



**BOARD OF DIRECTORS**

Shri Badal Mittal	:	MANAGING DIRECTOR
Shri Anil Mittal	:	DIRECTOR
Smt. Seema Mittal	:	DIRECTOR

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**AUDITORS**

SUNIL ADAVADE & CO.  
CHARTERED ACCOUNTANTS  
108/109, 'Sai Deep',  
1st Floor, N. G. Acharya Marg,  
Chembur,  
Mumbai : 400 071  
Membership No 109964

**BANKERS :**

Bank of Maharashtra  
Indian Overseas Bank  
HDFC Bank

**REGISTERED OFFICE & WORKS:**

M.I.D.C PAITHAN,  
Dist. Aurangabad 431 148,  
Maharashtra.

**CORPORATE OFFICE :**

171/B, Mittal Tower,  
210, Nariman Point,  
Mumbai-400 021.  
Maharashtra



**AURANGABAD PAPER MILLS LIMITED**

**AURANGABAD PAPER MILLS LIMITED**

[CIN: L21000MH1974PLC017962]

Regd. Office: M.I.D.C Paithan, Dist. Aurangabad: 431 148, Maharashtra

Corporate Office: 171/B, Mittal Tower, 210, Nariman Point, Mumbai-400021

**NOTICE**

**NOTICE** is hereby given that the Forty-second Annual General Meeting of the Members of Aurangabad Paper Mills Limited shall be held at the Registered Office of the Company at MIDC Paithan District: Aurangabad 431 148 on Friday, the 29th day of September, 2017 at 11.00 A.M. (S.T.) to transact the following business:-

**Ordinary Business:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2017, inter-alia, its Balance Sheet as at and the Statement of Profit & Loss Account for the year ended on 31st March, 2017 together with the Schedules annexed thereto and the Report of the Board of Directors ("the Board") and Auditors thereon.
2. To consider the appointment of the Statutory Auditors of the Company, to fix their remuneration and to pass the following Resolution as an Ordinary Resolution:

**"RESOLVED**

THAT pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and Rules made there under and pursuant to the Resolution passed by the board of Directors at the board meeting subject to approval of the members at subsequent Annual General Meeting (AGM) held on Friday, the 29th day of September, 2017, the appointment of M/s. \_\_\_\_\_ & Co, Chartered Accountants, Mumbai (Membership Number \_\_\_\_\_) as the Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of the AGM to be held for the Financial Year 2021-22.

AND THAT Mr. Badal Mittal, the Managing Director of the Company be and is hereby authorized to fix the remuneration payable to them for the Financial Year ending on March 31, 2018 and as may be agreed upon by the Statutory Auditors."

On behalf of the Board

Place: Mumbai  
Date: 30/05/2017

Sd/-  
Badal Mittal  
Chairman & Managing Director  
(DIN: 00076143)

**Route map of the venue of the Annual General Meeting**

Address: MIDC Paithan  
District: Aurangabad 431 148  
State: Maharashtra  
E-mail ID: anil\_v\_more@yahoo.co.in  
Website: <http://apml.co.in>  
Contact No.: 022 22835521



**NOTES:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. Proxies, in order to be effective, must be deposited 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 attendance slip.
3. The Register of Members and the Share Transfer Books of the Company will remain closed from Monday, the 11th day of September, 2017 till Saturday the 16th day of September, 2017 (both days inclusive).
4. Pursuant to SEBI Circular No. CIR/CFD/POLICY CELL/2/2014 dated April 17, 2014, the Company is pleased to offer the option of e-voting facility to all its Members. For this purpose the Company has entered into an agreement with Central Depository Services of India Limited (CDSL) for facilitating e-voting, which is optional for Members.
5. Members holding shares in physical form are requested to intimate any change in their address and their e-mail ID, if any, to the Company's Registrar and Share Transfer Agent (R & T Agent), Sharex Dynamic (India) Private Limited, Unit-1, Luthra Ind. Premises, Safed Pool, Andheri-Kurla Road, Andheri (East), Mumbai – 400 072 quoting their Folio Number.
6. Members holding shares in DEMAT Mode are requested to intimate any change in their particulars, address and e-mail ID, if any, to the Depository Participant with whom they are holding their DEMAT Account.



## **DIRECTORS' REPORT**

Dear Members,

Your Directors hereby present their Forty-second Annual Report together with the Audited Statement of Accounts for the year ended March 31, 2017.

### **FINANCIAL RESULTS**

Particulars	Year ended 31.03.2017 Rupees	Year ended 31.03.2016 Rupees
Profit/(Loss) before Providing for Interest	2,11,83,542	1,26,51,496
Less: Interest paid / provided	53,31,024	53,40,710
Profit before Exceptional Items	1,58,52,518	(7,310,786)
Exceptional Items	-18,044,212	-
Net Loss for the Year	(21,91,694)	(73,10,786)
Add: Loss brought forward from Previous Year	(19,44,37,184)	18,71,26,398
Loss carried to the Balance Sheet	19,66,28,878	19,44,37,184

### **OPERATIONS:**

The Company has come out of the purview of BIFR vide its order No. 95/1998 dated 13th October, 2011. However, the Company has not been able to revive its activities. The Directors expect to commence some business activity in the Company in a short span of time.

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### **DIVIDEND**

Your Directors regret to recommend any dividend on account of the losses incurred by the Company during the financial year ended on 31st March, 2017.

### **DETAILS OF BOARD MEETINGS**

During the year, 4 (Four) number of Board meetings were held, details of which are given below:

Date of the meeting	No. of Directors attended the meeting
04/05/2016	3 (Three)
12/08/2016	3 (Three)
15/11/2016	3 (Three)
14/02/2017	3 (Three)

### **DIRECTORS**

Mr. Anil Shankarlal Mittal retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment. His required details in brief are as follows:

Mr. Anil Shankarlal Mittal is B. Com. and has about 33 years of business experience. Further, he does not have any of the disqualifications as set out under the provisions of Section 164 of the Companies Act, 2013. Mr. Anil Shankarlal Mittal is holding office as a Director in 19 (Nineteen) other Companies.

Your Directors commend the resolution for his appointment.

### **EXTRACT OF ANNUAL RETURN**

Pursuant to section 92(3) of the Companies Act, 2013 ('the Act') and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of Annual Return is Annexed as Annexure 1 with this report.

### **DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to the requirements under Clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

- in the preparation of the annual accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;

- b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the Loss of the Company for that period;
- c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the Directors have prepared the annual accounts on a going concern basis; and
- e. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate commensurate with the operations and size of the Company and those were operating effectively.
- f. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### BOARD COMMITTEES

The details of composition of the Committees of the Board of Directors are as under:-

##### a. AUDIT COMMITTEE

The Company is in the process of appointing Independent Directors and hence, the Audit Committee is also being formed.

The Company's operations are very miniscule and therefore, in the opinion of the Board of Directors, the constitution of the Audit Committee may not be serving its desired purpose.

However, to ensure that commensurate with the size of the operations of the Company, it does not deviate from compliance of the Legal Provisions for Accounting, a separate Committee is formed

to monitor the Accounting Policies with the following Directors as its Members viz.:

Sr. No.	Name	Chairman/ Members
1.	Badal Mittal	Chairman and Director
2.	Anil Mittal	Director

During the year under review, the Committee met four times on 4th May, 2016, 12th August, 2016, 15th November, 2016 and 14th February, 2017.

##### • VIGIL MECHANISM

Pursuant to the requirement of the Act, the Company has established vigil mechanism to detect fraud and other irregularities, if any.

##### b. NOMINATION & REMUNERATION COMMITTEE

The Company has constituted the Nomination & Remuneration Committee as required by the provisions of the Companies Act, 2013 comprising the following Directors viz.:

Sr. No.	Name	Chairman/ Members
2.	Anil Mittal	Chairman and Director
3.	Seema Mittal	Director

##### c. STAKEHOLDERS RELATIONSHIP COMMITTEE

Sr. No.	Name	Chairman/ Members
1.	Seema Mittal	Chairman and Director
2.	Anil Mittal	Director

During the year under review, the said Committees conducted their Meetings on 4th May, 2016, 12th August, 2016, 15th November, 2016 and 14th February, 2017.



### **INTERNAL FINANCIAL CONTROL**

In the opinion of the Board, the Company has in place adequate internal financial controls commensurate with its size and operations.

### **SECRETARIAL AUDIT**

In terms of Section 204 of the Act and Rules made there under, Mr. Girish G. Paralikar, Practicing Company Secretary, Pune have been appointed Secretarial Auditors of the Company. The report of the Secretarial Auditors is enclosed as Annexure 2 to this report. The report which is otherwise self-explanatory has a remark about appointment of the Independent Directors by the Company.

The Directors would like to state that the Company is in the process of appointing Independent Directors in compliance with the applicable provisions of Law and Listing Agreement.

### **PARTICULARS OF EMPLOYEES**

There was no Employee in respect of whom information is required to be disclosed as per Pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended till date.

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

During a period under review the Company has not carried out any activities towards conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo. Therefore the information under this head may be treated as NIL.

### **LISTING OF SHARES**

The Equity Shares of your Company continue to be listed on Bombay Stock Exchange and your Company has paid the Annual Listing fee for the year 2016-17. The shares of your Company are brought under the compulsory dematerialisation and accordingly, the Company has entered into Agreement with National Securities Depository Limited (NSDL) and Central Depository Services of India Limited (CDSL).

### **AUDITORS**

At the Annual General Meeting (AGM) held on Saturday, the 23<sup>rd</sup> day of August, 2014, M/s. Sunil Advade & Co., Chartered Accountants, Mumbai (Membership Number 109964) were appointed as

the Statutory Auditors of the Company for a period of 3 (Three) years.

Their term of appointment gets over in the current year at the conclusion of the ensuing Annual General Meeting of the Company and consequently, the Company is required to appoint fresh Statutory Auditors.

At the Board Meeting held on 30<sup>th</sup> May, 2017, the Directors considered this matter. They noted that M/s. \_\_\_\_\_, Chartered Accountants, Mumbai, have offered their services to act as the Statutory Auditors of the Company and have also certified that their appointment, if made, shall be in accordance with the provisions of the Law and they are not disqualified from being appointed as the Statutory Auditors of the Company.

Accordingly, your Directors commend the Resolution for the appointment of M/s. \_\_\_\_\_, Chartered Accountants, Mumbai, for a term of Five years from the conclusion of the ensuing Annual General Meeting till the conclusion of the Annual General Meeting scheduled to be held in 2022.

The report of the present Statutory Auditors along with Notes to Schedules is attached with this Report which is self explanatory in respect of the comments made by them.

### **REPORTING OF FRAUD**

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

### **FIXED DEPOSITS**

Your Company has not accepted any Deposits from Public in terms of Section 73 and /or 74 of the Companies Act, 2013.

### **SUBSIDIARY/ASSOCIATE/JOINT VENTURE COMPANIES**

The Company neither has nor has acquired any Subsidiary / Associate / has not entered into Joint Venture during the period under review.

### **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY, BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE**

## REPORT

There are no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this report.

## COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND ANNUAL GENERAL MEETINGS

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and Annual General Meetings.

## RISK MANAGEMENT POLICY

In terms of the requirement of the Act, the Company has developed and implemented the Risk Management Policy and the Audit Committee of the Board reviews the same periodically.

This comprises practices relating to the identification, assessment, monitoring and mitigation of strategic, operational and external environmental risk and to minimize adverse effects of it. Our risk Management practices seek to sustain and enhance the long-term competitive advantages of the Company.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Company is in the process to revive its operations. In light of the same, the contents pertaining to (a) Industry structure and developments, (b) Opportunities and Threats, (c) Segment-wise or product-wise performance, (e) Risks and concerns, (g) Discussion on financial performance with respect to operational performance and (h) Material developments in Human Resources / Industrial Relations front, including number of people employed, are not applicable to the Company on account of the process of revival of its operations.

The following is the perception of the Management on the MDA Report for the other clauses viz.:

### (d) Outlook

The overall outlook, although appears to be unfavorable as of today, all possible efforts are being taken for restarting the operations of the Company.

### (f) Internal control systems and their adequacy.

The Company has adequate internal control systems commensurate with its operations and income.

## TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

## RELATED PARTY TRANSACTIONS

No contracts were entered in to by the Company with any of the Related Parties and the disclosure under this Clause is NIL.

## SEXUAL HARASSMENT POLICY

The Company has in place a Policy for prevention of sexual harassment in accordance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal ) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All Employees (Permanent, Contractual, Temporary, Trainees) are covered under this Policy. The Company did not receive any complaint during the Period under review.

## ACKNOWLEDGEMENT

Your Directors are grateful to the Financial Institutions and the Bankers for their continued support and co-operation. Your Directors also wish to place on record their appreciation of the services rendered by the Employees at all levels.

For and on behalf of the Board of Directors

Sd/-

**Badal Mittal**

Chairman and Managing Director  
(DIN: 00076143)

Registered Office: M.I.D.C. Paithan  
District .Aurangabad: 431 148  
Maharashtra

Date: 30th May, 2017



**AURANGABAD PAPER MILLS LIMITED****Form No. MGT-9**

EXTRACT OF ANNUAL RETURN  
as on the financial year ended on 31st March, 2017  
of  
AURANGABAD PAPER MILLS LIMITED  
*[Pursuant to Section 92(1) of the Companies Act, 2013 and rule 12(1) of the Companies  
(Management and Administration) Rules, 2014]*

**I. REGISTRATION AND OTHER DETAILS:**

CIN	L21000MH1974PLC017962
Registration Date	04/12/1974
Name of the Company	Aurangabad Paper Mills Limited
Category / Sub-Category of the Company	Company limited by shares, Indian Non-Government Company.
Address of the Registered Office and contact details	M.I.D.C. Paithan, Dist Aurangabad, Maharashtra-431148.
Whether listed company	Yes
Name, Address and contact details of Registrar & Transfer Agents (RTA), if any	Sharex Dynamic (India) Private Limited, Unit-1, Luthra Ind. Premises, Safed Pool, Andheri-Kurla Road, Andheri (East), Mumbai – 400 072. Contact Details: 022- 28515606 / 28515644 Email ID: sharexindia@vsnl.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

During the year under review, the Company has not carried on any business activities and hence, information under this clause is NIL.

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -**

S. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of Shares held	Applicable Section
1.	N.A.	N.A.	N.A.	N.A.	N.A.



**VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)****(i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of shares	Demat	Physical	Total	% of shares	
<b>A. Promoters</b>									
(1) <b>Indian</b>									
(a) Individual/HUF	1,25,376	16,825	1,42,201	2.45	2,23,899	4,950	2,28,849	3.94	1.49
(b) Central Govt	0	0	0	0	0	0	0	0	0
(c) State Govt (s)	0	0	0	0	0	0	0	0	0
(d) Bodies Corp.	20,23,729	85,948	21,09,677	36.29	20,23,729	0	20,23,729	34.81	-1.48
(e) Banks / FI									
(f) Any Other									
<b>Sub-total (A) (1):-</b>	<b>21,49,105</b>	<b>1,02,773</b>	<b>22,51,878</b>	<b>38.73</b>	<b>22,47,628</b>	<b>4,950</b>	<b>22,52,578</b>	<b>38.75</b>	<b>0.01</b>
(2) <b>Foreign</b>									
(a) NRIs – Individuals	0	0	0	0	0	0	0	0	0
(b) Other – Individuals	0	0	0	0	0	0	0	0	0
(c) Bodies Corp.	0	0	0	0	0	0	0	0	0
(d) Banks / FI	0	0	0	0	0	0	0	0	0
(e) Any Other	0	0	0	0	0	0	0	0	0
<b>Sub-total (A) (2):-</b>									
<b>Total Shareholding of Promoter(A) = (A)(1)+(A)(2)</b>	<b>21,49,105</b>	<b>1,02,773</b>	<b>22,51,878</b>	<b>38.73</b>	<b>22,47,628</b>	<b>4,950</b>	<b>22,52,578</b>	<b>38.75</b>	<b>0.01</b>
<b>B. Public Shareholding</b>									
1. Institutions									
(a) Mutual Funds	0	31,700	31,700	0.55	0	31,700	31,700	0.55	0
(b) Banks / FI	0	3,650	3,650	0.06	0	3,650	3,650	0.06	0
(c) Central Govt	0				0				0
(d) State Govt(s)	0	6,250	6,250	0.11	0	6,250	6,250	0.11	0
(e) Venture Capital Funds	900		900	0.02	900		900	0.02	0


**AURANGABAD PAPER MILLS LIMITED**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of shares	Demat	Physical	Total	% of shares	
(f) Insurance Companies	0	0	0	0	0	0	0	0	0
(g) FIIs	0	0	0	0	0	0	0	0	0
(h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
(I) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B) (1):-</b>	<b>900</b>	<b>41,600</b>	<b>42,500</b>	<b>0.73</b>	<b>900</b>	<b>41,600</b>	<b>42,500</b>	<b>0.72</b>	
<b>2. Non-Institutions</b>									
(a) Bodies Corp.	0	0	0	0	0	0	0	0	0
(i) Indian	1,12,333	28,360	1,40,693	2.42	1,03,137	28,360	1,31,497	2.26	-0.16
(ii) Overseas	0	0	0	0	0	0	0	0	0
(b) Individuals									
(i) Individual Shareholders holding nominal share capital upto Rs. 1 lakh	16,05,460	6,63,748	22,69,208	39.03	16,08,026	6,58,207	22,66,233	38.98	-0.05
(ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	10,57,690	0	10,57,690	18.19	10,71,690	0	10,71,690	18.43	0.24
(c) Others (specify)									
NRI	48866	1900	50766	0.88	47,740	1,900	49,640	0.85	-0.02
Clearing Members	1403	0	1403	0.02	0	0	0	0	-0.02
<b>Sub-total (B) (2):-</b>	<b>28,25,752</b>	<b>6,94,008</b>	<b>35,19,760</b>	<b>60.54</b>	<b>28,30,593</b>	<b>6,88,467</b>	<b>35,19,060</b>	<b>60.53</b>	<b>-0.01</b>
Total Public Shareholding (B)=(B)(1)+(B)(2)	<b>28,26,652</b>	<b>7,35,608</b>	<b>35,62,260</b>	<b>61.27</b>	<b>28,31,493</b>	<b>7,30,067</b>	<b>35,61,560</b>	<b>61.25</b>	<b>-0.01</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Grand Total (A+B+C)</b>	<b>49,75,757</b>	<b>8,38,381</b>	<b>58,14,138</b>	<b>100.00</b>	<b>50,79,121</b>	<b>7,35,017</b>	<b>58,14,138</b>	<b>100.00</b>	<b>0</b>