



BIO GREEN PAPERS LIMITED

CIN: L21012TG1994PLC017207

**26TH ANNUAL REPORT
2019 – 20**

Registered Office: H.NO. 6-3-347/C/504, 5TH FLOOR, SANDHYA ENCLAVE,
DWARAKAPURI COLONY, PANJAGUTTA, HYDERABAD TG 500082, INDIA



BIO GREEN PAPERS LIMITED

CIN: L21012TG1994PLC017207

BOARD OF DIRECTORS

Mr. Velamala Jagdish	-	Managing Director
Mr. Venkateswarlu Velamala	-	Director & CFO
Mr. Mallikarjuna Sarma Guntur	-	Non-Executive & Independent Director
Mrs. Suneethi Gudapati	-	Non-Executive & Non-Independent Director
Mrs. Velamala Krishnaveni	-	Non-Executive & Non-Independent Director
Mr. Kiran Kumar Garlapalli	-	Independent Director

AUDITORS

RG & Associates.

Chartered Accountants

#13-6-463/A/6, Ashok Vihar Colony

Hyderabad- 500067

BANKERS

State Bank of India

Abids Road Branch

Hyderabad.

SHARE TRANSFER AGENTS

Link Intime India Pvt. Ltd

C 101, 247 Park, L.B.S.Marg,

Vikhroli (West), Mumbai - 400083.

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NOTICE

NOTICE is hereby given that the 26th Annual General Meeting (“AGM”) of the Company will be virtually held on **Thursday, 31st December, 2020 at 10.30 A.M** through Video Conference ("VC") / Other Audio Visual Means("OAVM") facility provided by the Central Depository Services (India) Limited (“CDSL”) to transact the following businesses

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2020, the reports of the Board of Directors and Auditors thereon and in this regard, pass the following resolution as an ORDINARY RESOLUTION:**

- 2. Re-appointment of Director;**

To appoint a director in place of Mr. Mallikarjuna Sarma Guntur (DIN:03608030), who retires by rotation and being eligible has offered himself for re-appointment, and in this regard, pass the following resolution as an **ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to the provision of 152 of the Companies Act 2013 and other applicable provisions of the Article of association of the company, Mr. Mallikarjuna Sarma Guntur (DIN:03608030) who retires by rotation at the meeting and are being eligible and has offered himself for re-appointment, be and is hereby re-appointed and that the terms and conditions of his appointment as per the Companies Act 2013.

- 3. Ratification of M/s, RG & Associates, Chartered Accountants, Hyderabad;**

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

“RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Companies (Audit and Auditors) Rules, 2014 (“Rules”) (including any statutory modification or re-enactment thereof, for the time being in force), the Company hereby ratifies the appointment of M/s **RG & Associates**, Chartered Accountants, (Firm Registration No. 010022S), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2020.”

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

**Velamala Jagdish
Managing Director**

**Place: Hyderabad
Date: 08th December 2020
Din:00055303**

**NOTES:**

1. General instructions for accessing and participating in the 26th AGM through VC/OAVM Facility and voting through electronic means including remote e-voting.
 - a. In view of the outbreak of the COVID-19 pandemic, social distancing norm to be followed and the continuing restriction on movement of persons at several places in the country and pursuant to General Circular Nos.14/2020, 17/2020 and 20/2020 dated April 8 2020, April 13, 2020 and May 5, 2020, respectively, issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (“SEBI Circular”) and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 26th AGM of the Company is being conducted through VC/ OAVM Facility, which does not require physical presence of members at a common venue. The deemed venue for the 26th AGM shall be the Registered Office of the Company.
 - b. In terms of the MCA Circulars, since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 26th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-voting, for participation in the 26th AGM through VC/OAVM Facility and e-voting during the 26th AGM.
 - c. Since the AGM will be held through VC/ OAVM Facility, the Route Map is not annexed in this Notice.
 - d. Central Depository Services (India) Limited (“CDSL”) will be providing facility for voting through remote e-voting, for participation in the 26th AGM through VC/ OAVM Facility and e-voting during the 26th AGM.
 - e. Members may join the 26th AGM through VC/ OAVM Facility by following the procedure as mentioned below which shall be kept open for the Members from 10.15 a.m. IST i.e. 15 minutes before the time scheduled to start the 26th AGM and the Company may close the window for joining the VC/OAVM facility 15 minutes after the scheduled time to start the 26th AGM.
 - f. Members may note that the VC/ OAVM Facility, provided by CDSL, allows participation of atleast 1,000 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the 26th AGM without any restriction on account of first-come first-served principle.
 - g. Attendance of the Members participating in the 26th AGM through VC/ OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.



- h. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (“ICSI”) and Regulation 44 of Listing Regulations read with MCA Circulars and SEBI Circular, the Company is providing remote e-voting facility to its Members in respect of the business to be transacted at the 26th AGM and facility for those Members participating in the 26th AGM to cast vote through e-voting system during the 26th AGM.
- i. In line with the MCA Circulars and SEBI Circular, the Notice of the 26th AGM will be available on the website of the Company at www.biogreenpaper.com, on the website of BSE www.bseindia.com and also on the website of CDSL at www.evotingindia.com.
2. Instructions for Members for Remote e-voting are as under:
- i. The voting period begins on Monday, December 28, 2020 at 10:00 a.m. and ends on Wednesday, December 30, 2020 at 5:00 p.m. During this period shareholder’s of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Thursday, December 24, 2020 may cast their vote electronically. The remote 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.
- iii. The shareholders should log on to the e-voting website www.evotingindia.com.
- iv. Click on “Shareholders” module.
- 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. Shareholders 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 and voted on an earlier e- 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:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	<ul style="list-style-type: none">• Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)• Shareholders who have not updated their PAN with the



	Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot/ Attendance Slip indicated in the PAN field.
Dividend Bank Details or Date of Birth	<ul style="list-style-type: none">• Enter the Dividend Bank Details or Date of Birth Bank (in dd/mm/yyyy format) as recorded in your Details demat account or in the company records in OR Date order to login.• (DOB) • 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 (v).

After entering these details appropriately, click on “SUBMIT” tab.

- ix. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- x. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN: “BIO GREEN PAPERES LIMITED”
- xii. 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.
- xiii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiv. 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.
- xv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xvii. 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.



PROCESS FOR THOSE SHAREHOLDERS WHOSE E-VOTING EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

- a. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to our Registrar & Share Transfer Agent at addresshelpdesk@linkline.co.in
- b. For Demat shareholders -please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to our Registrar & Share Transfer Agent at addresshelpdesk@linkline.co.in.
- c. The Company/ RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE 26TH AGM THROUGH VC/OAVM ARE AS UNDER:

- i. Shareholder will be provided with a facility to attend the AGM through VC/ OAVM through the CDSL e-voting system. Shareholders may access the same at www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/ OAVM will be available in shareholder/ members login where the EVSN of Company will be displayed.
- II. Shareholders are encouraged to join the Meeting through Laptops/ IPads for better experience.
- III. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- III. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- IV. Shareholders who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 48 hours prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at biogreenpaperslimited.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in atleast 48 hours prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at biogreenpaperslimited.com. These queries will be replied to by the Company suitably by email.
- V. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.



INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:

- a. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- b. Only those shareholders, who are present in the AGM through VC/ OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e- voting system available during the AGM.
- c. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/ OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- d. Shareholders who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- e. Note for Non – Individual Shareholders and Custodians:
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 mailed to 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.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address viz; biogreenpaperslimited.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.



All grievances connected with the facility for voting by electronic means may be addressed to A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

Other Guidelines for Members:

- a. The voting rights of Members shall be in proportion to their share in the paid up equity share capital of the Company as on the cut-off date of Thursday, December 24, 2020.
- b. Any person, who acquires shares of the Company and becomes Member of the Company after the Company sends the Notice of the 26th AGM by email and holds shares as on the cut-off date i.e. Thursday, December 24, 2020, may obtain the User ID and password by sending a request to Registrar & Share Transfer Agents at addresshelpdesk@linkline.co.in. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evotingindia.com.
- c. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or casting vote through e-voting system during the meeting.
- d. Mr. Prabhakar Addagatla, FCA, proprietor of Prabhakar Addagatla & Associates, Practicing Chartered Accountants,, Hyderabad has been appointed as the Scrutinizer to scrutinize the remote e-voting process and casting vote through the e-voting system during the meeting in a fair and transparent manner.
- e. During the 26th AGM, the Chairman shall, after response to the questions raised by the Members in advance or as a speaker at the 26th AGM, formally propose to the Members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the 26th AGM and announce the start of the casting of vote through the e-voting system. After the Members participating through VC/OAVM Facility, eligible and interested to cast votes, have cast the votes, the e-voting will be closed with the formal announcement of closure of the 26th AGM.
- f. The Scrutinizer shall after the conclusion of e-voting at the 26th AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall make a consolidated scrutinizer’s report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within forty eight (48) hours from the conclusion of the 26th AGM, who shall then countersign and declare the result of the voting forthwith.
- g. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.biogreenpapers.com, the website of BSE at www.bseindia.com and on the website of CDSL at www.evotingindia.com,