5,701,250

Trade Payables & Other Liabilities 16,878,756 (5,544,882)

Cash Generated from Operations **231,010,399** **213,343,291**

Deffered Tax (13,250,000) (8,840,000)

Net Cash from Operating Activities **217,760,399** **204,503,291**

B. Cash Flows from Investing Activities

Purchase of Fixed Assets (1,836,801) (17,703,925)

Sale of Fixed Assets 390,000 0

Interest Received & Others 2,463,487 2,493,202

Net Cash from Investing Activities **1,016,686** **(15,210,723)**

C. Cash Flows from Financing Activities

Proceeds from Borrowings (83,731,983) (70,966,922)

Increase in Inter Corporate 4,750,000 38,800,000

Deposits & Other Loans (7,034,935) 404,606

Interest Paid (135,000,449) (156,301,401)

Net Cash used in Financing Activities **(221,017,367)** **(188,063,717)**

Net Increase/(Decrease) in Cash and Cash

Equivalents (A+B+C) **(2,240,282)** **1,228,852**

Cash and Cash Equivalents at the beginning of period **18,151,258** **16,922,407**

Cash and Cash Equivalents at the end of period **15,910,976** **18,151,258**

Net Change in Cash {Inc+/Dec-} **(2,240,282)** **1,228,852**

Note:

The above Cash Flow has been prepared under "Indirect Method" as set out in Accounting Standard-3 on Cash Flow Statement issued by Institute of Chartered Accountants of India.

For Malu Paper Mills Limited.

**As per our Report of Even Date
For Demble Ramani & Co.
Chartered Accountants**

Sd/-
Punamchand Malu
(Managing Director)
(Din 00301030)
Place : Nagpur
Date : 22.05.2017

Sd/-
Banwarilal Malu
(Jt.Managing Director)
(Din 00301297)

Sd/-
Girish Malpani
(CFO)

Sd/-
Ashok Ramani
Partner
Mem. No. 30537
FRN 102259W

MALU PAPER MILLS LIMITED, NAGPUR

Note 1 : STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

a) **System of Accounting :-**

The Financial Statements of the company have been prepared in accordance with the accounting principles generally accepted in India (Indian GAAP) and are in line with the relevant laws as well as the guidelines prescribed by the Department of Company Affairs, Ministry of Law, Justice & Company affairs & The Institute of Chartered Accountants of India..The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of financial statement are consistent with those followed in previous year.

b) **Use of Estimates :-**

The preparation of financial statements requires the management to make estimates and assumptions considered in the reported amount of assets and liabilities, including the disclosure of contingent liabilities (if any) as of the date of the financial statements and the reported incomes and expenses during the reporting period. Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Actual results could vary from those estimates. Any revision to accounting estimates is recognized in the period in which the results are known / materialized.

c) **Fixed Assets :-**

Fixed Assets are carried at cost. Cost is inclusive of freight, duties, levies and any directly attributable cost of bringing the assets to their working condition for intended use and after providing for Cenvat Credit and VAT Credit.

d) **Depreciation :-**

Depreciation on Fixed Assets is provided using Straight Line Method on the basis of useful life of assets as specified in Schedule II of the Companies Act, 2013 and is provided on pro rata basis on the assets acquired during the year.

e) **Impairment of Assets :-**

The carrying amounts of assets / cash generating units are reviewed at each balance sheet date if there is any indication of Impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the pre tax weighted average cost of capital.

f) **Inventories:-**

Inventories comprising of raw materials, stock-in-progress, finished goods and consumable stores. Inventories are valued at cost or estimated net realizable value after providing for obsolescence and other losses, where considered necessary. The cost of inventories comprises of all cost of purchase, cost of conversion and other cost incurred in bringing inventories to their present location and condition. In the case of raw materials, stores and spares, and finished goods, cost is determined on the First-In-First-Out (FIFO) basis.

MALU PAPER MILLS LIMITED, NAGPUR

g) **Sales:-**

- (1) Sales of goods are recognised when goods are supplied in accordance with the terms of sales and are recorded inclusive of duties and taxes.
- (2) Sale of Carbon Credit and Interest Income are recognised on accrual basis.

h) **Borrowing Costs :-**

Borrowing costs include interest and bank charges. Borrowing costs are capitalized as a part of the cost of qualifying asset when it is possible that they will result in future economic benefits and the cost can be measured reliably. Other borrowing costs are recognized as an expense in the period in which they are incurred.

i) **Taxes on Income :-**

Income tax expenses for the year comprises of current tax and deferred tax. Current tax provision has been determined on the basis of relief and deduction available under the Income tax Act-1961.

Deferred tax Assets is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal is one or more subsequent periods.

j) **Investments:-**

Long term Investments are valued at cost. These are classified as non Trade Investment.

k) **Retirement Benefits :**

Provisions for /contributions to retirement benefit scheme are made as follows :

- a) Provident Fund on actual liability basis.
- b) Liability in respect of future payment of Gratuity to retiring employees is provided on the accrual basis on estimation at the end of each financial year.

l) **Foreign Currency Transactions :**

Foreign Currency Transactions are accounted for at the rates prevailing on the dates of the transactions converted at contracted rate.

m) **Earning Per Share :-**

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

MALU PAPER MILLS LIMITED, NAGPUR

n) Provisions, Contingent Liabilities and Contingent Assets :-

A provision is recognized when the company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liability is disclosed for (i) Possible obligation which will be confirmed only by future events not wholly within the control of the company or (ii) Present obligation arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent assets are not recognized in the financial statements since this may result in the recognition of income that may never be realized.

MALU PAPER MILLS LTD; NAGPUR
NOTES ATTACHED TO FINANCIAL STATEMENT
AS ON 31/03/2017

NOTE	PARTICULARS	AS ON 31ST MAR'2017 AMOUNT		AS ON 31ST MAR'2016 AMOUNT	
NOTE 2	<u>SHARE CAPITAL</u>				
		Number		Number	
a	<u>Authorised</u>				
	Equity Shares of `Rs.10 each	20,000,000	200,000,000	20,000,000	200,000,000
b	<u>Issued</u>				
	Equity Shares of `Rs.10 each fully paid	17,059,250	170,592,500	17,059,250	170,592,500
c	<u>Subscribed & fully Paid up</u>				
	Equity Shares of `Rs.10 each fully paid	17,059,250	170,592,500	17,059,250	170,592,500
	Total :	17,059,250	170,592,500	17,059,250	170,592,500
d	<u>Reconciliation of Number of Shares Outstanding :</u>				
	Shares outstanding at the beginning of the year	17,059,250	170,592,500	17,059,250	170,592,500
	Movement During the Year	-	-	-	-
	Shares outstanding at the end of the year	17,059,250	170,592,500	17,059,250	170,592,500
e	<u>Rights, preference & restriction attached to Equity Shares</u>				
	The company has only one class of equity Share. Each Shareholder is eligible for one vote per share. In the event of liquidation of company, the shareholders are entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution shall be in proportion to number of equity shares held by the shareholder.				
f	<u>Details of Shareholders, holding more than 5% of the Paid up Equity Share Capital of the Company with Voting Rights :</u>				
	Name of Shareholder	Number of Shares held	% of Holding	Number of Shares held	% of Holding
	Frontline Commercial Pvt Ltd	1,416,230	8.30%	1,395,401	8.18%
	Wistaria Farms Pvt Ltd	1,033,500	6.06%	1,033,500	6.06%
	Kaveri Malu	1,042,487	6.11%	1,052,487	6.17%
NOTE 3	<u>RESERVES & SURPLUS</u>				
a	<u>General Reserves</u>				
	Opening Balance	211,880,327		211,880,327	
	Movement During the Reporting Period				
	Closing Balance	211,880,327		211,880,327	
b	<u>Securities Premium Account</u>				
	Opening Balance	147,952,928		147,952,928	
	Movement During the Reporting Period				
	Closing Balance	147,952,928		147,952,928	
c	<u>Profit & Loss Account</u>				
	Opening balance	(382,465,570)		(401,996,582)	
	(+) Net Profit/(Net Loss) For the period	29,317,309		19,531,012	
	Closing Balance	(353148260)		(382465570)	
	Total (a+b+c) :	6,684,995		(22,632,315)	

MALU PAPER MILLS LTD; NAGPUR
NOTES ATTACHED TO FINANCIAL STATEMENT
AS ON 31/03/2017

NOTE	PARTICULARS	AS ON 31ST MAR'2017 AMOUNT	AS ON 31ST MAR'2016 AMOUNT
NOTE 4	LONG-TERM BORROWINGS		
a	SECURED LOANS		
i	Bank of India, Mumbai	92,774,439	112,606,329
ii	Jammu & Kashmir Bank, Mumbai	60,969,075	74,198,238
iii	State Bank of India, Nagpur	89,498,214	108,898,218
iv	Bank of Baroda, Mumbai	35,075,906	42,757,738
v	Axis Bank, Nagpur	42,564,420	76,411,589
vi	State Bank of India	562,833	421,762
	Total (a) :	321,444,886	415,293,874

- 1** (Loans of Sr. No a (i) to (v) of Note 4 are secured by :
1. Primary : First pari passu charge on the entire Fixed Assets of the Company both present & future.
 2. Collateral : Second pari passu charge on entire current assets of the company and First pari passu charge by way of equitable mortgage of Land and Plant & Machinery of Solar Carbon Pvt Ltd.
 3. Guarantee : Personal guarantee of Directors Shri Punamchand Malu & Shri Banwarilal Malu and corporate guarantee of Solar Carbons Pvt Ltd.)
 4. Pledge of Promoters Shareholding to the extent of 51% of the paid up capital of the Company.
- 2** (Loans of Sr. No a (vi) and (viii) of Note 4 are secured by hypothecation of vehicle of company.)
- 3** In the financial year 2011-12, Loans of Sr. No. a (i) to (v) of Note 4 are restructured under the Corporate Debts Restructure (CDR) mechanism.

DETAILS OF RATE OF INTEEST & TERMS OF REPAYMENT OF TERM LOANS

REPAYMENT SCHEDULE OF TERM LOANS	Repayable after 1 year from the date of Balance Sheet	Repayment in FY 17-18	Terms of Payment - 4 Quarterly Instalment in FY 17-18	Rate of Interest in FY 16-17
Bank of India, Mumbai	57,537,719	11,704,800	2,926,200	18.5%
Bank of India, Mumbai	26,986,720	5,420,000	1,355,000	18.5%
Bank of India, Mumbai	8,250,000	2,750,000	687,500	14.0%
Jammu & Kashmir Bank, Mumbai	53,270,166	10,663,480	2,665,870	18.5%
Jammu & Kashmir Bank, Mumbai	7,698,909	2,566,668	641,667	14.0%
State Bank of India, Nagpur	45,636,384	9,640,000	2,410,000	21.3%
State Bank of India, Nagpur	35,808,953	6,960,000	1,740,000	11.5%
State Bank of India, Nagpur	8,052,877	2,800,000	700,000	14.0%
Bank of Baroda, Mumbai	35,075,906	7,669,552	1,917,388	18.3%
Axis Bank, Nagpur	39,664,420	8,096,000	2,024,000	11.0%
Axis Bank, Nagpur	2,900,000	1,000,000	250,000	14.0%
Total (i) :	320,882,053	69,270,500	17,317,625	

REPAYMENT SCHEDULE OF VEHICLE LOANS	Repayable after 1 year from the date of Balance Sheet	Repayment in FY 16-17	Terms of Payment - Monthly Instalment	Rate of Interest
State Bank of India	562,833	581,328	48,444	9.75%
Total (ii) :	562,833	581,328	48,444	
Total (I + ii) :	321,444,886	69,851,828	17,366,069	

b UNSECURED LOANS

(a) Loans and advances from related parties	41,900,000	43,600,000
(b) Loans and advances from Inter Corporate	322,650,000	301,200,000
(c) Loans and advances from others	0	15,000,000
Total (b) :	364,550,000	359,800,000
Total (a + b) :	685,994,886	775,093,874

MALU PAPER MILLS LTD; NAGPUR
NOTES ATTACHED TO FINANCIAL STATEMENT
AS ON 31/03/2017

NOTE	PARTICULARS	AS ON 31ST MAR'2017 AMOUNT	AS ON 31ST MAR'2016 AMOUNT	
NOTE 5	<u>OTHER LONG TERM LIABILITIES</u>			
	Deffered Sales Tax	152,512,989	159,547,924	
	Total :	152,512,989	159,547,924	
	Deferred Sales Tax Liability includes:			
	(1) Interest free deferred Sales Tax Liability amounting to Rs. 1633.19 Lacs (PY Rs 1664.62) has been outstanding at the year end. During the year company has availed further deferred sales tax liability in Kraft Division of Rs.37.71 Lacs (PY Rs. 37.53 Lacs)			
	(2) The repayment of the Deferred sales tax liability will be made after 31.03.2017 as per the schedule.			
	(3) Repayment schedule			
	REPAYMENT SCHEDULE OF DEFERRED SALES TAX	Repayable after 1 year from the date of Balance Sheet	Repayable in FY 17-18	Total
	Deffered Sales Tax	152,512,989	10,806,261	163,319,250
	Total	152,512,989	10,806,261	163,319,250
NOTE 6	<u>Long Term Provisions</u>			
	Retirement Benefits			
	Provision for Gratuity	4,783,251	4,138,541	
	Total :	4,783,251	4,138,541	
NOTE 7	<u>SHORT TERM BORROWINGS</u>			
	<u>Secured</u>			
	a Loans repayable on demand			
	Working Capital Limit from			
	i Axis Bank Ltd; Nagpur	61,287,762	54,218,748	
	ii State Bank of India, Nagpur	61,224,225	58,449,025	
	iii Bank of India, Mumbai	56,673,798	58,895,258	
	iv Jammu & Kashmir Bank, Mumbai	30,662,025	29,368,185	
	v Bank of Baroda, Mumbai	30,751,171	29,550,759	
	Total :	240,598,980	230,481,976	
	(Loans of Sr. No a (i) to (v) of Note 7 are secured by :			
	1. Primary : First pari passu charge on the entire Curent Assets of the Company both present & future.			
	2. Collateral : Second pari pasu charge on entire Fixed assets of the company and second pari passu charge by way of equitable mortgage of Land and Plant & Machinery of Solar Carbon Pvt Ltd.			
	3. Guarantee : Personal guarantee of Directors Shri Punamchand Malu & Shri Banwarilal Malu and corporate guarantee of Solar Carbons Pvt Ltd.)			
	4. Pledge of Promoters Shareholding to the extent of 51% of the paid up capital of the Company.			
NOTE 8	<u>TRADE PAYABLE</u>			
	a Trade Payable	170,014,999	153,943,775	
	Total :	170,014,999	153,943,775	
	b The information required to be disclosed under Micro, Small & Medium Enterprises Development Act, 2006 is not available with the Company.			
NOTE 9	<u>OTHER CURRENT LIABILITIES</u>			
	a Current Maturiries of Long Term Debt (As per Note 4 above)	69,851,828	74,246,959	
	b Deffered Sales Tax (As per Note 5 above)	10,806,261	6,914,112	
	c Duties & Taxes	2,372,137	1,996,333	
	d Other Payables	1,012,500	722,500	
	Total :	84,042,726	83,879,904	

NOTE 10 NOTE 10 : FIXED ASSETS

**MALU PAPER MILLS LTD; NAGPUR
NOTES ATTACHED TO FINANCIAL STATEMENT**

Sr. No.	Fixed Assets	Useful Life	Gross Block				Accumulated Depreciation				Profit / Loss on sale of Fixed Assets	Net Block	
			Balance as at 1 April 2016	Additions during the year	Disposal / Transfer during the year	Balance as at 31 Mar 2017	Balance as at 1 April 2016	Depreciation charge for the year	Tr. Of depreciation on Assets Sold	Balance as at 31 Mar 2017		Balance as at 1 April 2016	Balance as at 31 Mar 2017
a	Tangible Assets (Under Lease)												
1	Leasehold Land		8,573,045			8,573,045	902,430	90,243		992,673		7,670,615	7,580,372
b	Tangible Assets (Not Under Lease)												
1	Freehold Land		7,631,171			7,631,171		0				7,631,171	7,631,171
2	Factory Building	30	211,251,909			211,251,909	64,191,359	6,465,969		70,657,328		147,060,550	140,594,581
3	Office Building	60	702,610			702,610	204,770	10,761		215,531		497,840	487,079
4	Office Building (Ho)	60	1,065,670			1,065,670	206,590	16,445		223,035		859,080	842,635
5	Staff Quarters	60	1,712,841			1,712,841	537,874	26,170		564,044		1,174,967	1,148,797
6	Plant & Machinery	25	773,941,343			773,941,343	293,966,838	26,119,107		320,085,945		479,974,505	453,855,398
7	Furniture & Fixture	10	3,363,016			3,363,016	2,463,721	176,335		2,640,056		899,295	722,960
8	Office Equipment	25	1,002,474			1,002,474	598,155	21,755		619,910		404,319	382,564
9	Computers	3	1,907,161			1,907,161	1,801,562	42,078		1,843,640		105,599	63,521
10	Boiler	25	12,059,151			12,059,151	8,373,009	288,649		8,661,658		3,686,142	3,397,493
11	Captive Power Plant	25	201,377,144			201,377,144	74,032,758	6,610,346		80,643,104		127,344,386	120,734,040
12	Water Supply Equipments	25	252,811			252,811	243,171	3,001		246,172		9,640	6,639
13	Fire Fighting Equipments	25	214,497			214,497	125,055	5,989		131,044		89,442	83,453
14	Effluent Treatment	25	26,077,357			26,077,357	11,916,112	1,116,057		13,032,169		14,161,245	13,045,188
15	Electrical Installation	25	120,371,331			120,371,331	43,839,384	4,172,805		48,012,189		76,531,947	72,359,142
16	Crane, Weigh bridge, Workshop Equip.	25	24,831,502			24,831,502	8,808,961	859,799		9,668,760		16,022,541	15,162,742
17	Vehicles	10	22,904,413	1,836,801	1,757,643	22,983,571	17,171,947	1,965,155	1,629,504	17,507,598	261,861	5,732,466	5,475,973
	Total		1,419,239,446	1,836,801	1,757,643	1,419,318,603	529,383,696	47,990,664	1,629,504	575,744,856	261,861	889,855,750	843,573,748

MALU PAPER MILLS LTD; NAGPUR
NOTES ATTACHED TO FINANCIAL STATEMENT
AS ON 31/03/2017

NOTE	PARTICULARS	AS ON 31ST MAR'2017 AMOUNT	AS ON 31ST MAR'2016 AMOUNT
NOTE 11	NON- CURRENT INVESTMENTS		
	Investment in Equity instruments Unquoted Ganga Care Hospitals Ltd. (110000 Equity Shares of Rs. 10 each)	1,100,000	1,100,000
	Total :	1,100,000	1,100,000
NOTE 12	DEFERRED TAX ASSETS (NET)		
a	Deferred Tax Assets		
	Unabsorbed Depreciation & Business Loss	269,517,000	285,467,000
b	Deferred Tax Liability		
	Depreciation & Amortisation	178,900,000	90,617,000
	Total :	90,617,000	103,867,000
NOTE 13	LONG-TERM LOANS & ADVANCES		
a	Security Deposits		
	Unsecured, considered good	4,367,023	11,456,183
b	Deposits with Government Authorities	42,987,560	47,383,720
c	Fixed Deposit with Bank (Against Margin Money for Bank Guarantee)	5,001,576	3,917,951
d	Accrued Interest on FDR	100,130	1,044,947
	Total :	52,456,289	63,802,801
NOTE 14	INVENTORIES		
a	Raw Materials and components (Valued at cost or NRV whichever is lower)	107,980,000	78,521,100
	Waste Paper - Indian	66,254,600	47,152,400
	Waste Paper - Imported	23,865,000	14,554,200
	Chemical	17,860,400	16,814,500
b	Fuel	18,722,100	20,272,400
c	Packing Material	2,839,700	2,715,400
	Total (a+b+c) :	129,541,800	101,508,900
d	Finished goods (Valued at cost or NRV whichever is less)		
	Internally Manufactured	32,133,900	14,570,600
	Finished Goods	27,433,900	10,095,600
	Stock In Process	4,700,000	4,475,000
	Total (d) :	32,133,900	14,570,600
e	Consumable Stores (Valued at cost or NRV whichever is lower)	67,100,850	65,284,750
	Total (e) :	67,100,850	65,284,750
	Total (a+b+c+d+e) :	228,776,550	181,364,250

MALU PAPER MILLS LTD; NAGPUR
NOTES ATTACHED TO FINANCIAL STATEMENT
AS ON 31/03/2017

NOTE	PARTICULARS	AS ON 31ST MAR'2017 AMOUNT	AS ON 31ST MAR'2016 AMOUNT
NOTE 15	<u>TRADE RECEIVABLES</u>		
a	Trade receivables outstanding for a period less than six months from the date they are due for payment		
	Unsecured, considered good	224,923,839	222,032,641
	Total (a) :	<u>224,923,839</u>	<u>222,032,641</u>
b	Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
	Unsecured, considered good	11,791,018	4,862,277
	Unsecured, considered doubtful	0	1,663,488
	Total (b) :	<u>11,791,018</u>	<u>6,525,765</u>
c	Provisions for Doubtful Debts	2,037,458	0
	Total (a + b - c) :	<u>234,677,399</u>	<u>228,558,406</u>
NOTE 16	<u>CASH AND CASH EQUIVALENTS</u>		
a	Balances with Banks		
	In current Account with		
	State Bank of India, Saoner	136,496	333,591
	Oriental Bank of Commerce, Nagpur	38,755	38,755
	Bank of India, Nagpur	61,137	61,137
	Axis Bank Ltd; Nagpur - Collection Inflow	24,808	1,477,088
	Total :	261,196	1,910,571
	FDR with Bank (Against Margin Money for Letter of Credit)	15,114,928	15,566,722
c	Cash in hand	534,852	673,965
	Total :	<u>15,910,976</u>	<u>18,151,258</u>
NOTE 17	<u>SHORT TERM LOANS AND ADVANCES</u>		
	Unsecured, considered good		
a	Deposits and Balances with Government and Other Authorities	17,102,186	10,888,520
b	Advances Recoverable in Cash or in Kind or for value to be received	30,541,390	56,681,068
c	Accrued Interest on FDR	469,789	777,126
	Total :	<u>48,113,365</u>	<u>68,346,714</u>

MALU PAPER MILLS LTD; NAGPUR
NOTES ATTACHED TO FINANCIAL STATEMENT
AS ON 31/03/2017

NOTE	PARTICULARS	AS ON 31ST MAR'2017 AMOUNT	AS ON 31ST MAR'2016 AMOUNT
NOTE 18	REVENUE FROM OPERATION		
	Sale of products; Manufacturing Goods		
a	Kraft Paper	1,220,750,340	1,175,057,350
b	Newsprint Paper	1,378,881,903	1,173,935,893
	Total :	2,599,632,243	2,348,993,243
NOTE 19	OTHER INCOME		
	Interest on FDR	1,649,243	1,744,592
	Interest on Security Deposit	814,244	748,610
	Income from Duty Draw Back-Export	474,484	63,763
	Income from Carbon Credit Sale	10,792,800	19,929,901
	Income from Profit on sale of vehicle	261,861	0
	Interest on Income Tax Refund	0	66,206
	Total :	13,992,632	22,553,072
NOTE 20	COST OF MATERIALS CONSUMED		
	Details of Raw Material Consumed		
	Raw Material at the beginning of the year	78,521,100	96,012,400
	Add: Purchases	1,519,482,337	1,313,537,212
	Total :	1,598,003,437	1,409,549,612
	Less: Raw Material at the end of the year	107,980,000	78,521,100
	Cost of Raw Material consumed	1,490,023,437	1,331,028,512
	Item wise details of Raw Material Consumed		
	Waste Paper - Indian - Kraft	560,301,317	506,866,001
	Waste Paper - Imported - Kraft	87,994,285	105,856,697
	Chemical - Kraft	88,951,457	66,240,064
	Waste Paper - Indian - Newsprint	700,507,692	571,661,457
	Waste Paper - Imported - Newsprint	830,833	24,049,106
	Chemical - Newsprint	51,437,853	56,355,187
	Total	1,490,023,437	1,331,028,512
	Details of Consumable Stores Consumed		
	Consumable Stores at the beginning of the year	65,284,750	58,580,000
	Add: Purchases	37,133,007	30,120,153
	Total :	102,417,757	88,700,153
	Less: Consumable Stores at the end of the year	67,100,850	65,284,750
	Cost of Consumable Stores consumed	35,316,907	23,415,403
	Total :	1,525,340,343	1,354,443,915

MALU PAPER MILLS LTD; NAGPUR
NOTES ATTACHED TO FINANCIAL STATEMENT
AS ON 31/03/2017

NOTE	PARTICULARS	AS ON 31ST MAR'2017 AMOUNT	AS ON 31ST MAR'2016 AMOUNT
NOTE 21	Details of changes in Inventory		
	Inventory at the end of the year		
	Particulars		
	Stock in Process	4,700,000	4,475,000
	Finished Goods	27,433,900	10,095,600
	Total :	32,133,900	14,570,600
	Inventory at the beginning of the year		
	Particulars		
	Stock in Process	4,475,000	4,215,000
	Finished Goods	10,095,600	6,689,100
	Total :	14,570,600	10,904,100
	Increase/Decrease in Inventory		
	Particulars		
	Stock in Process	(225,000)	(260,000)
	Finished Goods	(17,338,300)	(3,406,500)
	Total :	(17,563,300)	(3,666,500)
NOTE 22	EMPLOYEE BENEFITS		
	Directors Remuneration	2,400,000	2,400,000
	Salary & Allowances	64,607,243	59,866,864
	Providend Fund	5,115,530	3,991,143
	Esic	397,669	0
	Staff Welfare Expenses	1,209,989	1,287,196
	Gratuity Benefits	644,710	323,480
	Total :	74,375,141	67,868,683
NOTE 23	FINANCE COSTS		
	Bank Charges	6,826,595	11,834,786
	Interest to Bank	98,124,838	113,256,071
	Interest on Unsecured Loan	30,049,016	31,210,544
	Total :	135,000,449	156,301,401

MALU PAPER MILLS LTD; NAGPUR
NOTES ATTACHED TO FINANCIAL STATEMENT
AS ON 31/03/2017

NOTE	PARTICULARS	AS ON 31ST MAR'2017 AMOUNT	AS ON 31ST MAR'2016 AMOUNT
NOTE 24	OTHER EXPENSES		
	Power & Fuel	407,490,632	375,719,297
	Packing Material	31,871,264	24,694,786
	Freight Inward	45,727,907	60,880,408
	Contractor Payment	18,808,819	16,384,531
	Clearing & Forwarding	1,566,721	1,734,960
	Custom Duty	1,321,611	2,425,804
	Water Charges	1,897,894	1,819,536
	VAT/CST	82,243,824	71,223,041
	Repairs & Maintenance		
	Building	3,551,077	61,922
	Plant & Machinery	54,887,718	39,940,889
	Advertisement	88,656	143,463
	Annual Listing Fees	520,000	410,000
	Audit Fees	862,500	572,500
	Consultancy Charges	3,428,761	3,324,599
	Conveyance Charges & Vehicle Maintenance	774,581	697,191
	Donation	51,000	27,000
	EPCG Licence Renewal Fees	2,855,000	
	Insurance Charges	1,028,981	1,440,147
	Internal Audit Fees	130,435	150,000
	Labour Welfare Fund	29,639	30,975
	Office & Misc. Expenses	1,369,445	1,450,466
	Professional Tax	5,000	2,500
	Periodicals & Subscription	77,826	77,177
	Postage	145,036	146,068
	Printing & Stationery	435,614	324,986
	Rent, Rates & Taxes	911,950	939,141
	ROC Fees Expenses	7,800	34,471
	Security Expenses	2,420,373	3,522,877
	Selling & Distribution Expenses	47,823,171	36,870,501
	Carriage Outward	13,254,826	3,034,614
	Swachh Bharat Cess	0	53,082
	Sitting Fess Expenses	34,000	42,000
	Interest on Tds and Late Fees	2,000	210,175
	Telephone Expenses	657,350	672,678
	Travelling Expenses	675,876	696,857
	Total :	726,957,289	649,758,641

MALU PAPER MILLS LTD; NAGPUR
NOTES ATTACHED TO FINANCIAL STATEMENT
AS ON 31/03/2017

NOTE	PARTICULARS	AS ON 31ST MAR'2017 AMOUNT	AS ON 31ST MAR'2016 AMOUNT
NOTE 25	DISCLOSURE OF RELATED PARTY TRANSACTIONS :		
	List of related parties with whom transactions have taken place during the year		
a	<u>Associate Concerns</u>		
	Malu Electrodes Pvt. Ltd.		
	Narayan Traders		
	Salasar Alloy & Steel Industries Pvt Ltd		
	Frontline Commercials Pvt Ltd		
	Narayan Coal Traders Pvt Ltd		
	Neelkamal Financial Services Pvt Ltd		
	Solar Carbons Pvt Ltd		
	Wistaria Farms Pvt Ltd		
	Malu Infrastructure Pvt Ltd		
b	<u>Key Management Persons</u>		
	Poonamchand Malu		
	Banwarilal Malu		
c	<u>Transactions with Related Party</u>		
	<u>Associate Company</u>		
	<u>Malu Electrodes Pvt. Ltd.</u>		
	Purchases during the year	198,480	284,209
	Finance Taken	10,000,000	22,900,000
	Interest on Loan	10,000,000	9,100,000
	<u>Narayan Traders</u>		
	Purchases during the year	1,386,370	0
	<u>Salasar Alloy & Steel Industries Pvt Ltd</u>		
	Purchases during the year	0	430,801
	<u>Frontline Commercials Pvt Ltd</u>		
	Finance Taken	0	4,000
	Finance Paid	10,400	
	Interest on Loan	456,000	440,000
	<u>Narayan Coal Traders Pvt Ltd</u>		
	Finance Paid	24,000	110,500
	Interest on Loan	360,000	345,000
	<u>Neelkamal Financial Services Pvt Ltd</u>		
	Interest on Loan	1,860,000	1,680,000
	Finance Taken	-	-
	Finance Paid	174,000	12,000
	<u>Solar Carbons Pvt Ltd</u>		
	Interest on Loan	1,496,000	1,400,000
	Finance Paid	46,400	60,000
	<u>Wistaria Farms Pvt Ltd</u>		
	Interest on Loan	128,000	135,000
	Finance Paid	15,200	21,500
	<u>Malu Infrastructure Pvt Ltd</u>		
	Finance Taken	-	500,000
	Finance Paid	3,084,000	-
	Interest on Loan	934,000	1,555,000
	<u>Relatives of Key Management Persons</u>	Directors Remuneration	Directors Remuneration
	Poonamchand Malu	1,200,000	1,200,000
	Banwarilal Malu	1,200,000	1,200,000
		Interest on Loan	Interest on Loan
	Banwarilal Malu (HUF)	128,000	135,000
	Kaveri Malu	800,000	745,000
	Manisha Malu	240,000	250,000
	Shashi Malu	768,000	720,000
	Vasudeo Malu	1,200,000	1,105,000
	<u>Amount Payable as on reporting Date</u>		
	Banwarilal Malu (HUF)	1,700,000	1,600,000
	Frontline Commercials Pvt Ltd	11,800,000	11,400,000
	Kaveri Malu	10,700,000	10,000,000
	Malu Electrodes Pvt. Ltd.	260,000,000	240,000,000
	Manisha Malu	3,200,000	3,000,000
	Narayan Coal Traders Pvt Ltd	4,800,000	4,500,000
	Neelkamal Financial Services Pvt Ltd	17,000,000	15,500,000
	Shashi Malu	10,300,000	9,600,000
	Solar Carbons Pvt Ltd	20,000,000	18,700,000
	Vasudeo Malu	16,000,000	19,400,000
	Wistaria Farms Pvt Ltd	1,700,000	1,600,000
	Malu Infrastructure Pvt Ltd	7,350,000	9,500,000

MALU PAPER MILLS LTD; NAGPUR
NOTES ATTACHED TO FINANCIAL STATEMENT
AS ON 31/03/2017

NOTE	PARTICULARS	AS ON 31ST MAR'2017 AMOUNT	AS ON 31ST MAR'2016 AMOUNT
NOTE 26	PAYMENT TO AUDITORS IN OTHER EXPENSES (NOTE 24) CONSISTS OF:		
	Statutory & Tax Audit Fees	750,000	500,000
	Service Tax	112,500	72,500
	Total	862,500	572,500

NOTE 27 **SEGMENT INFORMATION :**

The Company operates in only one main segment i.e. manufacturing of paper. Since the company has only one reportable business segment and geographical segment, no further disclosure is required as per the Accounting Standard 17 on Segment Reporting.

NOTE 28 **EARNING PER SHARE (EPS)**

EPS is calculated by dividing the earning available for equity shareholders or loss attributable to equity shareholders by the

Profit (Loss) after tax	29,317,309	19,531,012
Weighted Number of Shares - Basic	17,059,250	17,059,250
EPS	1.72	1.14
Basic/Diluted Earning Per Share	1.72	1.14
Face value per share	10.00	10.00

NOTE 29 **ADDITIONAL INFORMATION**

a	Value of imports calculated on C.I.F basis by the company during the financial year in respect of –		
	I. Raw materials;	99,250,922	136,577,727
	II. Components and spare parts;	15,995,637	6,694,773
	III. Capital goods;	-	-
	IV. Purchase of Trading Goods:-	-	-
b	Expenditure in foreign currency during the financial year on account of royalty, know-how, professional and consultation fees, interest, and other matters;	NIL	NIL
c	Total value of all imported raw materials, spare parts and components consumed during the financial year and the total value of all indigenous raw materials, spare parts and components similarly consumed and the percentage of each to the total consumption;	104820755 (07%) 1420519588 (93%) 1525340343 (100%)	136066381 (10%) 1218377534 (90%) 1354443915
d	The amount remitted during the year in foreign currencies on account of dividends with a specific mention of the total number of non-resident shareholders, the total number of shares held by them on which the dividends were due and the year to which the dividends related;	NIL	NIL
e	Earnings in foreign exchange classified under the following heads, namely:-		
	I. Export of goods calculated on F.O.B. basis;	76,332,124	25,641,895
	II. Royalty, know-how ,professional and consultation fees;	-	-
	III. Interest and dividend;	-	-
	IV. Other income (Sale of CER)	10,792,800	0

NOTE 30 **CONTINGENT LIABILITIES :**

Bank Guarantee Outstanding	25,339,966	14,673,377
Letter of Credit/Buyer's Credit	74,297,492	119,625,056
Bonds Executed in Favour of Government Authorities in respect of EPCG Licence towards duty saved against which Export obligation has to be made.	61,401,000	61,401,000

NOTE 31 **DETAILS OF SPECIFIED BANK NOTES (SBN)**

Held and Transacted during the period from 08.11.2016 to 30.12.2016
In Compliance To Notification Of The Govt Of India, In The Ministry Of Finance Department Of Economic Affairs No So 308(E)

Particulars	SBN	Other Denomination	Total
Closing Cash in hand as on 08.11.2016	-	876,260	876,260
(+) Permitted Receipts	-	1,822,822	1,822,822
(-) Permitted Payments	-	969,158	969,158
(-) Amount deposited in Banks	-	-	-
Closing Cash in hand as on 30.12.2016	-	1,729,924	1,729,924

NOTE	PARTICULARS	AS ON 31ST MAR'2017 AMOUNT	AS ON 31ST MAR'2016 AMOUNT
NOTE 32	OTHERS :		

Sd/-
Ashok Ramani
Partner
Mem. No. 30537
FRN 102259W



MALU PAPER MILLS LIMITED

Regd. Office:- Heera Plaza, 4th Floor, Near Telephone Exchange,
Central Avenue, Nagpur – 440 008.
CIN:L15142MH1994PLC076009

PROXY FORM

ANNUAL GENERAL MEETING 2016-17

Folio No. _____ DPID: _____ Client ID: _____

I/ We _____ of _____ in the District of _____ being a member / members of the above named company, hereby appoint Mr./Mrs/Kum _____ as my /our proxy to attend and vote for me/us on my/our behalf at the Twenty-fourth Annual General Meeting of the Company to be held at **Heera Plaza, 4th Floor, Near Telephone Exchange, Central Avenue, Nagpur – 440 008** on Wednesday, the 27th day of September, 2017 at 3.00 PM and at any adjournment thereof.

Date: _____

Address: _____

Affix Re.1
Revenue
Stamp

Signature: _____

Note: The proxy form duly completed must be deposited at Registered Office not less than 48 hours before the time for commencement of the meeting. A proxy need not be a member.

Road Map of Venue of AGM

BOOK POST

TO,