



# **BIO GREEN PAPERS LIMITED**

*Eco Friendly Save Nature*

## **22<sup>ND</sup> ANNUAL REPORT**

**2015-2016**

H. No. 1-4-1011, C-Block, Flat No: 30, 4<sup>th</sup> Floor, Tirumala Towers, Golconda X Roads, Gandhi Nagar,  
Hyderabad-500 080

*Eco Friendly Save Nature*

**BOARD OF DIRECTORS**

Velamala Jagdish

Venkateswarlu Velamala

G. Mallikarjuna Sarma Gutur

Badam Rajender

V. Krishnaveni

Managing Director

Executive & Non Independent Director

Non Executive & Independent Director

Non Executive & Independent Director

Non Executive & Independent Director

**AUDITORS**

D.M. Rao & Co.

Chartered Accountants

Visakhapatnam

**BANKERS**

State Bank of India

Abids Branch

Hyderabad.

**SHARE TRANSFER AGENTS**

Sharex Dynamics (India) Pvt. Ltd

Unit No. 1 Luthra Industrial Premises,

Andheri-Kurla Road, SafedPool,

Andheri (E), Mumbai-400072.

**REGISTERED OFFICE**

H. No. 1-4-1011, C-Block, Flat No: 30, 4<sup>th</sup> Floor, Tirumala Towers, Golconda X Roads, Gandhi Nagar, Hyderabad-500 080



## NOTICE

Notice is hereby given that the 22<sup>nd</sup> Annual General Meeting of the Members of Bio Green Papers Limited will be held on Friday, 30<sup>th</sup> September 2016 at 10.00 a.m. at Hotel Swagath Grand, CSR Complex, Alkapuri X Road, Nagole, Hyderabad-500068 to transact the following businesses:

### Ordinary Business:

1. To consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March, 2016, the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in the place of Ms. V. Krishnaveni (DIN: 07141810) who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of auditors of the Company, and to fix their remuneration and in this regard, to consider and if thought fit, to pass the following resolution as an

### Ordinary Resolution:

**"RESOLVED THAT** pursuant to Section 139, 142 and other applicable provisions of Companies Act, 2013 and Rules made thereunder, pursuant to the recommendation of the Audit Committee of the Board of Directors, and pursuant to the resolution passed by the members at the AGM held on 30<sup>th</sup> September, 2014, the appointment of M/s. D.M. Rao & Co, Chartered Accountants, Visakhapatnam, (ICAI Firm Registration No. 006995S), as the Statutory Auditors of the Company to hold the office till the conclusion of the AGM to be held in the Calendar Year 2017 be and hereby ratified and the Board of Directors be and is hereby authorised to fix the remuneration payable to them for the financial year ending 31<sup>st</sup> March, 2017, as may be recommended by the Audit Committee in consultation with the Auditors"

**For and on behalf of the Board of Directors  
Bio Green Papers Limited**

**Velamala Jagdish**  
Managing Director  
(DIN: 00055303)

**Venkateswarlu Velamala**  
Director  
(DIN:02495420)

Date:12/08/2016

Place:Hyderabad

Registered office Address: H. No. 1-4-1011, C-Block, Flat No: 30, 4<sup>th</sup> Floor, Tirumala Towers, Golconda X Roads, Gandhi Nagar, Hyderabad-500 080

CIN: U21012TG1994PLC017207

E-mail: [biogreenpaperslimited@gmail.com](mailto:biogreenpaperslimited@gmail.com)



## Notes:

1. 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in 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 person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
3. The instrument appointing the proxy, duly completed, must be deposited at the Company's Registered Office not less than FORTY-EIGHT (48) HOURS before the commencement of the meeting. A proxy form for the AGM is enclosed.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the company.
5. Members/proxies authorised representatives should bring the duly filled attendance slip, enclosed here with to attend the meeting.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
7. The Register of Contracts or Arrangements, in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
8. The Register of Members and the Share Transfer Book shall be closed from Saturday 24<sup>th</sup> September, 2016 to Friday, 30<sup>th</sup> September, 2016 (both day inclusive)
9. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to Company or Registrar and Transfer Agents (RTA).



10. Members are requested to address all correspondence to the Registrar and Share Transfer Agents, Sharex Dynamics (India) Private Limited, Unit No. 1, Luthra Industrial Premises, Andheri, Kurla Road, Safed Pool, Andheri (E), Mumbai: 400072.
11. With a view to using the natural resources responsibly, we request shareholders to update their email address, with their Depository Participants in case of demat holding and RTA in case of physical holding to enable the Company to send communications electronically.
12. The Annual Report for 2015-16 is being sent through electronic mode only to the members whose e-mail addresses are registered with the Company / Depository Participant(s), unless any member has requested for a physical copy of the report. For members who have not registered their e-mail addresses, physical copies of the Annual Report for 2015-16 are being sent by the permitted mode.
13. Members may also note that the Annual report (including the Notice of 22<sup>nd</sup> AGM) for 2015-16 will be available on the Company's website, [www.biogreenpapers.com](http://www.biogreenpapers.com) . The physical copies of the documents will also be available at the Company's registered office for inspection during normal business hours on working days, except Saturday. Members who require communication in physical form in addition to e-communication or have any queries, may write to us at [biogreenpaperslimited@gmail.com](mailto:biogreenpaperslimited@gmail.com)
14. Relevant documents referred to in the accompanying Notice and the statements are open for inspection by the members at the registered office of the Company on all working days, except Saturday, during business hours up to the date of the meeting.
15. Ms. V. Krishnaveni (DIN:07141810) Director, is liable to retire by rotation and being eligible offers herself for re-appointment. Additional information, pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard 2 in respect of the Directors seeking appointment / re-appointment at the AGM is furnished as annexure to the Notice. The Directors have furnished consent / declaration for their appointment / re-appointment as required under the Companies Act, 2013 and the Rules made thereunder.
16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company /RTA.
17. Members holding shares in single name and physical form may obtain Nomination Forms from the Company's Registrar and Transfer Agents.  
Members holding shares in electronic form may obtain the Nomination Forms from their respective Depository Participants.



18. The members holding shares in the same name or in the same order of names, under different folios, are requested to notify the relevant details of the said holdings to M/s Sharex Dynamic (India) Pvt. Ltd. For consolidation of their shareholding in to a single folio.
19. In case of joint holder attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote.
20. Non-Resident Indian Members are requested to inform RTA, immediately of:
  - (a) Change in their residential status on return to India for permanent settlement.
  - (b) Particulars of their bank account maintained in India with complete name, branch account type, account number and address of the bank with pin code number, if not furnished earlier.
21. Information and other instructions relating to e-voting are as under
  - (a) Pursuant to the provisions 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 SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, 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').
  - (b) The facility for voting through polling paper shall also be made available at the venue of the AGM. The members who are attending the meeting who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting.
  - (c) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
  - (d) The Company has engaged the services of Central Depository Services Limited (CDSL) as the agency to provide e-voting facility.
  - (e) The Board of Directors of the Company has appointed Mr. Prabhakar Addagatla, FCA, proprietor of Prabhakar Addagatla & Associates, Practicing Chartered Accountants, in his personal capacity will act as Scrutinizer to scrutinize entire voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
  - (f) Voting rights shall be reckoned on the paid up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 23<sup>rd</sup> September 2016.
  - (g) 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 i.e. 23<sup>rd</sup> September 2016, only shall be entitled to avail the facility of remote e-voting / Poll.

**The instructions for shareholders voting electronically are as under:**

- I. The voting period begins on Tuesday 27<sup>th</sup> September, 2016 at 9.00 a.m. and ends on Thursday 29<sup>th</sup> September, 2016 at 5.00 p.m. During this period shareholders' of the



Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23<sup>rd</sup> September 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- II. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- III. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- IV. Click on Shareholders.
- V. Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- VI. Next enter the Image Verification as displayed and Click on Login.
- VII. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- VIII. If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field.</li> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- IX. After entering these details appropriately, click on "SUBMIT" tab.



- X. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- XI. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- XII. Click on the EVSN for the "Bio Green Papers Limited" on which you choose to vote.
- XIII. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- XIV. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- XV. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- XVI. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- XVII. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- XVIII. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- XIX. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. I-Phone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30<sup>th</sup> June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- XX. **Note for Non – Individual Shareholders and Custodians**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.



- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

XXI. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

24. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.biogreenpapers.in](http://www.biogreenpapers.in) and on the website of CSDL immediately after the declaration of result by the Chairman of the meeting or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges viz. BSE Ltd, and National Stock Exchange of India Ltd.

**For and on behalf of the Board of Directors**  
**Bio Green Papers Limited**

**Velamala Jagdish**  
 Managing Director  
 (DIN: 00055303)

**Venkateswarlu Velamala**  
 Director  
 (DIN: 02495420)

Date: 12/08/2016

Place: Hyderabad

Registered Address: H. No. 1-4-1011, C-Block, Flat No: 30, 4<sup>th</sup> Floor, Tirumala Towers, Golconda X Roads, Gandhi Nagar, Hyderabad-500 080

CIN: U21012TG1994PLC017207

E-mail: [biogreenpaperslimited@gmail.com](mailto:biogreenpaperslimited@gmail.com)



### **BOARD OF DIRECTOR'S REPORT**

**Dear Shareholders,**

On behalf of the Board of Directors, it is our pleasure to present the 22<sup>nd</sup> Annual Report together with the Audited Statement of Accounts of **Bio Green Papers Limited** ("the Company") for the year ended 31<sup>st</sup> March, 2016.

**FINANCIAL PERFORMANCE:**

The financial performance of Company for the year ended 31<sup>st</sup> March, 2016 is summarized below:  
(Rs. In Lacs)

<b>Particulars</b>	<b>2015-16</b>	<b>2014-15</b>
Total Income	275.35	380.40
Profit before Interest, Depreciation & Amortization	89.21	91.57
<b>Less : Interest</b>	0.00	0.00
Depreciation & Amortization	87.61	89.14
<b>Profit / (Loss) before extraordinary item &amp; tax</b>	1.60	2.43
Less: Extra-ordinary item	0.00	0.00
<b>Profit / (Loss) before tax</b>	1.60	2.43
Less: Net provision for tax	0.30	0.75
Less: Short provision for earlier year	0.00	0.00
<b>Profit / (Loss) after tax</b>	1.29	1.68
Add: Balance brought forward from previous year	3246.88	3245.20
Add: Depreciation adjusted against free reserves	0.00	0.00
Balance available for disposal	3248.17	3246.88
Less: Appropriation:	339.91	0.00
Proposed Dividend	0.00	0.00
Dividend tax	0.00	0.00
Transfer to general reserve	2908.26	3246.88
Balance to be carried forward	2908.26	3246.88