



**NOTICE:**

Notice is hereby given that the 31st Annual General Meeting of Deccan Polypacks Limited will be held on Tuesday the 29th day of December, 2015 at 11.00 AM at the Registered Office of the Company situated at Sy. No: 142A, IDA Bollaram, (Via) Miyapur, Narsapur Taluk, Jinnaram Mandal, Medak District, Telangana to transact the following business.

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2015, Audited Balance Sheet and the Cash Flow Statement as at that date and the Reports of the Director's and Auditor's thereon.
2. To appoint a Director in the place of Sri K Gopal, (Holding DIN No : 00306607 ) who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in the place of Sri N V S Rao, (Holding DIN No : 02143781 ) who retires by rotation and being eligible offers himself for re-appointment.
4. To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution :  
"RESOLVED THAT M/S Bhaskara Rao & Co., Chartered Accountants, Hyderabad, having Firm Registration No : 000459S allotted by The Institute of Chartered Accountants of India, be and are hereby appointed as statutory auditors of the Company to hold office , from the conclusion of this annual general meeting for three consecutive years of the first term of five consecutive years, subject to ratification at every annual general meeting, on such remuneration, as may be fixed in this behalf by the board of directors of the Company".

**SPECIAL BUSINESS :**

5. **To consider and if thought fit, to pass with or without modification the following resolution as Ordinary Resolution :**  
"RESOLVED THAT Kum R Rama Devi ( Holding DIN No : 00280075 ) who was appointed as Additional Director of the Company at the Board Meeting held on 30.03.2015 and who in terms of Section 161(1) and any other applicable provisions

of the Companies Act, 2013 holds office upto the date of Annual General Meeting and in respect of whom the Company has received a notice pursuant to the provisions of Section 152 of the Companies Act, 2013 along with the requisite deposit proposing the candidature of Kum. R Rama Devi for the office of the Director be and is hereby appointed as Director of the Company liable to retirement by rotations".

6. **To consider and if thought fit, to pass with or without modification the following resolution as Ordinary Resolution :**

"RESOLVED THAT pursuant to the provisions of Sections 149,150,152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under ( including any statutory modification(s) or enactment thereof for the time being in force Sri D R S P Raju ( Holding DIN No: 00306612 ) Director of the Company who ceased to be Managing Director with effect from 05.08.2014 and continued to be Director be and is hereby appointed as Director whose office shall be liable to retirement by rotation".

7. **To consider and if thought fit, to pass with or without modification the following resolution as Special Resolution :**

"RESOLVED THAT pursuant to the provisions of Sections 196,197,203 and all other applicable provisions of the Companies Act, 2013 ( including any statutory modifications or enactment thereof for the time being in force ) and subject to the limits specified in Schedule V of the Act, 2013 consent be and is hereby accorded to the re-appointment of Sri D V Prudvi Raju, (Holding DIN No : 03024648) as Whole Time Director for a period of Three Years with effect from 09.02.2015 and payment of remuneration on the following terms and conditions".

- I. Salary Rs 50,000/- per month in the grade Rs 50,000-3,000-56,000
- II. Perquisites and allowances :

**1. Housing**

- a) The expenditure incurred by the Company on hiring accommodation for the Whole Time Director shall be subject to a ceiling of 60% salary over and above 10% payable by the Whole Time Director himself.

- b) Where accommodation is provided in a Company owned house, the Whole Time Director shall pay to the Company by way of rent 10% of the salary.
- c) Where the Company does not provide accommodation to the Whole Time Director House Rent Allowance may be paid by the Company in accordance with (a) above.
- d) The expenditure incurred by the Company on gas, electricity, water and furnishing will be valued as per the Income-Tax Rules, 1962. This will however, be subject to a ceiling of 10% of salary of the Whole Time Director.

## II. Medical Reimbursement

Expenses incurred for self and family subject to a ceiling of one month's salary per year.

## III. Leave Travel Concession

For self and family once in year in accordance with rules specified by the Company.

- IV. Fees of Clubs subject to a maximum of two clubs, admission and life membership fees not being allowed.
- V. For an amount the annual premium of which does not exceed Rs 2,000/-

## OTHER PERQUISITES :

- I. Company's contribution towards Provident Fund as per the rules of the Company.
- II. Company's contribution towards Pension / Superannuation Fund as per the rules of the Company. Such contribution together with the contribution to the Provident Fund shall not exceed limits prescribed in the Income-Tax Act, 1961.
- III. Gratuity-payable in accordance with an approved scheme and shall not exceed one half month's salary for each completed year of service.

Contribution to Provident Fund and Superannuation Fund to the extent they are exempted under the Income-Tax Act, 1961 and encashment of leave at the end of tenure will not be included in the computation of the ceiling on perquisites. Provision of car for use on Company's business and telephone at residence will not be considered as perquisites. All long distance personal calls shall be duly logged and paid for by the Whole Time Director.

Earned / Privilege Leave – on full and allowances as per rules of the Company. "Leave accumulated but not availed of during his tenure may be allowed to be encashed as per the rules of the Company".

" FURTHER RESOLVED THAT in the event of any loss or in adequacy of profits in any financial year during his tenure, the Company shall pay Sri D V Prudvi Raju, the remuneration by way of salary, perquisites or any other allowance as specified above and in accordance with the limits specified under the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Government from time to time in this regard, as minimum remuneration".

" FURTHER RESOLVED THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, appropriate and desirable to give effect to this resolution".

## 8. To consider, and if thought fit, to pass, with or without modifications, the following resolution as Special Resolution :

" RESOLVED THAT the consent of the Company pursuant of the provision of Section 13 of the Companies Act, 2013 be and is hereby given to partially amend Clause I of III (A) of the main objects of the Memorandum of Association of the Company to read as follows :

To carry on the business as promoters, producers, manufacturers, buyers, sellers, dealers, importers, exporters, traders, agents in all kinds of plastics including High Density Polyethylene, Polypropylene, fabrics , blended fabrics, woven sacks of all types and descriptions and products of HMHD/LDPE/LLDPE film, injection moulding, blow moulding, corrugated boxes, sheets, paper bags, boxes, sheets made of tin, polyester film, nylon, plastic lenses, engineering plastics and all types of containers and packing materials.

**9. To consider and if thought fit to pass with or without modification(s), the following resolution as Special Resolution**

“RESOLVED THAT the consent of the Company pursuant of the provision of Section 180(1)(a) of the Companies Act, 2013 be and is hereby given to the Board of Directors to sell, lease or otherwise dispose off the whole or substantially the whole of the undertaking of the Company on such terms and conditions and stipulations as the Board may in its discretion deem fit and in the interest of the Company”

On behalf of the Board.  
for **DECCAN POLYPACKS LIMITED**

Place : Hyderabad  
Date:13.11.2015

**D V. Prudvi Raju**  
Whole Time Director

**NOTES :**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company.
2. Proxy, in order to be effective must be deposited at the Company's Registered Office at Sy. No : 142A, IDA Bollaram, (Via) Miyapur, Jinnaram Mandal, Narsapur Tq., Medak Dist. Telangana not less than 48 hours before the time for holding the meeting.
3. The members are requested to please forward all the correspondence relating to transfers, change of address, requests for dematerialization of shares and all matters pertaining to shares to the Registrars and Transfer Agents M/s Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot No : 31-32, Gachibowli, Financial District, Nanakaramguda, Hyderabad – 500 032, Telangana.
4. The Register of members and share transfer books of the Company will remain closed from 23.12.2015 to 29.12.2015 (both days inclusive).
5. The explanatory statement for special business mentioned in the notice is annexed as per the provisions of Section 102(1) of the Companies Act, 2013.

6. Pursuant to Section 108 of the Companies Act, 2013 read with 20 of the Companies ( Management and Administration ) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 31st Annual General Meeting, “AGM” by electronic means and the business may be transacted through e-voting services provided by Karvy Computershare Pvt Ltd , “KARVY”>

It may be noted that this e-voting facility is optional. The e-voting facility will be available at the link <https://evoting.karvy.com> during the following voting period.

Commencement of e-voting : from 9.00 AM IST on 25.12.2015 to 5.00 PM IST on 28.12.2015

7. E-Voting shall not be allowed beyond 5.00 PM on 28.12.2015. During the e-Voting period, shareholders of the Company, holding shares in physical form or in dematerialized form as on 22.12.2015 may cast their vote electronically.
8. The login ID and password for e-voting along with process, manner and instructions for e-voting is being sent to the members who have not registered their email IDs with the Company / respective depository participants along with physical copy of the Notice. Those members who have registered their email IDs with the Company / their respective Depository Participants are being forwarded the login ID and password for e-voting along with process, manner and instructions by e-mail.
9. The Company has appointed Mr V B S S Prasad, Practicing Company Secretary, (FCS NO 4605) as Scrutinizer for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.
10. The Scrutinizer shall within a period not exceeding three working days from the conclusion of the e-voting period unlock the votes in the presence of atleast two witnesses not in the employment of the Company and make Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman / Whole Time Director of the Company.

On behalf of the Board.  
for **DECCAN POLYPACKS LIMITED**

Place : Hyderabad  
Date:13.11.2015

**D V. Prudvi Raju**  
Whole Time Director

**ANNEXURE :**

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of special business.

**ITEM NO : 5**

Kum R Rama Devi is Non-executive Independent Director. She was appointed as additional Director of the Company at the Board Meeting held on 30.03.2015 and holds office till the conclusion of the ensuing Annual General Meeting. Kum. R Rama Devi is AMIE from Institution of Engineers, Kolkata and MBA from ICFAI University and has 18 years experience in the packaging industry and in HVAC Industry. The Board considers that her appointment as Director would be of immense benefit and the Company could avail her rich experience. Accordingly, the Board recommends the resolution for her appointment as an Independent Director for the approval of the shareholders. Except Kum R Rama Devi none of the Directors and Key Management Personnel of the Company and their relatives is concerned, interested, financial or otherwise. The explanatory statement may also be regarded as a disclosure under 49 of the listing agreement with the Stock Exchange.

**ITEM NO : 6**

Sri D R S P Raju was appointed as Managing Director at the Annual General Meeting of the Company held on 29.09.2011 for a period of 5 years till 30.09.2016. At the Board Meeting held on 14.08.2014, Sri D R S P Raju resigned from the position of Managing Director due to pre-occupations and continued to be a Director of the Company. It is proposed to appoint Sri D R S P Raju as Director whose office is liable to retirement by rotation. A notice has been received from a member proposing Sri D R S P Raju as candidate for the office of Director together with requisite deposit. The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail his services as Director. The Board recommends the appointment of Sri D R S P Raju as Director for the approval by the shareholders of the Company. Except Sri D R S P Raju being the appointee and Sri D V Prudvi Raju being a relative, none of the Directors / Key Management Personnel / their relatives is concerned or interested. This explanatory statement may be regarded as a disclosure under Clause 49 of this listing agreement with the Stock Exchange.

**ITEM NO : 7**

The existing term of Sri D V Prudvi Raju, as Whole Time Director expires on 08.02.2015. The Board of Directors at their meeting held on 29.05.2015 have reappointed Sri D V Prudvi Raju as Whole Time Director for the period of Three Years with effect from 09.02.2015, subject to the approval of the shareholders. The Directors Nomination and Remuneration Committee at its meeting held on 29.05.2015 has passed resolution recommending the appointment and payment of remuneration to Sri D V Prudvi Raju, as Whole Time Director as per the terms mentioned in the notice subject to the approval of the Shareholders. Your Directors are of the view that the re-appointment of Sri D V Prudvi Raju, Whole Time Director will be in the interest of the Company and its members and accordingly commend the resolution for your approval. Sri D V Prudvi Raju holds 134898 equity shares as on 29.05.2015. Sri D R S P Raju being relative of Sri D V Prudvi Raju is interested in this resolution. No other Director / Key Management personnel / their relatives are interested in this resolution. The explanation together with the accompanying notice may be treated as on abstract under section 190 of the Companies Act, 2013.

**ITEM NO : 8**

The Company is presently engaged in the business of manufacture and sale of products made of plastic and mainly caters to the packing requirements of the Cement, fertilizers, food grains industry. It is proposed to venture into manufacture of corrugated boxes, sheets, paper bags, boxes, containers made of tin to cater to the packing requirements of other goods and consumables. Considering the present growth in the packaging industry especially the corrugated boxes, sheets, tin etc the Company is confident of improving the overall performance of the Company. Hence it is proposed to partially amend the existing object clause to enable the Company to take up the new line of business activity. In terms of Section 13 of the Companies Act, 2013 approval of the members is required to amend the objects clause. The Directors commend the resolution for the approval of the shareholders. None of the Directors are interested in the resolution.

**ITEM NO : 9**

The existing plant and machinery has become old resulting low production and increase in cost of repair

and maintenance. The Company is desirous of replacing the existing machinery to improve the production. Considering the present market scenario for its products it is re-thinking on the investment in the new machinery. Alternately the Company is also exploring the proposal to identify prospective investor who could take the plant and machinery on lease or sale including land and buildings. In terms of section 180(1)(a) of the Companies Act, 2013 approval of the members is required to proceed with the proposal for lease and or sale of the undertaking. The Directors commend the resolution for the approval of the shareholders. None of the Directors are interested in the resolution.

On behalf of the Board.  
for **DECCAN POLYPACKS LIMITED**

Place : Hyderabad  
Date:13.11.2015

**D V. Prudvi Raju**  
Whole Time Director

## DIRECTORS' REPORT

Your Directors have pleasure in presenting their 31st Annual Report together with the Audited Accounts and Cash Flow Statements for the year ended 31st March 2015.

The financial results for the year ended 31st March 2015 are summarized below.

Particulars	(Rs. in Lakhs)	
	2014-15	2013-14
Income from operations	183.27	2277.50
Gross Profit	(-) 1369.01	36.50
Interest	145.12	214.62
Depreciation	21.86	30.91
Profit/(Loss) before taxation	(-)1535.99	(-)209.04
Deferred Tax(Liability)/Asset	(-) 18.66	48.74
Current tax	-	-
Net Profit/(Loss)After Taxation	(-)1554.65	(-) 160.29
Balance brought forward	20.56	180.85
Balance carried to		
Balance Sheet	(-) 1534.09	20.56

### 1. Operations

The overall performance of the Company in terms of sales and turnover has been low in comparison with the previous year. During the year the under report the Company has incurred net loss of Rs 1554.65 Lakhs in comparison with net loss of Rs 160.29 Lakhs in the previous year. During the year the operations continued during the first quarter only and the production recorded was 99 MTs. Since the production was suspended with effect from 15th July 2014, the production figures and capacity utilization figures are not comparable with the previous year. The production was suspended due to increase in the prices of raw material and fall in the selling price of the finished goods due to stiff competitions.

### 2. Erosion of Networth :

As on 31.03.2015 the net worth of the Company is 100% eroded and Company has become sick company under the provisions of the Sick Industrial Companies(Special Provisions) Act, 1985 (SICA). The Company would take steps to file report to the Board for Industrial and Financial Reconstruction (BIFR) in terms of the provisions of SICA.

### 3. Future Outlook

The Company is exploring options for revival including sale of the undertaking. The update status will be informed to the shareholders.

## 4. Disclosure as per Listing Agreement :

### Clause 43 :

The Company's shares are listed on the Bombay Stock Exchange Ltd., P J Towers, Dalal Street, Fort, Mumbai . It is further informed that the listing fees for the year 2015-2016 has not been paid to the exchange due to shortage of funds and stoppage of operations.

## 5. Meetings of the Board of Directors :

During the year ended March 31st 2015, Six Board Meetings were held. The dates on which the Board Meetings were held are 29.05.2014, 14.08.2014, 26.09.2014, 11.11.2014, 09.02.2015 and 30.03.2015.

## 6. Statement on Declaration given by Independent Directors under Section 149(6)

The Independent Directors have submitted the declaration of independence as required pursuant to Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in Section 149(6).

## 7. Nomination and Remuneration Committee

The Nomination and Remuneration Committee consists of the following directors namely Sri K Goapl, Sri N S B Reddy and Sri N V S Rao.

### Brief description of terms of reference :

- Carry on the evaluation of every director's performance.
- Formulation of criteria for determining qualification, positive attributes and independence of a Director.
- Recommend policy to the Board relating to remuneration of the directors, key managerial personnel and other employees.
- Devising a policy on board diversity
- Any other matter as the board may decide from time to time.

### Nomination and Remuneration Policy :

The objective of the policy :

- Lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors and persons who may be appointed as key managerial persons and to senior management positions.

- b) To provide reward directly linked to their effort, performance, dedication and achievement relating to company's operations.
- c) To retain, motivate, promote talent to ensure long term sustainability of talented managerial persons and create competitive advantage.
- d) Determine remuneration based on company's size and financial positions and trends and practices.

#### **8. Particulars of Loans, Guarantees and Investments under Section 186**

The Company has not given any loan, or guarantee, or provided any security in connection with a loan to any other body corporate or person during the financial year.

#### **9. Particulars of contracts or arrangements with related parties referred to in Section 188(1) :**

The particulars of contracts or arrangements with related parties referred to Sec 188(1) is prepared in Form NO. AOC-2 pursuant to Sec 134(3)(h) of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 and the same is enclosed as Annexure – 2 to this report.

#### **10. Extract of Annual Return :**

The extract of Annual Return is prepared in Form MGT-9 as per the provisions of Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014 and the same is enclosed as Annexure -3 to this report.

#### **11. Corporate Governance**

The Company has implemented the Corporate Governance Code during the year under report. A detailed report is enclosed and forms part of this Annual Report.

#### **12. Directors Responsibility Statement**

The Board of Directors of the Company hereby declares and states that :

- a) In the preparation of 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 at the end of the financial year 31.03.2015 and of the loss of the Company for the period ended 31.03.2015

- 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.
- e) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively..
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **13. Energy, Technology and Foreign Exchange**

Additional information on conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo as required to be disclosed in terms of section 134(M) read with Companies (Accounts) Rules 2014 ) is as per annexure 1 hereto and forms part of this report.

#### **14. Risk Management Committee :**

Risk Management Committee consists of the following Directors :

a) **Sri K Gopal**

b) **Sri D R S P Raju**

c) **Sri D V Prudvi Raju**

#### **Risk Management Policy :**

The Company has taken steps to mitigate the following risks

#### **Raw Material Price :**

Ours is a high volume manufacturing industry wherein the main raw material is PP / HDPE granules which are available indigenously and by imports. The raw materials are subject to frequent changes as their prices depend on petroleum products. The prices are closely monitored and depending on the requirement the stocks are maintained.

#### **Competition and price pressure :**

Our being a packing industry there are many players and there is severe competition and price cutting indulged by competitors. Action of one player is followed by other to either increase market share or offer low price to retain the volumes.

**Foreign Currency Risks :**

The Company's exposure to foreign currency is low. Majority purchase of raw materials through domestic market. The export volumes are low. The impact of foreign exchange fluctuation is almost negligible considering the volume of transactions in foreign currency.

**15. Statutory Auditors**

The Company, in terms of Section 139(1) and (2) of the Act 2013, is required to appoint statutory auditors for a term of five consecutive years i.e. till the conclusion of sixth annual general meeting and ratify their appointment, during the period, in every annual general meeting by an ordinary resolution.

The period for which any firm has held office as auditor prior to the commencement of the Act 2013 will be taken into account for calculating the period of five consecutive years, as per the fourth provision to Section 139(2) of the Act 2013 read with Rule 6(3) of the Companies (Audit and Auditors) Rules, 2014.

M/s M.Bhaskara Rao & Co., Chartered Accountants, Hyderabad who were earlier appointed as statutory auditors of the Company, at the annual general meeting held on 26th September, 2014, are eligible to be appointed for the remaining period of three years out of the first term of five consecutive years in terms of the Act 2013.

The Company has obtained necessary certificate under Section 141 of the Act 2013 from the auditor conveying their eligibility for the above appointment. The audit committee and board reviewed their eligibility criteria, as laid down under Section 141 of the Act 2013 and recommended their appointment as auditors for the aforesaid period.

**16. Board of Directors**

Sri K Gopal, Director is liable to retire by rotation at this Annual General Meeting and being eligible, offers him for re-appointment.

Sri N S B Reddy, Director ceased to be Director of the Company with effect 29.05.2015 consequent upon his resignation.

Sri N V S Rao, Director is liable to retire by rotation at this Annual General Meeting and being eligible, offers him for re-appointment.

Sri D R S P Raju, Director who ceased to be Managing Director and continued to be Director, his appointment as Director liable to retirement by rotation is being placed for approval of the members at the meeting.

Re-appointment of Sri D V Prudvi Raju, Whole Time Director is proposed at the ensuing Annual General Meeting since his term expired on 08.02.2015.

**17. Directors and Key Management Personnel who were appointed or have resigned during the year**

Sri K Gopal, Sri N S B Reddy and Sri N V S Rao were appointed as independent directors to hold office for a term of 5 years at the Annual General Meeting held on 26.09.2014.

Sri D R S P Raju, Managing Director resigned as Managing Director at the Board Meeting held on 14.08.2014 however he continues to be Director.

Kum. R Rama Devi was appointed as Additional Director ( independent Women Director ).

**18. Secretarial Audit Report**

Copy of the report of Sri V.B.S.S Prasad, Practicing Company Secretary (CP No : 4605) for the year under report in Form MR-3 is attached as Annexure 4 to this report. There are no qualifications in the Secretarial Report.

**19. Particulars of appointment and remuneration of Managerial Personnel :**

The statement of particulars of Appointment and Remuneration of Managerial Personnel in terms of Rule 5 of Companies ( Appointment and Remuneration of Managerial Personnel ) Rules , 2014 is enclosed as Annexure 5 to this report.

**20. Insurance :**

All properties and insurable interests of the Company including building, plant and machinery and stocks have been fully insured.

**21. Change in nature of Business :**

There is no change in the Companies nature of business during the financial year ending 31.03.2015 except that the production / operations continues to be suspended since 15th July 2014.

**22. Internal Control System and their adequacy :**

Considering the size of business and nature of operations and internal control systems and procedure

adopted and reviewed periodically by the Board and Audit Committee the existing control systems are adequate.

**23. Significant and Material orders passed by Regulators :**

No such orders have been received during the year under report.

**Material changes and commitments :-**

There are no material changes and commitments in the business operations of the Company during the year under report except that the production continues to remain suspended since 15th July 2014.

**24. Policy on Sexual Harrasment :**

The Company has no women employee in the employment of the Company. The Company is in the process of framing and formulating policy on sexual harassment at workplace in accordance with Sexual Harassment of Women at workplace ( Prevention, prohibition and Redressal ) Act, 2013. During the year under report the Company has not received any complaints pertaining to Sexual Harassment.

**25. Acknowledgements**

The Board expresses its grateful thanks to the State Bank of India, State Bank of Hyderabad, various departments of the State and Central Government, customers, vendors and shareholders for their valuable support to the company, staff and employees.

On behalf of the Board.  
for **DECCAN POLYPACKS LIMITED**

Place : Hyderabad  
Date:29.05.2015

**D V. Prudvi Raju**  
Whole Time Director

## CORPORATE GOVERNANCE REPORT

### I. The Corporate Governance Code

The Company is implementing the Corporate Governance Code as per the guidelines issued by the Stock Exchange. The Company has consistently practiced good corporate governance. The Company creates an environment for the efficient conduct of the business and to enable management to meet its obligations to all its stakeholders, including amongst others, customers, employees and the community in which the Company operates.

### II. Board of Directors ("Board")

The Board comprises of (Seven) Directors of whom two are executive, and five are non-executive directors. Out of the five non-executive directors four are Independent Directors and one is non-executive and promoter and the Chairman of the Board is a Non-Executive

#### a) Composition of the Board

Name of the Director	Status
Sri K Gopal	Independent & Non-Executive - Chairman
Sri D R S P Raju	Non Executive & Promoter
Sri G V S Raju	Director (Commercial) & Executive
Sri D V Prudvi Raju	Whole Time Director & Executive
Sri N S B Reddy	Independent & Non Executive
Sri N V S Rao	Independent & Non Executive
Kum. R Rama Devi	Independent & Non Executive

#### b) Disclosure of relationships between Directors Inter Se :

Sl.No.	Name of the Director	Nature of relationship to (Name of the Director)
1.	Sri D R S P Raju	Father of D V Prudvi Raju
2.	Sri K Gopal	Nil
3.	Sri N S B Reddy	Nil
4.	Sri G V S Raju	Sister's Husband (Sri D R S P Raju)
5.	Sri N V S Rao	Nil
6.	Sri D V Prudvi Raju	Son of Sri D R S P Raju
7.	Kum. R Rama Devi	Nil

#### c) Board Meetings :

The meetings of the Board of Directors are held at the City Office / Registered Office of the Company at Hyderabad / Bollaram (factory site) and agenda for which is circulated atleast 7 days in advance. Senior Management of the Company is invited to attend the Board Meetings, to make presentations and provide clarifications as and when required. The Board meets at least once a quarter to review the quarterly performance and financial results.

#### d) Number of Board Meetings

During the year from 1st April 2014 to 31st March 2015 the Board met Six times on the following dates.

Sl.No	Date	Board Strength	No. of Directors present
01	29.05.2014	6	6
02.	14.08.2014	6	5
03.	26.09.2014	6	5
04.	11.11.2014	6	5
05.	09.02.2015	6	5
06.	30.03.2015	7	5