

**GANGA PAPERS INDIA LIMITED**

*(Formerly known as Kasat Paper And Pulp Limited)*

**Regd. Office:** D-8, Sanskruti Prangan, S.No. 131, Baner-Balewadi Road,  
Baner, Pune – 411046

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**NOTICE**

NOTICE is hereby given that the Twenty Sixth Annual General Meeting of the Members of the Company will be held on Thursday, the 30th day of September 2010 at 10.30 A.M. at the Registered Office of the Company at D-8, Sanskruti Prangan, S.No. 131, Baner – Balewadi Road, Baner Pune - 411 046 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March 2010 and the Profit & Loss Account for the year ended 31<sup>st</sup> March 2010 and Director's and Auditor's report thereon.
2. To appoint a director in place of Mr. Sandeep Kanoria, who retire by rotation and being eligible offers himself for re-appointment
3. To appoint a director in place of Mr. Ramesh Chaudhary, who retire by rotation and being eligible offers himself for re-appointment
4. To appoint Auditors and to authorise the Board to fix their remuneration.

**FOR AND ON BEHALF OF BOARD OF DIRECTORS**

Place: Pune

Date: 01.09.2010

SD/-

Ramesh Chaudhary

Chairman

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF A COMPANY. THE PROXY FORM SHOULD BE LODGED WITH THE COMPANY AT ITS REGISTERED OFFICE AT LEAST 48 HOURS BEFORE THE TIME OF THE MEETING.
2. THE REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS OF THE COMPANY SHALL REMAIN CLOSED FROM MONDAY, SEPTEMBER 27, 2010 TO THURSDAY, SEPTEMBER 30, 2010

**INFORMATION PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT FOR  
APPOINTMENT/REAPPOINTMENT OF DIRECTORS**

<b>Particulars</b>	<b>Mr. Sandeep Kanoria</b>	<b>Mr. Ramesh Chaudhary</b>
Date of Birth	20.08.1964	23.07.1952
Date of Appointment	03.04.2006	03.04.2006
Qualifications	Bachelor's degree in Commerce	Master's degree in Arts
Expertise in Specific functional area	Wide Experience in Paper Industry	Wide Experience in Paper and Other Industries
Directorship held in other Public Companies (excluding Foreign Companies)	Nil	Nil
Membership/ Chairmanships of committees of other Public Companies (including only Audit Committee and Shareholders Grievance Committee)	Nil	Nil
No. of Shares held in the Company	90,000	Nil

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### **DIRECTORS' REPORT**

To

The Members,

Your Directors have pleasure in presenting the 26<sup>th</sup> Annual Report together with audited accounts for the financial year ended March 31, 2010.

#### **1. FINANCIAL RESULTS**

The financial performance of the Company for the period under review was as follows:

Particulars	Amount (Lacs)	
	2009 – 2010	2008 – 2009
Total Income	4181.27	3943.86
Total Expenditure	3935.83	3748.03
Profit before depreciation, tax and prior period items	245.44	195.83
Less: Depreciation	78.05	177.41
Less: Prior period items	0.250	885.18
Profit/ (Loss) for the year before tax	167.14	(866.77)
Tax expenses	0.170	303.02
Profit/ (Loss) after tax	166.97	(563.97)

#### **2. OPERATIONS**

The operations of the Company are improving day by day and the management is very aggressively striving to achieve the full production capacity. There has been significant increase in the production by 21% over last year, but still optimum utilization is to be achieved. The management is taking all necessary steps including various modifications in the plant to ensure the full and efficient running of the plant.

Your Directors are confident that the future for Indian industry is brighter with lot of potential for growth and prosperity.

### **3. FIXED DEPOSITS**

The Company has not accepted any fixed deposits during the financial year under review.

### **4. DIRECTORS**

The Board of the Company is duly constituted; there has been no change in the composition during the year. There are 7 (seven) Non-executive Director out of which 4 (four) are independent and 1 (one) Executive Director.

In accordance with the provisions of the Companies Act and the Articles of Association of the Company, Mr. Sandeep Kanoria and Mr. Ramesh Chaudhary, Directors retires by rotation at the ensuing Annual General Meeting and being eligible offers themselves for re-appointment.

### **5. AUDITORS**

M/s V K Jindal & Co. Chartered Accountants, the Auditors of the Company will retire at Annual General Meeting and are eligible for re-appointment. The members are requested to appoint auditors for the current year to hold office till the conclusion of next Annual General Meeting.

### **6. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

Particulars under Section 217(1)(e) of the Companies Act, 1956 to the extent applicable to the Company regarding conservation of energy, technology and foreign exchange earning and outgo is given as Annexure (I) to the Report.

### **7. PARTICULARS OF EMPLOYEES**

The Company does not have any of its employees drawing remuneration attracting the provisions of Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975.

## **8. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT**

A comprehensive Management's Discussion and Analysis Report is made a part of this Annual Report.

## **9. CORPORATE GOVERNANCE**

Pursuant to the clause 49 of the Listing agreement with the stock exchanges, Corporate Governance Report is made a part of this Annual Report.

## **10. DIRECTORS' RESPONSIBILITY STATEMENT**

The Board of Directors states:

- a) That in the preparation of the annual accounts, the applicable accounting standards have been followed.
- b) That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period.
- c) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) That the Directors had prepared the annual accounts on a going concern basis.

## **11. ACKNOWLEDGMENT**

Your Directors express their special thanks to the Customers, Suppliers, Members, and Employees for their continued support. Your directors also gratefully acknowledge the co-operation and assistance received from Bank of Baroda, Central and State Government authorities for their continued support and valuable assistance.

**FOR AND ON BEHALF OF BOARD OF DIRECTORS**

**Place: Pune**

**Date: 01.09.2010**

**SD/-**

**(Ramesh Chaudhary)**

**CHAIRMAN**

## ANNEXURE (I) TO THE DIRECTORS' REPORT

Particulars under Companies (Disclosure of particulars in the reports of Board of Directors)  
Rules, 1988 for the year ended 31<sup>st</sup> March 2010.

### 1. CONSERVATION OF ENERGY

a) Energy Conservation Measures Taken:

- I. Variable Frequency Drives installed in order to save power.
- II. Various old power consuming equipments are being replaced by new equipments.

b) Additional investment and proposals, if any, being implemented for reduction of consumption of energy: NIL

c) Impact of the measures (a) & (b) above, for reduction of energy consumption and consequent impact on the cost of production of goods: The Company will achieve savings in energy consumption.

d) Total energy consumption and energy consumption per unit of production as Form A of the Annexure to the rules in respect of industry specified in the Schedule thereto:

#### FORM A

	Current Year	Previous Year
<b>A. Power and Fuel Consumption</b>		
1. Electricity		
(a) Purchased		
Unit	10030058 kwh	9871720 kwh
Total Amount	Rs. 5,18,33,680/-	Rs.4,57,00,057/-
Rate/unit	Rs. 5.16/unit	Rs. 4.62/unit
(b) Own Generation		
(i) Through Diesel Generator		
(ii) Through steam turbine / generator	3232486 kwh	2965823 kwh



2. Coal (specify quality and where used)		
Quantity (tones)	11163 MT	9490 MT
Total Cost	3,84,27,882/-	3,74,85,500/-
Average Rate	Rs. 3442/-	Rs. 3950/-
3. Furnace Oil	NIL	Nil
4. Others	NIL	Nil
B. Consumption per unit of production	Current Year	Previous Year
Products (with details) unit		
Electricity	623.73 unit/MT	732.90 unit/ MT
Furnace Oil		
Coal (specify quality)	524.99 Kg/ MT	541.8 Kg /MT
Others (specify)		

## 2. TECHNOLOGY ABSORPTION

Efforts made in technology absorption as per Form-B of the Annexure:

### 1. Research & Development (R & D)

- Specific areas in which R & D carried out by the Company: None
- Benefits derived as a result of the above R & D: Not Applicable
- Future plan of action: Not yet finalized
- Expenditure on R & D : Nil

### 2. Technology absorption, adaptation and innovation: NIL

- Efforts in brief, made towards technology absorption, adaptation and innovation: N.A.
- Benefits derived as a result of the above efforts: N.A.
- Technology imported during the last five years: N.A.

## 3. FOREIGN EXCHANGE EARNINGS & OUTGO

- The Company has not commenced any major export activities and the earnings in foreign currency during the year under review is Nil.
- Total CIF Value of Imports during the year was Rs. 96,144,763 /-

## **MANGEMENT DISCUSSION & ANALYSIS REPORT**

### **1 INDUSTRY STRUCTURES & DEVELOPMENT**

The financial year 2009-10 began amidst global financial slowdown. The recovery was achieved despite a negative growth in agricultural sector. Manufacturing sector was the growth driver for this recovery.

Your Company has been working through this demanding situation to ensure that we move forward and this attempt is meeting with success at various ends. The Company sticks to its commitment of working with the aim to earn more profitability.

### **2 OPERATIONS & FINANCIAL PERFORMANCE**

The operations of the Company are improved and the management is striving to achieve better results. There has been increase in the production by 21% over last year. The management is taking all necessary steps including various modifications in the plant to ensure the full and efficient running of the plant.

The summarized performance of Company during the year was as under:

<b>Particulars</b>	<b>2009 – 10</b>	<b>2008 – 09</b>
<b>Sales (Rs. In Lacs)</b>	4170.47	3923.34
<b>EBIDTA (Rs. In Lacs)</b>	320.90	262.98

### **3 INTERNAL CONTROL SYSTEM & ITS ADEQUACY**

The effort of the Company to strengthen its internal control systems and their adequacy has yielded fruitful results. The system of internal control is working towards development of transparent and efficient policies for strict adherence to management rules and policies as well as ethical conduct within the organization. The internal control systems are further designed to ensure reliability in financial records and other records for preparing financial information.

The Company places prime importance on the effective internal audit system. The internal audit programme is aligned to the previous years' observations, suggestions from statutory

auditors, existing systems and procedures, financial limits and also risk areas which are identified and reviewed. The internal audit report are discussed and reviewed by the Audit Committee.

#### **4 OUTLOOK**

During the year under review, we have succeeded to a greater extent in fulfilling the demands of our consumers and we hope that in the financial year 2010-11, we continue with our endeavors and grow even faster. Ganga Papers India Ltd.(GPIL) commits that it will put all efforts in successfully running the plant and be one of the highest paper Producing Company in India as we say that "Making Paper is our Passion"

#### **5 CAUTIONARY STATEMENT**

The management of Ganga Papers India Ltd.(GPIL) has prepared this report and is responsible for the same. Statements in this Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations may be "forward looking statements" within the meaning of applicable laws and regulation and the management has based them on its current expectations and its projection about future events. Actual result might differ materially from those either expressed or implied.

## **REPORT ON CORPORATE GOVERNANCE**

### **1. COMPANY'S PHILOSOPHY**

Your Company maintains standard of corporate conduct towards its shareholders, customers, employees, all other stakeholders and society in general. The Company has always focused on good corporate governance, which is key driver of sustainable growth and long term value creation for shareholders. The Corporate Governance is more about creating organisation excellence leading to increasing employee and customer satisfaction and shareholders value.

To that effect, Ganga Papers India Limited has adopted practices mandated in Clause 49 of listing agreement and has established procedures and systems to be fully compliant with it.

### **2. BOARD OF DIRECTORS**

The Board of Directors of your Company consists of 8 (eight) Directors including a Managing Director and 7 (seven) Non – Executive Directors out of which 4 (four) are independent Directors.

Mr. Sandeep Kanoria and Mr. Ramesh Chaudhary, Directors of the Company are retiring by rotation at the forthcoming Annual General Meeting and are eligible for re – appointment.

Following is the current position of the directorship

Name of Director	Category	No. of other Directorships and Committee Memberships/ Chairmanships		
		Directorships	Committee Memberships	Committee Chairmanships
Ramesh Chaudhary (Chairman)	Promoter, Non-Executive	Nil	Nil	Nil
Sandeep Kanoria (Managing Director)	Promoter, Executive	Nil	Nil	Nil
Amit Chaudhary	Promoter, Non-Executive	Nil	Nil	Nil

Sanjeev Jalan	Non-Executive Independent	Nil	Nil	Nil
Sharwan Kanodia	Non-Executive Independent	Nil	Nil	Nil
Prabir Sadhu	Non-Executive Independent	Nil	Nil	Nil
Shrikant Kasat	Non-Executive	Nil	Nil	Nil
Pradeep Tulsyan	Non-Executive Independent	Nil	Nil	Nil

- excluding private, foreign and companies registered under section 25 of the Companies Act, 1956
- None of the Directors is a member of more than 10 Board – level Committees of public companies in which they are Directors, nor is a chairman of more than five such Committees.

#### **NUMBER OF BOARD MEETINGS**

During the year, six (6) Board Meetings were held on 01.04.2009, 30.04.2009, 30.05.2009, 31.07.2009, 31.10.2009 and 30.01.2010

#### **DIRECTORS' ATTENDANCE RECORD**

**Table 1 : composition of the Board, the category of the Directors and their attendance record:**

NAME OF DIRECTOR	CATEGORY	NO. OF BOARD MEETINGS ATTENDED	LAST AGM
Ramesh Chaudhary .. (Chairman)	Promoter, Non-Executive	6	Yes
Sandeep Kanoria (Managing Director)	Promoter, Executive	6	Yes
Amit Chaudhary	Promoter, Non-Executive	3	Yes

Sanjeev Jalan	Non-Executive Independent	5	Yes
Sharwan Kanodia	Non-Executive Independent	5	Yes
Prabir Sadhu	Non-Executive Independent	4	Yes
Shrikant Kasat	Non-Executive	Nil	No
Pradeep Tulsyan	Non-Executive Independent	6	Yes

### **INFORMATION PLACED BEFORE THE BOARD.**

Among other information supplied to the Board includes:

- Annual operating plan & budget and any update thereof.
- Quarterly results for the Company
- Minutes of the meeting of the Audit Committee and other committees of the Board.
- Any show cause notice, prosecution notices and penalty notices

### **3. COMMITTEES OF THE BOARD**

#### **a) AUDIT COMMITTEE**

Apart from all the matters provided in Clause 49 of the Listing Agreement and Section 292A of the Companies Act, 1956, the terms of reference of audit committee include:

- Approve internal audit programme,
- Review with statutory auditors their findings, observations, suggestions, internal control systems and major accounting policies followed by the Company.

The minutes of the Audit Committee meetings are circulated to the Board of Directors.

**Composition:**

As on 31<sup>st</sup> March, 2010 the Audit Committee of Ganga Papers India Limited, consisted of Mr. Sanjeev Jalan (Chairman) independent Director, Mr. Sharwan Kanodia, independent Director and Mr. Amit Chaudhary, non-executive Director

The Committee met 5 (five) times on 30.04.2009, 30.05.2009, 31.07.2009, 31.10.2009 and 31.01.2010

**Table 2: Attendance record of Audit Committee members for 2009 - 10**

NAME OF DIRECTOR	CATEGORY	STATUS	NO. OF MEETING	
			HELD	ATTENDED
Mr. Sanjeev Jalan	Independent	Chairman	5	5
Mr. Sharwan Kanodia	Independent	Member	5	5
Mr. Amit Chaudhary	Non-executive	Member	5	5

**b) REMUNERATION COMMITTEE**

The remuneration committee is responsible to periodically review the remuneration structure for the members of the Board, considering and finalizing the remuneration and commission payable to the Managing Director and recommending to the Board of Directors and such other matters as the Board may from time to time request the remuneration committee to examine and recommend / approve.

**Table 3: Composition of remuneration committee:**

Sr. No.	Name	Status	Category
1	Sanjeev Jalan	Chairman	Non-Executive, Independent
2	Sharwan Kanodia	Member	Non Executive, Independent
3	Amit Chaudhary	Member	Non Executive

## Remuneration Policy and Details of Remuneration

- As the Company is sick and the new management has taken over vide rehabilitation scheme approved by BIFR, the Company is not paying any remuneration to any of the directors.
- There is no Stock Option Scheme of the Company for any director.

### c) INVESTOR GRIEVANCE COMMITTEE

The Board of Directors constituted Investors / Shareholders Grievance Committee at the Meeting of the Board of Directors held on 8th June 2007. The Committee was formed to approve the matters relating to allotment of securities, issue of duplicate certificates, review and redressal of investor grievance.

**Table 4: Composition of Investor Grievance committee:**

SR. NO	NAME OF THE DIRECTOR	CATEGORY
1	Mr. Amit Chaudhary	Chairman (Non Executive)
2	Mr. Sharwan Kanodia	Member (Non-Executive, Independent)

Mr. Amit Chaudhary is a compliance officer of the Company. The Company had no requests/ transfers pending at the close of the financial year 2010.

### **Non Executive Director's Shareholding**

None of the Non Executive Directors of the Company hold any shares of the Company.



#### 4. GENERAL BODY MEETINGS

Location and time of last three Annual General Meetings is as mentioned below:

Date	Location	Time
29.09.2007	D-8, Sanskruti Prangan, Baner – Balewadi Road, Baner Pune 411 046	10.30 A.M
30.09.2008	D-8, Sanskruti Prangan, Baner – Balewadi Road, Baner Pune 411 046	10.30 A.M
30.09.2009	D-8, Sanskruti Prangan, Baner – Balewadi Road, Baner Pune 411 046	10.30 A.M

No Postal Ballot was conducted during the year.

No Special Resolutions were passed in the above meetings by postal ballot and the same is not proposed to be conducted.

#### 5. DISCLOSURES

##### (i) Related Party Transactions

During the year related party transactions have been disclosed as part of Accounts as required under Accounting Standard 18 issued by the Institute of Chartered Accountants of India and is disclosed under Point 7 of Schedule 16 of the Accounts. The Audit Committee reviewed the basis & the transactions.

##### (ii) Non Compliance

During the last three years, there were no strictures or penalties imposed by either SEBI or the Stock exchanges or any statutory authority for non-compliance of any matter related to the capital markets. However, the Company has not complied with the following:

- a. The Company has not dematerialized its shares. The Company is submitting its application to NSDL for connectivity.
- b. The Stock Exchange, Mumbai has suspended trading of the Company's script

**(iii) Whistle Blower Policy:**

The Company does not have any whistle blower policy in force.

**(iv) Compliance with Mandatory and Non-Mandatory items:**

The Company has complied with mandatory and non-mandatory requirements.

**6. MEANS OF COMMUNICATION**

- The Audited results of the Company for the period ended on 31.03.2010 were published in national daily newspapers -The Free Press Journal (English edition) and Navshakti (Marathi edition)
- The Company sends notices to the shareholders regarding convening of General Meetings and Communication with the Stock Exchanges, SEBI and the Registrar of Companies, Pune by Registered Post and fax. The Company is in the process of developing its website.
- The Company does not display the official news releases; and the presentations made to the Institutional Investors and Analysts.

**7. GENERAL SHAREHOLDER INFORMATION**

**Annual General Meeting:**

- (i) Date and Time: 30.09.2010 at 10.30 A.M
  - (ii) Venue: D-8, Sanskruti Prangan, Baner-Balewadi Road, Baner Pune - 411046
  - (iii) Financial year: 1<sup>st</sup> April, 2009 to 31<sup>st</sup> March, 2010.
  - iv) Date of Book Closure: 27.09.2010 to 30.09.2010 (both days inclusive)
  - v) Dividend payment date: The Board has not recommended any dividend.
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8. **LISTING ON STOCK EXCHANGES & STOCK CODE**

The Company's shares are listed on the following stock exchanges:

1. Bombay Stock Exchange Limited: 531813
2. Pune Stock Exchange Limited
3. Ahmedabad Stock Exchange Limited: 30042

Listing Fees for the year 2009-10 has been paid to the Bombay Stock Exchange.

- **Market Price Data:** Not Available\*
- **Performance in comparison to broad-based indices:** Not Available\*  
\*: No quotations are available on any of the Stock Exchanges, where shares of the Company are listed.
- **Registrar and Transfer Agents:** Your Company has appointed M/s. Sharex Dynamic (India) Limited as its Registrar & Transfer Agent. It is SEBI registered Registrar & Transfer Agent. The entire work relating to processing and transfer of shares has been transferred to M/s. Sharex Dynamic (India) Limited.

M/s. Sharex Dynamic (India) Limited.

Registered office: 17/B, Dena Bank Building, II Floor, Horniman Circle,

Fort, Mumbai - 400001

Phone: 022-22641376/22702485

Fax : 022-22641349

Branch Office: Unit-1, Luthra Industrial Premises, I Floor, 44-E,

M Vasanti Marg, Andheri-Kurla Road, Safed Pool,

Andheri (E), Mumbai – 400072

Phone: 022-28515606 / 28515644

Fax: 022-28512885

- **Share Transfer System:**

Shareholders/Investors are requested to send documents related to share transfer directly to our Registrar and Share Transfer Agent. The transfer of shares gets registered within 10-15 days of receipt of transfer documents, if all the documents are in order.

## 9. **DISTRIBUTION OF SHAREHOLDING:**

### **Distribution Schedule**

**Distribution of shareholding as on 31<sup>st</sup> March, 2010**

<b>Shareholding of Nominal Value of Rs.</b>	<b>Shareholders Number</b>	<b>Shareholders % to Total</b>	<b>Share Amount. In Rupees</b>	<b>Share Amount % to Total</b>
Upto 5,000	179	87.32	110310	0.10
5,001 to 10,000	6	2.93	50500	0.05
10,001 to 20,000	3	1.46	46400	0.04
20,001 to 30,000	-	-	-	-
30,001 to 40,000	1	0.49	33400	0.03
40,001 to 50,000	1	0.49	50000	0.05
50,001 to 1,00,000	-	-	-	-
1,00,001 and above	15	7.32	107598250	99.73
<b>Total</b>	<b>205</b>	<b>100</b>	<b>107888860</b>	<b>100</b>

### **Shareholding Pattern (as on 31<sup>st</sup> March, 2010)**

<b>Category</b>	<b>No. of Shareholders</b>	<b>No. of shares</b>	<b>% of shareholding.</b>
<b>A. Promoters' holding</b>			
1. Promoters			
- Indian Promoters	11	10210266	94.637
- Foreign Promoters	Nil	Nil	Nil
2. Person acting in concert	Nil	Nil	Nil
<b>Sub Total (A)</b>	<b>11</b>	<b>10210266</b>	<b>94.637</b>

<b>B. Non Promoters' holding</b>			
<b>3. Institutional Investors.</b>			
a. Mutual Funds and UTI	2	26650	0.247
b. Banks, Financial Institutions ,Insurance Companies, Central/ State Govt	1	500000	4.634
c. FIIs	Nil	Nil	Nil
<b>Sub Total (B)</b>	<b>3</b>	<b>526650</b>	<b>4.881</b>
<b>4. Others</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
a. Private Corporate Bodies.	5	18450	0.171
b. Indian Public	185	33500	0.311
c. NRIs/ OCBs	1	20	0.000
d. Any others	Nil	Nil	Nil
<b>Sub Total(C)</b>	<b>191</b>	<b>51970</b>	<b>0.482</b>
<b>Grand Total (A+B+C)</b>	<b>205</b>	<b>10788886</b>	<b>100</b>

• **Dematerialisation of Shares:**

The shares of your Company are not dematerialized. The Company is in process to avail connectivity from NSDL.

• **Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity: Not issued.**

• **Plant Locations: 241, Village Bebedohal, Tal. Maval, Dist. Pune 411 507**

• **Address for correspondence: Shareholders' correspondence can be addressed to:**  
M/s. Sharex Dynamic (India) Limited.

**Registered office:** 17/B, Dena Bank Building,  
II Floor, Horniman Circle,  
Fort, Mumbai - 400001  
Phone: 022-22641376/22702485  
Fax: 022-22641349

**Branch Office:** Unit-1, Luthra Industrial Premises,  
I Floor, 44-E, M Vasanti Marg,  
Andheri-Kurla Road, Safed Pool,  
Andheri (E), Mumbai – 400072  
Phone: 022-28515606 / 28515644  
Fax: 022-28512885

• **Name Designation and Address of the Compliance officer:**

Mr. Amit Chaudhary, Director of the Company is appointed as the Compliance officer of the Company. He may be contacted at:

Ganga Papers India Limited  
D-8, Sanskruti Prangan  
Baner – Balewadi Road, Baner, Pune 411 046  
Phone: 020-66206581  
Fax : 020-66206582  
Email: gangapapers@gmail.com

**10. OTHER INFORMATION**

• **CEO/CFO Certification:**

Pursuant to provision of sub-clause V of Clause 49 of the Listing Agreement with the Bombay Stock Exchange Limited, the Managing Director/ Manager (CEO) and the Whole Time Finance Director (CFO) have issued a certificate to the Board of Directors for the financial year 2009-2010.

• **Risk Management**

The Company has laid down a broad framework to assess and understand various types of risks associated with the business. It lays down its hands towards suggesting and implementing various ways to minimize and evade such risks for the smooth functioning of the business.

- **Accounting Standards**

The Company has adopted accounting treatments which are in conformation with those prescribed by the Accounting Standards.

- **Insider Trading**

The Company has a comprehensive code of conduct with its Directors, Management and Executives to prevent insider trading as required by the SEBI regulation. In this regards, the Company lays down certain procedures and disclosures to be made while dealing with the securities of the Company

## **ANNEXURE I**

### **DECLARATION BY THE MANAGING DIRECTOR UNDER CLAUSE 49 OF THE LISTING AGREEMENT REGARDING COMPLIANCE WITH THE CODE OF CONDUCT**

In accordance with Clause 49 I(D) of the Listing Agreement with the Bombay Stock Exchange Limited, I hereby confirm that all the Board of Directors and Senior Management personnel of the Company have affirmed to the compliance with the Code of Conduct for the year ended 31<sup>st</sup> March, 2010.

**For GANGA PAPERS INDIA LIMITED**

SD/-

(Sandeep Kanoria)

**MANAGING DIRECTOR**

Date: 01.09.2010

Place: Pune

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## **ANNEXURE II**

### **AUDITORS' CERTIFICATE ON CLAUSE 49 COMPLIANCE**

To the Members of  
**GANGA PAPERS INDIA LIMITED**

We have reviewed the records concerning the Company's compliance of conditions of Corporate Governance as stipulated in clause 49 of the Listing Agreement entered into, by the company, with Stock Exchanges of India, for the financial year ended 31<sup>st</sup> March 2010.

The Compliance of the 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 the Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

We have conducted our review on the basis of the relevant records and documents maintained by the company and furnished to us for the review, and the information and explanations given to us by the Company.

Based on Such a review and to the best of our information and according to the explanations given to us, in our opinion, the Company has complied with the conditions of Corporate Governance, as Stipulated in Clause 49 of the said Listing Agreement except for the details mentioned in the report on Corporate Governance.

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

For and on behalf of  
**V.K.Jindal & Co.**  
Chartered Accountants

**SD/-**  
**V.K.JINDAL**  
Partner

Date: 10.06.2010  
Place : Pune

Membership No: 70666

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**AUDITORS REPORT TO THE MEMBERS OF  
GANGA PAPERS INDIA LIMITED**

1. We report that we have audited the attached Balance Sheet of Ganga Papers India Limited as at 31<sup>st</sup> March 2010 and the relative Profit & Loss Account of the Company for the period ended on that date annexed thereto. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.
  2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards required that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statement. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
  3. As required by the Companies (Auditors Report) order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956. We enclose in the Annexure a statement on the matters specified in paragraph 4 & 5 of the said order.
  4. Further to our comments in the Annexure referred to above , we report that:
    - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
    - (ii) In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of those books.
    - (iii) The Balance Sheet and Profit & Loss Account dealt with by this report are in agreement with the books of accounts.
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- (iv) In our opinion, the Balance Sheet and Profit & Loss Account dealt with by this report comply with the Accounting Standards referred to in sub section (3C) of section 211 of the Companies Act, 1956.
- (v) On the basis of written representation received from the directors, as on 31<sup>st</sup> March 2010 and taken on record by Board of Director's we report that none of the director's is disqualified as on 31<sup>st</sup> March 2010 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- (vi) In our opinion and to the best of our information and according to the explanations given to us, the Balance Sheet and Profit and Loss Account read with the notes on accounts and the significant accounting policies, give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the Accounting Principles generally accepted in India.
  - a. In the case of the Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March 2010
  - b. In the case of the Profit & Loss, of the Profit for the period ended on that date and
  - c. In the case of cash flow statement of the cash flows for the year ended on that date.

For V.K.Jindal & Co.  
Chartered Accountant

Date: 10.06.2010

Place: Pune

SD/-  
(V.K. Jindal)  
Partner

## **Annexure to Auditor's Report**

**(Referred to in paragraph 3 of our Report of even date)**

1. The Company has maintained proper record to show full particulars including quantitative details and situation of fixed assets. We are informed that the management has physically verified these fixed assets at reasonable intervals and no material discrepancies between the book records and physical verification have been noticed on such verification. There was no substantial disposal of fixed assets during the year.
2. The Stocks of finished goods, stores, spare-parts and raw materials and trading goods of the Company have been physically verified by the management. We are informed that the management has made the physical verification at reasonable intervals during the year. In our opinion, and according to the information and explanation given to us, the procedures of physical verification of stocks followed by the management are reasonable and adequate in relation to size of the Company and the nature of its business.
3. (a) The Company has not granted any loan to the parties covered in the register maintained u/s 301 of the Companies Act. 1956.  
(b) The Company has taken unsecured loan from the parties listed in the register maintained u/s 301 of the Company Act 1956. The maximum amount outstanding during the year was Rs. 9,03,73,859.00/- and the year end balance of loans taken from such parties was Rs. 9,03,73,859.00/-. No interest have been paid on such loans taken, however the other terms and conditions in which loans have been taken from the parties listed in the register maintained under section 301 of the Companies Act 1956 are not Prima facie prejudicial to the interest of the company.

4. In our opinion and according to the information and explanation given to us, there is an adequate internal control procedure commensurate with the size of the Company and nature of its business for the purchase of inventory and fixed assets and for the sale of goods and services.
5. According to the information and explanation given to us, we are of the opinion that there are no counter arrangements referred to in section 301 of the Companies Act, 1956.
6. The Company has not accepted any deposit during the year from the Public and hence compliance with directives issued by the Reserve Bank of India, the provision of the section 58A and section 58AA of the Companies Act, 1956 and the applicable rules framed there under does not arise.
7. In our opinion, the Company has an adequate internal audit system commensurate with its size and nature of business.
8. We are informed that the Central Government has prescribed the maintenance of cost records under section 209(1) (d) of the Companies Act, 1956 for the products of the Company. In our opinion, adequate accounts and records have been maintained by the Company.
9. The Company is normally regular in depositing undisputed statutory dues including provident fund, sales tax, excise duty and other statutory dues with the appropriate authorities. As informed to us the provision of E.S.I. Act are not applicable to the Company.

As per the information and explanation given to us there are no dues outstanding of sales tax, income tax and excise duty on account of any dispute except sales tax dues for the year 1995-96 Rs. 5,41,377/-

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10. The Company has accumulated losses of Rs.28,78,79,870.16/- at the end of the financial year and has not incurred any cash losses during the year ended 31.03.10. And as per information given by the management Revised (Modified) fresh Revival Scheme have been submitted with B.I.F.R. in January 2010 . The case is pending to be taken up by the Hon' able court
11. In our opinion and according to the information & explanation given to us, the company has not defaulted in repayment of dues to bank and /or financial institutions. The Company has not issued debentures during the year.
12. According to the information and explanation given to us the Company has not granted any loans and advances on the basis of security by the way of pledge of shares, debentures and other securities.
13. In our opinion and according to the information and explanation given to us, the nature of activities of the Company does not attract any special statute applicable to chit fund and nidhi/mutual fund /societies.
14. As informed and explained to us the Company has not dealt/traded in securities or debentures during the year. In our opinion and according to information and explanation given to us, proper records have been maintained of the transactions and contract relating to dealing /trading in share or other investment and timely entries have been made therein. The share and other investments have been held by the Company in its own name.
15. According to the information and explanation given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.
16. The Company has not obtained any fresh term loan. All previous term loans have been repaid by the company.

17. We have been informed by the Management that the funds raised for short term basis have not been used for long term investments and vice-versa.
18. The Company has not made preferential allotment of shares to parties or Companies covered in the register maintained under section 301 of the Companies Act, 1956.
19. The Company has not issued any debentures during the year.
20. The Company has not raised any money through a public issue during the year.
21. Based on the information and explanation furnished by the Management there were no frauds on or by the Company noticed or reported during the year.

For and on behalf of  
**V.K.Jindal & Co.**  
Chartered Accountants

SD/-  
V.K.JINDAL  
Partner

Date: 10.06.2010

Place : Pune

Membership No: 70666

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**GANGA PAPERS INDIA LIMITED**

**Balance Sheet as at 31st March, 2010**

	SCH	As on 31.03.2010	As on 31.03.2009
<b>I. SOURCES OF FUNDS</b>			
1. Shareholders Funds			
a. Share Capital	1	107,888,860.00	107,888,860.00
b. Reserve & Surplus	2	144,157,672.72	144,157,672.72
		<u>252,046,532.72</u>	<u>252,046,532.72</u>
2. Loan Funds			
a. Secured Loans	3	23,942,397.40	61,751,793.98
b. Unsecured Loans	4	195,447,563.36	195,857,563.36
		<u>219,389,960.76</u>	<u>257,609,357.34</u>
3. Deffered Tax (Net)		6,680,133.56	6,663,050.56
<b>Total</b>		<u><b>478,116,627.04</b></u>	<u><b>516,318,940.62</b></u>
<b>II. APPLICATION OF FUNDS</b>			
1. Fixed Assets	5		
a. Gross Block		381,361,057.09	372,583,632.50
b. Less: Depreciation		316,539,684.09	308,734,614.09
Capital Work-in Progress			
<b>Net Block (a+b)</b>		<u>64,821,373.00</u>	<u>63,849,018.41</u>
2. Investment	6	154,750.00	154,750.00
3. Current Assets, Loans & Advances	7		
a. Inventories		75,360,730.00	86,950,761.00
b. Sundry Debtors		51,283,468.00	47,662,833.00
c. Cash and Bank Balances		3,226,488.92	12,693,724.01
d. Other Current Assets		9,589,780.21	8,867,520.71
e. Loans and Advances		4,735,353.75	7,933,390.72
		<u>144,195,820.88</u>	<u>164,108,229.44</u>
<b>Less : Current Liabilities and Provisions</b>	8		
a. Liabilities		16,558,697.00	11,001,642.93
b. Provisions		2,376,490.00	5,369,022.00
		<u>18,935,187.00</u>	<u>16,370,664.93</u>
<b>Net Current Assets (a-b)</b>		<u>125,260,633.88</u>	<u>147,737,564.51</u>
4. Profit and Loss Account	9	287,879,870.16	304,577,607.70
<b>Total</b>		<u><b>478,116,627.04</b></u>	<u><b>516,318,940.62</b></u>
Notes to the Accounts	16		

Subject to our separate report of even date

For V.K. Jindal & Co.  
Chartered Accountants

Sd/-  
(V.K. JINDAL)  
Partner

Sd/-  
Ramesh Chaudhary  
Chairman

Sd/-  
Sandeep Kanoria  
Managing Director

Date: 10.06.2010  
Place: Pune

**GANGA PAPERS INDIA LIMITED**

**Schedule Forming part of the Accounts as at and for the year ended 31st March 2010**

	As on 31.03.2010	As on 31.03.2009
<b>Schedule '1' : Share Capital</b>		
<b>Authorised :</b>		
11,000,000 Equity Share of Rs. 10/-each	<u>110,000,000.00</u>	<u>110,000,000.00</u>
<b>Issued,Subscribed and Paid Up :</b>		
10788886 Equity Share of Rs. 10/-each	<u>107,888,860.00</u>	<u>107,888,860.00</u>
<b>Total</b>	<u><u>107,888,860.00</u></u>	<u><u>107,888,860.00</u></u>
 <b>Schedule '2' Reserves &amp; Surplus</b>		
<b>Capital Reserve</b>		
State subsidy received from SICOM	4,500,000.00	4,500,000.00
Capital Reduction Account	103,800,972.72	103,800,972.72
Capital Reserve Account	<u>6,026,500.00</u>	<u>6,026,500.00</u>
	114,327,472.72	114,327,472.72
 <b>Share Premium</b>	29,830,200.00	29,830,200.00
<b>Total</b>	<u><u>144,157,672.72</u></u>	<u><u>144,157,672.72</u></u>
 <b>Schedule '3' Secured Loans</b>		
<b>Working Capital</b>		
From Bank of Baroda, Cash Credit Account (Secured against the hypothecation of Stock & Book Debts)	15,727,242.40	61,751,793.98
From Bank of Baroda, Buyers Credit	8,215,155.00	
<b>Total</b>	<u><u>23,942,397.40</u></u>	<u><u>61,751,793.98</u></u>

**GANGA PAPERS INDIA LIMITED**

**Schedule Forming part of the Accounts as at and for the year ended 31st March 2010**

	As on 31.03.2010	As on 31.03.2009
<b>Schedule '4' : Unsecured Loans</b>		
Interest free Deferred Sales Tax Loan	105,073,704.36	105,073,704.36
Inter Corporate Deposit	89,573,859.00	89,983,859.00
Loan from Director	800,000.00	800,000.00
<b>Total</b>	<b>195,447,563.36</b>	<b>195,857,563.36</b>
 <b>Schedule '5' : Fixed Assets</b>		
Fixed Assets (as per annexure)	64,821,373.00	63,849,018.41
<b>Total</b>	<b>64,821,373.00</b>	<b>63,849,018.41</b>
 <b>Schedule '6' Investments</b>		
<b>Unquoted Investments:</b>		
Investment in Equity Shares in Shri Laxmikrupa Urban Co-Op. Bank Ltd. (5000 Shares of Rs. 10/-each fully paid up)	50,000.00	50,000.00
Investment in Equity Shares in Shri Sadguru Jangali Maharaj Bank Ltd. (1995 Shares of Rs. 50/-each fully paid up)	99,750.00	99,750.00
Investment in Equity Shares in Janta Sahakari Bank Ltd. (50 Shares of Rs. 100/-each fully paid up)	5,000.00	5,000.00
<b>Total</b>	<b>154,750.00</b>	<b>154,750.00</b>

# GANGA PAPERS INDIA LIMITED

Schedule Forming part of the Accounts as at and for the year ended 31st March 2010

	As on 31.03.2010	As on 31.03.2009
<b>Schedule '7' Current Assets ,Loans &amp; Advances:</b>		
<b>a.Inventories :</b>		
Inventories as taken, valued and certified by the management		
i.Raw Materials	42,069,948.00	30,842,126.00
ii.Packing Materials	1,133,302.00	1,147,428.00
iii.Consumable Stores	19,979,669.00	34,050,065.00
iv.Materials in process	568,000.00	10,877,800.00
vi.Finished goods	11,609,811.00	10,033,342.00
<b>Total</b>	<u>75,360,730.00</u>	<u>86,950,761.00</u>
<b>b.Sundry Debtors :</b>		
(Unsecured and considered good, unless otherwise stated)		
i.Outstanding over 6 months	2,524,066.00	278,696.00
ii.Others	48,759,402.00	47,384,137.00
	<u>51,283,468.00</u>	<u>47,662,833.00</u>
<b>c.Cash and Bank Balance:</b>		
Cash in Hand	1,415,451.00	1,234,242.57
Bank Balances		
i.Balance with Scheduled Banks in Current Account	38,491.92	10,026,291.44
ii.Balance with Scheduled Banks in Deposit Account	1,772,546.00	1,186,863.00
iii.Balance with Other Banks in Current Account	0.00	246,327.00
<b>Total</b>	<u>3,226,488.92</u>	<u>12,693,724.01</u>
<b>d.Other Current Assets:</b>		
i.Balance with Excise Authorities	2,220,311.75	1,498,052.25
ii.VAT Receivable	7,369,468.46	7,369,468.46
<b>Total</b>	<u>9,589,780.21</u>	<u>8,867,520.71</u>
<b>e.Loans and Advances:</b>		
(Unsecured and considered good, unless otherwise stated)		
i.Advances recoverable in cash or kind or for value to be received	3,303,209.75	6,249,507.93
ii.Sundry Deposit	1,432,144.00	1,683,882.79
<b>Total</b>	<u>4,735,353.75</u>	<u>7,933,390.72</u>
<b>Total</b>	<u><u>144,195,820.88</u></u>	<u><u>164,108,229.44</u></u>

**GANGA PAPERS INDIA LIMITED**

**Schedule Forming part of the Accounts as at and for the year ended 31st March 2010**

	As on 31.03.2010	As on 31.03.2009
<b>Schedule '8' Current Liabilities &amp; Provisions:</b>		
<b>a.Current Liabilities:</b>		
Sundry Creditors for supplies	13,939,563.00	6,858,094.45
Other Current Liabilities	2,619,134.00	4,143,548.48
	<u>16,558,697.00</u>	<u>11,001,642.93</u>
Provision for Expenses	2,376,490.00	5,369,022.00
<b>Total</b>	<u><u>18,935,187.00</u></u>	<u><u>16,370,664.93</u></u>
<b>Schedule '9' Profit and Loss Account:</b>		
<b>Profit and Loss Account:</b>		
Balance as per last Balance Sheet	304,577,607.70	248,179,670.21
Less: Profit/Loss transferred from P/L A/c	16,697,737.54	86,677,206.49
Current tax Liabilities	0.00	11,279.00
Deffered tax	-	-30,290,548.00
<b>Total</b>	<u><u>287,879,870.16</u></u>	<u><u>304,577,607.70</u></u>
<b>Schedule '10' Sales &amp; Other Income:</b>		
<b>Sales</b>		
Sale of Paper	417,017,304.35	392,334,546.38
Sale of Scrap	30,425.00	0.00
Sale of Waste Paper (High seas)	0.00	0.00
	<u>417,047,729.35</u>	<u>392,334,546.38</u>
<b>Other Income:</b>		
i. Output Insurance Charges	736,390.00	823,041.07
ii. Exchange difference	275,963.00	0.00
iii. Libilities written off	0.00	1,116,979.00
iv. Interest Received on FDR	67,635.00	111,447.00
<b>Total</b>	<u><u>1,079,988.00</u></u>	<u><u>2,051,467.07</u></u>

**Schedule Forming part of the Accounts as at and for the year ended 31st March, 2010**

**Annexure to Schedule no. '5' : Fixed Assets**

DESCRIPTION OF ASSETS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	OPENING	ADDITIONS	DEDUCTIO	TOTAL	OPENING	DURING YEAR	CLOSING	PREVIOUS YEAR (Rs.)	CURRENT YEAR (Rs.)
	01.04.09	(Rs.)	(Rs.)	(Rs.)				31-03-2009	31-03-2010
Freehold Land	5559300.00	-	-	5559300.00	-	-	-	5559300.00	5559300.00
Leasehold Land	6080.00	-	-	6080.00	-	-	-	6080.00	6080.00
Building	65308392.45	-	-	65308392.45	21412791.74	1153500.30	22566292.04	43895600.71	42742100.41
Plant & Machinery	288957843.85	8758137.30	-	297715981.15	278076538.42	6411159.37	284487697.79	10881305.43	13228283.36
Electrical Installations	7869827.87	-	-	7869827.87	5060838.99	134274.49	5195113.48	2808988.88	2674714.39
Furnitures, Fixtures & Office Equipment	4846553.33	19287.29	-	4865840.62	4176839.28	103473.39	4280312.67	669714.05	585527.95
Vehicle	35635.00	-	-	35635.00	7605.66	2662.83	10268.49	28029.34	25366.51
Total	372583632.50	8777424.59	-	381361057.09	308734614.09	7805070.38	316539684.47	63849018.41	64821372.62

**GANGA PAPERS INDIA LIMITED**

**Profit & Loss Accounts for the period ending at 31st March,2010**

	SCH	As on 31.03.2010	As on 31.03.2009
<b>I. INCOME</b>			
Sales	10	417,047,729.35	392,334,546.38
Other Income		1,079,988.00	2,051,467.07
<b>Total Income</b>		<b>418,127,717.35</b>	<b>394,386,013.45</b>
<b>II. Expenditure</b>			
Material Consumed & Manufacturing Expenses	11	374,888,677.65	358,045,204.84
Employee's Emoluments	12	1,515,161.92	899,863.00
Selling & Distribution Expenses	13	6,770,986.32	7,191,039.24
Other Expenses	14	2,223,301.32	1,707,495.96
Financial Expenses	15	8,184,620.60	6,959,380.01
<b>Total Expenditure</b>		<b>393,582,747.81</b>	<b>374,802,983.05</b>
<b>Profit before Depreciation and Tax</b>		<b>24,544,969.54</b>	<b>19,583,030.40</b>
Less: Depreciation		7,805,070.00	17,741,437.89
Miscellaneous Expenditure written off		0.00	0.00
Prior period item		25,079.00	88,518,799.00
<b>Profit for the year before Tax</b>		<b>16,714,820.54</b>	<b>-86,677,206.49</b>
Less: Tax Expenses			
Current Tax		0.00	0.00
Deferred Tax		17,083.00	30,290,548.00
FBT		0.00	11,279.00
<b>Profit for the year after Tax</b>		<b>16,697,737.54</b>	<b>-56,397,937.49</b>
<b>Profit transfer to Balance Sheet</b>		<b>16,697,737.54</b>	<b>-56,397,937.49</b>

Basic & Diluted Earnings Per Share(Rs.)

1.55

-5.23

Notes to the Accounts

16

Subject to our separate report of even date

For V.K. Jindal & Co.  
Chartered Accountants

Sd/-  
(V.K.JINDAL)  
Partner

Sd/-  
Ramesh Chaudhary  
Chairman

Sd/-  
Sandeep Kanoria  
Managing Director

Date:10.06.2010

Place: Pune

**GANGA PAPERS INDIA LIMITED**

Schedule Forming part of the Accounts as at and for the year ended 31st March 2010

	As on 31.03.2010	As on 31.03.2009
<b>Schedule '11' Materials Consumed and manufacturing Expenses</b>		
<b>Raw Materials Consumed:</b>		
<b>Opening Stock</b>		
i.Raw Materials	30,842,126.00	48,952,879.00
ii.Packing Materials	1,147,428.00	1,232,968.00
iii. Consumable Stores	15,062,878.00	14,956,530.00
<b>Sub Total a</b>	<u>47,052,432.00</u>	<u>65,142,377.00</u>
<b>Add:Purchases</b>		
i.Raw Materials	254,491,299.52	228,676,052.50
ii.Packing Materials	2,928,957.51	4,497,233.17
iii. Consumable Stores	16,684,471.96	11,219,851.25
<b>Sub Total b</b>	<u>274,104,728.99</u>	<u>244,393,136.92</u>
<b>Less: Closing Stock</b>		
i.Raw Materials	42,069,948.00	30,842,126.00
ii.Packing Materials	1,133,302.00	1,147,428.00
iii. Consumable Stores	13,058,343.00	15,062,878.00
<b>Sub Total c</b>	<u>56,261,593.00</u>	<u>47,052,432.00</u>
<b>A : Consumption of Raw Materials (a+b+c)</b>	<u><u>264,895,567.99</u></u>	<u><u>262,483,081.92</u></u>
<b>Manufacturing Expenses:</b>		
i.Wages and Labour Charges	979,333.16	940,410.00
ii.Water Charges	4,110,144.00	1,980,009.00
iii.Manufacturing charges	3,189,472.00	2,627,377.00
iv.Power & Fuel	90,824,161.00	84,316,473.92
v.Machinery Repairs & Maintanance	2,058,835.50	1,793,873.00
vi.Factory Repairs & Maintanance	97,833.00	14,607.00
<b>B.Total Manufacturing Expenses</b>	<u>101,259,778.66</u>	<u>91,672,749.92</u>
<b>(Increase /Decrease in Stocks:</b>		
<b>Stocks at close</b>		
i.Work in process	568,000.00	10,877,800.00
ii.Finished Goods	11,609,811.00	10,033,342.00
<b>Sub Total a</b>	<u>12,177,811.00</u>	<u>20,911,142.00</u>
<b>Stock at Opening</b>		
i.Work in Process	10,877,800.00	11,139,900.00
ii. Finished goods	10,033,342.00	13,660,615.00
<b>Sub Total b</b>	<u>20,911,142.00</u>	<u>24,800,515.00</u>
<b>C:(Increases) /Decrease in Stocks:(b-a)</b>	<u>8,733,331.00</u>	<u>3,889,373.00</u>
<b>Total (A+B+C)</b>	<u><u>374,888,677.65</u></u>	<u><u>358,045,204.84</u></u>



**GANGA PAPERS INDIA LIMITED**  
**The Accounts as at and for the year ended 31st March, 2010**

SCH	As on 31.03.2010	As on 31.03.2009
<b>Schedule '12' Employees Emoluments</b>		
Salaries, Wages, Bonus etc	1,175,136.92	867,863.00
Staff Welfare	0.00	8,000.00
House Rent	0.00	24,000.00
Contribution to Labour Union	340,025.00	0.00
	<u>1,515,161.92</u>	<u>899,863.00</u>
<b>Schedule '13' : Selling &amp; Distribution Expenses :</b>		
Commisson on Sales	3,723,072.00	2,005,042.00
Rebate & Discount	1,152,000.32	4,104,180.24
Short Weight Deduction on Sales	1,782,224.00	1,075,149.00
Freight Outward	113,690.00	6,668.00
<b>Total</b>	<u>6,770,986.32</u>	<u>7,191,039.24</u>
<b>Schedule '14' : Other Expenses :</b>		
Printing & Stationary	68,945.32	56,128.02
Rates & Taxes	626,766.00	514,709.00
Telephone & Postage Expenses	236,408.00	238,963.00
Security Service Charges	667,156.00	482,734.00
Insurance	82,529.00	27,530.00
Legal & Professional charges	324,195.00	130,210.00
Travelling & Conveyance	128,643.00	151,736.00
Listing and Filing Fees	0.00	37,200.00
Interest on Duties & Taxes	2,571.00	2,907.94
Vehicle Running & Maintenance	0.00	0.00
Audit Fees and expenses	27,575.00	27,575.00
Miscellaneous Expenses	5,325.00	10,500.00
Advertisement Expenses	53,188.00	27,303.00
<b>Total</b>	<u>2,223,301.32</u>	<u>1,707,495.96</u>
<b>Schedule '15' : Financial Costs :</b>		
<b>Interest &amp; Commitment Charges</b>		
i. Bank Interest	7,545,929.00	6,714,950.00
ii. Bank Charges	638,691.60	244,430.01
<b>Total</b>	<u>8,184,620.60</u>	<u>6,959,380.01</u>

**Schedule Forming part of the Accounts as at and for the year ended 31st March, 2010**

**Annexure to Schedule no. '5' : Fixed Assets**

DESCRIPTION OF ASSETS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	OPENING	ADDITIONS	DEDUCTIO	TOTAL	OPENING	DURING YEAR	CLOSING	PREVIOUS YEAR (Rs.)	CURRENT YEAR (Rs.)
	01.04.09	(Rs.)	(Rs.)	(Rs.)				31-03-2009	31-03-2010
Freehold Land	5559300.00	-	-	5559300.00	-	-	-	5559300.00	5559300.00
Leasehold Land	6080.00	-	-	6080.00	-	-	-	6080.00	6080.00
Building	65308392.45	-	-	65308392.45	21412791.74	1153500.30	22566292.04	43895600.71	42742100.41
Plant & Machinery	288957843.85	8758137.30	-	297715981.15	278076538.42	6411159.37	284487697.79	10881305.43	13228283.36
Electrical Installations	7869827.87	-	-	7869827.87	5060838.99	134274.49	5195113.48	2808988.88	2674714.39
Furnitures, Fixtures & Office Equipment	4846553.33	19287.29	-	4865840.62	4176839.28	103473.39	4280312.67	669714.05	585527.95
Vehicle	35635.00	-	-	35635.00	7605.66	2662.83	10268.49	28029.34	25366.51
Total	372583632.50	8777424.59	-	381361057.09	308734614.09	7805070.38	316539684.47	63849018.41	64821372.62

**GANGA PAPERS INDIA LIMITED**

**Cash Flow Statement As On 31.3.2010**

For The Year  
2009-10      For The Year  
2008-09

<b>A. Cash Inflow (Outflow) from the operating Activities Net Profit After Tax And Ordinary Activity (A) Adjustments For Add/(Less)</b>	167.14	-866.77
DEPRECIATION	78.05	1062.6
DEPRECIATION ON ASSETS WRITE OFF		
PROVISION FOR FBT	0.25	(0.11)
FINANCIAL CHARGES	81.85	69.59
INTEREST ON FDR	(0.68)	(1.11)
FOREIGN EXCHANGE FLUCTUATION	(2.76)	0
OTHER INCOME	(7.36)	(19.40)
<b>SUB TOTAL ADJUSTMENT (B)</b>	149.35	1111.57
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES (A)+(B)ADJ</b>	316.49	244.8
INVENTORIES	115.90	177.60
SUNDRY DEBTORS	(36.21)	(112.28)
OTHER CURRENT ASSETS	(7.22)	(56.75)
LOANS & ADVANCES	31.98	(33.33)
CURRENT LIABILITIES	55.57	(205.63)
PROVISION FOR EXPENSES	(29.92)	8.22
WORKING CAPITAL LOAN FROM BANKS	(378.09)	64.41
<b>SUB TOTAL ADJUSTMENT (D)</b>	(247.99)	(157.76)
<b>CASH GENERATED FROM OPERATIONS E (C-D)/(C+D)</b>	68.50	87.04
FINANCIAL CHARGES	(81.85)	(69.59)
OTHER INCOME	7.36	19.40
<b>SUB TOTAL (F)</b>	(74.49)	(50.19)
<b>CASH FLOW BEFORE EXTRAORDINARY ITEMS</b>	(5.99)	36.85
EXTRAORDINARY ITEMS/ PRIOR PERIOD ITEM	(0.25)	0
FOREIGN EXCHANGE FLUCTUATION	2.76	0
CAPITAL REDUCTION	0	0
<b>SUB TOTAL ADJUSTMENT FOR (E)</b>	2.51	0.00
<b>NET CASH FROM OPERATING ACTIVITIES</b>	(3.48)	36.85
<b>B. Cash Inflow (Outflow) from the Investment Activities</b>		
CAPITAL EXPENDITURE	(87.77)	(129.77)
INTEREST RECEIVED	0.68	1.11
<b>NET Cash Inflow (Outflow) from the Investment Activities</b>	(87.09)	(128.66)
<b>C. Cash Inflow (Outflow) from the Financial ACTIVITIES</b>		
INCREASE/(DECREASE)IN SECURED LOANS	0	0
INCREASE/(DECREASE)IN FIXED AND BANK DEPOSIT	96.48	(99.95)
INCREASE/(DECREASE)IN UNSECURED LOANS	(4.10)	198.26
ISSUE OF SHARE CAPITAL	0	0
<b>NET Cash Inflow (Outflow) USED In the Financial ACTIVITIES</b>	92.38	98.31
<b>Net CASH &amp; CASH EQUIVALENT</b>	1.81	6.50
<b>CASH &amp; CASH EQUIVALENT AS AT (OPENING BALANCES)</b>	12.34	5.84
<b>CASH &amp; CASH EQUIVALENT AS AT (CLOSING BALANCES)</b>	14.15	12.34

Subject to our separate report of even date

For and on behalf of the Board of the  
Ganga Papers India Limited

For V.K. Jindal & Co.  
Chartered Accountants

Sd/-  
(V.K.JINDAL)  
Partner

Sd/-  
Ramesh Chaudhary  
Chairman

Sd/-  
Sandeep Kanoria  
Managing Director

Date:10.06.2010

Place: Pune

**GANGA PAPERS INDIA LIMITED**

**SCHEDULE TO BALANCE SHEET AS AT 31<sup>ST</sup> MARCH 2010**

**SCHEDULE '16': NOTES ON ACCOUNTS**

**A) STATEMENT ON SIGNIFICANT ACCOUNTING POLICIES:**

**a) Accounting Convention:**

The financial statements are prepared under historical cost convention, revenues are recognized and expenses are accounted on their accrual with necessary provisions for all known liabilities and losses except the following:

- Gratuity benefits which are accounted on cash basis as per the practice consistently followed by the Company.

**b) Fixed Assets and Depreciation:**

- Fixed assets are stated at the original cost inclusive of expenses related to acquisition and related per-operative expenses.
- Depreciation is provided on straight-line method in accordance with the provision of section 205(2) (b) of the Companies Act, 1956.
- Depreciation on assets added/ disposed of during the year is provided on Pro-rata basis from the date of addition or up to the date of disposal.

**c) Investment:**

Long Term Investment are stated at cost less provision, if any, for diminution in value of permanent nature, wherever applicable.

**d) Inventories:**

The Inventories are valued as follows:

- Stores & Spares : At cost or net realizable value whichever is lower.
- Raw Materials : At cost or net realizable value whichever is lower.
- Finished Goods : At cost or market price whichever is lower.

iv) Work in Progress : At cost or net realizable value whichever is lower.

v) Consumables : At cost or net realizable value whichever is lower.

**e) Retirement Benefits:**

Retirement benefits except gratuity are accounted on accrual basis. Gratuity is accounted on cash basis.

**f) Foreign Currency Transactions:**

Transactions in foreign currency are recorded at the rates, which are in force at the time transactions are effected. Exchange differences arising on foreign currency transactions are recognized as income or as expense in the period in which they arise, monetary items outstanding at the year end are reported at the exchange rate prevailing at the end of the year and the difference in rate of exchange is recognized as an item of income or expense for the year.

**g) Cenvat Accounting :**

Cenvat benefit is reduced from the cost of purchase of Raw material. Cenvat benefit availed on capital goods are reduced from the cost of respective capital assets.

**h) Sales:**

The Sales are exclusive of excise duty.

**i) Taxation:**

Income Tax expense comprises Current Tax and Deferred Tax charged or credit. The Deferred Tax charged or credit is recognized using Current Tax rates. Where there is an Unabsorbed Depreciation or Carry Forward losses, Deferred Tax Assets are recognized only if there is virtual certainty of realization of such assets. Other Deferred Tax assets are recognized only to the extent there is a reasonable certainty of realization to future. Deferred Tax Assets/ Liabilities are received as at each Balance Sheet date based on

developments during the year and available Cash Loss, to reassess realization/liabilities.

**j) Lease:**

Lease entered into on or after 1<sup>st</sup> April 2001 has been accounted for in accordance with the Accounting Standard 19 on "Leases" Issued by The Institute of Chartered Accountants of India.

**k) Use of Estimates:**

The preparation of Financial Statement in conformity with the Generally Accepted Accounting Principle requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the Financial Statement and reported amount of revenue and expenses during the reported period. Difference between actual results and estimates are recognized in the period in which the results are known /materialized.

**B) NOTES TO ACCOUNTS**

1. Bonus for the year has not been provided by the Company
2. The Depreciation charged during the year is not comparable with earlier year because no depreciation during the year have been charged on fixed assets which have no useful life and/or are fully depreciated .
3. The Company has received state subsidy from SICOM to the tune of Rs. 45,00,000/- for starting a industrial undertaking. The Company has further availed the benefits of interest free Sales Tax Deferral Loan for payment of Sales Tax collected under the various schemes promoted by the sales tax authorities amounting to Rs. 10,50,73,704/-

4. In the opinion of the management, current assets, loans and advances are approximately of the value stated if realized in the ordinary course of business. The provisions for all known liabilities are adequate.

5. Segment accounting disclosure as required by Accounting Standard 17, "Segmental Accounting" issued by The Institute of Chartered Accountants of India, is not disclosed separately since there is only one Segment.

6. Contingent Liabilities not provided for:

These, if any, are disclosed in the notes on accounts. Provision is made in the Accounts in respect of those contingencies which are likely to materialize into liabilities after the year end till the finalization of Accounts and have material effect on the position stated in the Balance Sheet.

**7. Related Party Disclosure:**

Related party disclosure, as required by Accounting Standard 18, "Related Party Disclosure" are given below-

a)

Sr.No.	Name of the related party	Nature of relationship
1	Ganag Pulp & Papers Pvt.Ltd.	Control Exist
2	Satabadi Vinimay Pvt.Ltd.	Control Exist

b) The Following transactions were carried out with the related parties in the ordinary course of business-

Ref.	Nature of Transaction	Value of transaction
a) Ganga Pulp & Papers Pvt.Ltd.	Unsecured Loan	6,82,55,000
a) Satabadi Vinimay Pvt. Ltd.	Unsecured Loan	19,00,000

**8. Earning Per Share:**

Profit computation for both, basic and diluted Earning per Share (EPS) of Rs. 10 each

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**8. Earning Per Share:**

Profit computation for both, basic and diluted Earning per Share (EPS) of Rs. 10 each



Sr.No.	Particulars	31.03.2010
1	Net profit/(Loss) as per Profit & Loss A/c	1,66,97,737.54(Rs)
2	Weighted Average number of Equity Shares	1,07,88,886
3	Earning per Share	1.55(Rs)

#### 9. Income Tax Provisions:

Consequent to issuance of Accounting Standard 22, "Taxes on Income" by the Institute of Chartered Accountants of India, which is mandatory in nature, the company has recognized deferred taxes which result from timing difference between the Book Profit and Tax Profit.

During the year the Company has not made any Provision for Income Tax in view of the availability of the benefits of carry forward losses as per the order of BIFR.

#### 10. Secured Loans:

- a) Working Capital Finance from Bank of Baroda is secured against hypothecation of stock of the Raw materials, Work-in- progress, finished goods, other inventories, book debts and Mortgage of fixed assets in favour of the bank. The loan is further guaranteed by following Directors of the Company individuals in their personal capacities.

- i) Mr. R.K. Chaudhary
- ii) Mr. Sandeep Kanoria
- iii) Mr. Amit Chaudhary

11. Party accounts are subject to confirmation and consequential adjustments, if any in the books.

12. In Terms of notification No.GSR 129 (E) dated 22.02.1999 issued by the Department of the Companies Affairs, Ministry of Law, Justice in Company Affairs, the company called for the information from creditors regarding their status as to small scale undertaking, in order to make the required disclosure. Due to non receipt of the same, no disclosure as to the names of small scale undertaking to whom the Company owes a sum exceeding to Rupees One Lac outstanding for more than one month has been made.

13. Break up of interest free deferred Sales Tax loan is as Under :

Particulars of Scheme	31.03.2010	31.03.2009
1983 Package Scheme of Incentives	8914421	8914421
1988 Package Scheme of Incentive	6273994	6273994
1988 (Additional) Package Scheme of Incentives	1188041	1188041
1993 Package Scheme of Incentives	75288621	75288621
Sales Tax Deferral 1993 (Additional) Scheme	13408627.67	13408627.67

14. Miscellaneous Notes :

- Previous Year's figures have been regrouped and rearranged wherever necessary to confirm with current year's presentation.

15. The company is a sick company registered with BIFR and the draft Revival Scheme (DRS) has been approved and circulated by BIFR. The company has implemented the stipulations under the said Scheme. The company have filed the Revised (Modified) Revival Scheme before B.I.F.R. in January 2010 . The Hearing before Hon' able court is pending

16. Additional Information Pursuant paragraph 3 & 4 of part II of the Schedule VI of the Companies Act, 1956.

**a) Licensed and Installed Capacity and Actual production :**

<b>Class of Goods</b>	<b>Unit</b>	<b>Licensed Capacity</b>	<b>Installed Capacity</b>	<b>Actual Production</b>
Kraft Paper	MT	54,000	16,000	7908.53
News Print	MT	60,000	15,000	13099.89
Writing & Printing	MT	60,000	15,000	254.74

**Note : Installed capacity depends upon the product mix, which has been certified by the management and accepted by the auditors without verification being a technical matter. The overall installed capacities are interchangeable and the aggregate installed capacity is 46,000 Mt. tons.**

**b) Consumption of Raw Materials :**

<b>Particulars</b>	<b>Quantity (MT)</b>	<b>Value (Rs)</b>
Imported Waste Paper	13772.24	130774543.40
Indigenous Waste Paper	12007.09	98004161.48

**c) Consumption of Stores & Others :**

<b>Particulars</b>	<b>Quantity (MT)</b>	<b>Value (Rs.)</b>
Coal		38427882.00
Colour & Chemicals		14306489..69
Stores & Consumables		18601658.96

**d) Stock and Turnover :**

**i) Manufacturing Item :**

Class of goods	Opening Stock		Closing Stock		Turnover	
	Quantity	Value	Quantity	Value	Quantity	Value
Kraft Paper	233.71	3272038	341.59	6661181.00	7800.65	124670060.50
News Print	211.54	4653968	219.64	4858530.00	13091.79	284299791.85
Writing Printing	73.94	2107336	4.50	90100.00	324.18	8047452.00

**e) C.I.F. Value of Import : Amount Rs.**

**i) Raw Material : 95553145/-**

**ii) Other 591618/-**

**f) Earnings in Foreign Currency: Nil**

**g) Managing Directors remuneration, Perquisites Etc.:**

	Particulars	31.3.2010	31.03.2009
a)	Remuneration to MD	Nil	Nil
b)	Perquisites to MD	Nil	Nil

**h) Auditors Remuneration :**

	Particulars	31.03.2010	31.03.2009
a)	For Statutory Audit	27575	27575
b)	For Tax Audit	Nil	Nil

**Date : 10.06.2010**

**Place Pune**

**for V.K.Jindal & Co.**

**Chartered Accountants**

**Sd/-**

**(V.K.Jindal)**

**Partner**