

ELLORA PAPER MILLS LIMITED



39TH ANNUAL REPORT 2013-2014

BOARD OF DIRECTORS

Shri Sudhir Goenka	:	Managing Director
Shri Bandhoooram Prasad	:	Director
Shri Purushottam Patil	:	Director

STATUTORY AUDITORS

**M/s. R. S. Bhattad & Associates,
Chartered Accountants,
Ramdaspath, Nagpur-440010**

REGISTERED OFFICE

**379, Pandit Jawaharlal Nehru Marg,
Ashoka Vault Building, Sitabuldi,
Nagpur, Pin Code - 440 012**

FACTORY

**Village : Dewada Khurd, Post: Tumsar
District: Bhandara, State: Maharashtra
Pin Code - 441 912**

REGISTRAR & TRANSFER AGENT

**Bigshare Services Private Limited
E-2/3, Ansa Industrial Estate,
Sakivihar Road, Sakinaka,
Andheri (E), Mumbai
Pin Code – 400 072**

NOTICE

NOTICE is hereby given that the 39th Annual General Meeting of the Members of Ellora Paper Mills Limited will be held on Tuesday 30th December, 2014 at 11:00 A.M. at the Registered Office of the company at “379, Pandit Jawaharlal Nehru Marg, Ashoka Vault Building, Sitabuldi, Nagpur – 440 012” to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March, 2014, the statement of Profit and Loss for the year ended on that date and the reports of the Auditors and Directors thereon.
2. Shri Purushottam Patil (DIN: 06679479), Director of the Company is liable to retire by rotation at the ensuing Annual General Meeting. He has not opted for the re-appointment as Director and accordingly, not being re-appointed as Director of the Company.
3. To re-appoint M/s R. S. Bhattad & Associates, Chartered Accountants and to fix their remuneration

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

"RESOLVED THAT pursuant to provisions of Section 139 of the Companies Act, 2013, *M/s. R. S. Bhattad & Associates, Chartered Accountants*, Nagpur be and is hereby re-appointed as Statutory Auditor of the Company to hold the office from the conclusion of this Annual General Meeting to the conclusion of 49th Annual General Meeting on a remuneration as may be agreed upon between the Board of Directors and Auditors."

SPECIAL BUSINESS

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), *Shri. Arun Kataruka (DIN: 00857042)*, in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to the conclusion of the 44th Annual General Meeting of the Company in the calendar year 2019."

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), *Shri Pramod Kumar Shah (DIN: 00510033)*, in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to the conclusion of the 44th Annual General Meeting of the Company in the calendar year 2019."

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), *Shri Virender Kumar Agarwal (DIN: 00013314)*, in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to the conclusion of the 44th Annual General Meeting of the Company in the calendar year 2019."

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), **Smt. Kusum Goenka (DIN: 05331335)**, in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Director of the Company.”

For and behalf of board of directors of Ellora Paper Mills Limited

Date : 28.11.2014

Place : Nagpur

**Sd/-
Sudhir Goenka, Managing 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 a proxy need not be a member of the company.
2. The instrument appointing proxy in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before commencement of the 39th Annual General Meeting of the Company.
3. The register of members of the Company will remain closed from 24th December, 2014 to 30th December, 2014 (both days inclusive).
4. Corporate members intending to send their authorised representatives to attend the 39th Annual General Meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. Members are requested to notify immediately the change, if any, in their registered address.
6. Members / proxies are requested to bring their attendance slip along with their copy of Annual Report to the Annual General Meeting.
7. The statement pursuant to Section 102 of the companies Act, 2013, setting out, of material facts concerning each item of special business specified above is annexed hereto.
8. Electronic copy of the annual Report and the Notice of the Annual General Meeting of the Company together with the attendance slip and Proxy Form are being sent to all the members whose email IDs are registered with the Company/Registrar and Share Transfer Agent (RTA) of the company/ Depository Participants. For members who have not registered their email address with the Company/ RTA of the company /Depository Participants, physical copies of the above documents are being sent in the permitted mode.
9. Members holding shares in physical form are requested to notify immediately any change in their address/ E-mail address to the Company/ its RTA, Members holding shares in electronic form are requested to advice change of address/ Email address to their Depository Participants.
10. Members who have multiple folios with identical order of names are requested to intimate the same to the Company so as to enable it to consolidate all shareholdings into one folio.
11. Shareholders requiring information about Accounts to be explained in the Meeting are requested to inform the Company at least 7 days in advance from the date of Meeting.
12. Members are requested to bring their copies of the Annual Report to the Meeting.
13. The Members/Proxies should bring the Attendance Slip sent herewith duly filled in for attending the Meeting. The Members holding shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting.
14. As per the provisions of Companies act, 2013, nomination facility is available for members. The nomination forms can be obtained from the Company's Share Transfer Agents by the members holding share in physical form, in respect of members holding shares in electronic form the forms may be obtained from the Depository Participants with whom they are maintaining their demat account.
15. Members are requested to make all correspondence relating to share transfer (both in Physical & Demat form) to our Share Transfer Agent, M/s Bigshare Services Private Limited having office at E-2/3, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri (E), Mumbai-400072.

16. E -VOTING FACILITY :

- (a) In compliance with Clause 35B of Listing Agreement and the Provisions of Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014, the Company offers voting by electronic means through e-voting services provided by Central Depository Services Limited (CDSL).
- (b) Voting rights are reckoned on the basis of the shares registered in the names of the members/beneficial owners as on the cut off/record date fixed for this purpose, viz., 28th November, 2014.
- (c) The Company has appointed Shri Sunil Purushottam Zore, Practicing Company Secretary having office at “Block No.98 Ground Floor, Wing III, Rajat Sankul, Opp. ST Stand, Ganesh Peth, Baidyanath Square, Nagpur-440018” as the scrutinizer for conducting the e-voting and physical ballot process in a fair and transparent manner.
- (d) Instruction for e-voting are as under :

I. Members receiving e-mails from CDSL (for members who have registered their email IDs with the Company/Depository Participants)

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on “Shareholders” tab.
- (iii) Now, select the “COMPANY NAME” from the drop down menu and click on “SUBMIT”
- (iv) 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.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> 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 serial number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field. In case the serial 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 serial number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then reach directly 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.
- (x) For Members 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 for the relevant “Ellora Paper Mills Limited “ on which you choose to vote.
- (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 out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

II) In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
- (B) The voting period begins on 24th December, 2014 at 9.00 a.m. and ends on 26th December, 2014 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 28th November, 2014 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

III. In case of members desiring to exercise vote by Postal Ballot:

A Member desiring to exercise vote by Postal Ballot should complete the Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed business reply envelope properly sealed. Members are requested to read the instructions contained on the reverse of the Postal Ballot Form and follow the same.

(e) the Scrutinizer shall within a period of not exceeding three working days from the conclusion of the evoting period unblock the votes in the presence of at least two witnesses not in the employment of the company and prepare a Scrutinizer’s Report and submit the report to the Chairman of the company.

(f) The result shall be declared at the Annual General Meeting of the Company. The results declared along with the Scrutinizer’s Report will be posted on the website of CSDL within two days of passing of the resolution at the AGM and communicated to the stock exchanges.

(g) All relevant documents referred to in the accompanying Notice and Statement of material facts will be open for inspection at the registered office of the Company during normal working days upto and including the date of the AGM.

ANNEXURE TO THE NOTICE

Statement of material facts pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business mentioned in the accompanying Notice

For Item No. 4 to 7

Shri. Arun Kataruka, Shri Pramod Kumar Shah and Shri Virender Kumar Agarwal have furnished declarations confirming that they meet the criteria of independence under Section 149 (6) of the Companies Act, 2013 (the Act). They have been proposed as candidature for the office of the Independent Director of the Company by member of the Company in terms of section 160 of the Companies Act 2013. The Board has also formed an opinion that they are persons of integrity and possess the relevant expertise and experience and have consequently selected them as independent director. In terms of Section 149(10) read with Schedule IV of the Act, they are being appointed to hold office for a term of next five consecutive years. During this period they shall not be liable to retire by rotation.

Smt. Kusum Goenka, one of the promoters of the Company, has been proposed as candidature for the office of the Director of the Company by member of the Company in terms of section 160 of the Companies Act 2013. The Board recommends the appointment of Smt. Kusum Goenka as the Director of the Company.

Brief details of Shri. Arun Kataruka, Shri Pramod Kumar Shah, Shri Virender Kumar Agarwal and Smt. Kusum Goenka forms part of the Notice annexed hereto. Board considers that their continuous association with the Company would be immense benefit to the Company and recommends the resolutions as set out in items 4 to 7 in the notice to be approved by the shareholders, by way of Ordinary Resolution.

None of the Directors or Key Managerial Persons and/or their relatives except Shri. Arun Kataruka, Shri Pramod Kumar Shah, Shri Virender Kumar Agarwal and Smt. Kusum Goenka have any concern or interest, financial or otherwise, in these resolutions.

Details Shri. Arun Kataruka

Name	Shri. Arun Kataruka.
DIN	00857042
Date of Birth	10/04/1959
Expertise in specific functional areas	Commerce, Economics.
Directorship in other company	Rafbrix Limited

Details of Shri Pramod Kumar Shah

Name	Shri Pramod Kumar Shah
DIN	00510033
Date of Birth	10/07/1959
Expertise in specific functional areas	Commerce, Economics.
Directorship in other company	Universal Overseas Ltd Ethics Nirmaan Private Limited Ethics Commercials Ltd

Details of Shri Virender Kumar Agarwal

Name	Shri Virender Kumar Agarwal
DIN	00013314
Date of Birth	05/05/1967
Expertise in specific functional areas	Commerce, Economics, Textiles.
Directorship in other company	Suryaamba Spinning Mills Limited Agatha Developers Private Limited

Detials of Smt. Kusum Goenka

Name	Smt. Kusum Goenka
DIN	05331335
Date of Birth	04/02/1962
Expertise in specific functional areas	Commerce, Economics, Paper Industry.
Directorship in other company	Rituraaj Builders Private Limited Tenacious Realty Private Limited Scintillating Nirman Private Limited Conjure Properties Private Limited Tenacious Builders Private Limited Drishtinandan Developers Private Limited Chalet Construction Private Limited Amogh Skyscraper Private Limited

**REPORT OF THE BOARD OF DIRECTORS
TO THE MEMBERS OF ELLORA PAPER MILLS LIMITED**

1. Presentation

Your directors have pleasure in presenting the 39th Annual Report together with the Audited Accounts for the year ended on 31st March, 2014.

2. Financial Results

The financial results of the operation for the year under review are as follows:

	Rs. In Lakhs	
Particulars	2013-14	2012.13
Sales	2051.10	1899.19
Profit before exceptional and extraordinary items and tax	(76.60)	382.10
Less-Exceptional Items	-	-
Profit before extraordinary items and tax	(76.60)	382.10
Less- Extraordinary items	-	-
Profit/(Loss) Before Tax	(76.60)	382.10
Less : Tax Expenses		
• Current Tax	--	17.48
• Deferred Tax Expenses/ (Income)	24.85	256.18
Profit/(Loss) after tax for the year	(51.74)	108.44
Profit/(Loss) carried forward to Balance Sheet	(51.74)	108.44
Basis and Diluted EPS (In Rs)	(2.59)	5.42

3. Review of Operations

During the year under review, the Company has posted a sales of Rs. 2051.10 lakhs as against Rs. 1899.19 Lakhs during the previous year. The Company has been able to maintain the sales volumes; but, profit after current tax has declined from Rs. 108.44 lakhs to a loss of Rs. 51.74 lakhs, primarily, due to increase in raw material prices.

4. Public Deposits

During the period under review, your Company has not accepted any deposits within the meaning of Section 58A of the Companies Act, 1956 and the rules made there under

5. Dividend

Your Directors do not recommend any dividend for the year 2013-2014.

6. Safety and Pollution Control

The Company continues to give top priority to safety and pollution control aspects. It has strictly been following the requisite guidelines as received from Pollution Control Board from time to time.

7. Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings & Outgo

Information in accordance with the provisions of section 217(1) (e) of the Companies Act, 1956, read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988, regarding Energy Conservation, Technology Absorption and Foreign Exchange Earnings & Outgo is given in "Annexure A" forming part of this Report.

8. Particulars of Employees

During the year under review, there were no employees drawing remuneration in excess of the prescribed limits and whose particulars are required to be given in compliance with the provisions contained in Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

9. Directors' Responsibility Statement

The Directors affirm (a) that in the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanations relating to material departures; (b) that 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 and of the profit and loss of the company for that period; (c) that the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the

Companies Act, 1956, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities; and (d) that the directors have prepared the annual accounts on a going concern basis.

10. Directors

During the period under review, there has been a change in the constitution of Board of Directors of the Company. With effect from 1st October 2013, Shri Sudhir Goenka has been elevated as Managing Director of the Company; Shri Chandraprakash Goenka and Shri Sandeep Goenka have resigned from directorship; and Shri Bandhooram Balchandram Prasad and Shri Purushottam Laxman Patil have been inducted into the Board. Shri Purushottam Patil (DIN: 06679479), who is liable to retire by rotation at the ensuing Annual General Meeting has not opted for the re-appointment as director and accordingly, not being re-appointed as director of the Company.

11. Appointment of Statutory Auditors

Members are requested to appoint auditors for the current year. The retiring auditors M/s R. S Bhattad & Associates, Chartered Accountants, are eligible for reappointment. The Company has received letter from them to the effect that their reappointment, if made, would be within the prescribed limits under Section 139 of the Companies Act, 2013. The Board recommends their re-appointment.

12. Listing of Shares

The equity shares of the company are listed on The Bombay Stock Exchange Limited, Mumbai. They are also dematerialized and made live in the CDSL and NSDL systems. M/s. Bigshare Services Private Limited have been appointed as the R & T Agent of the company. Shareholders may contact them at “ E-2/3, Ansa Industrial Estate , Sakivihar Road, Saki Naka, Andheri (E), Mumbai-400072” regarding transfer, dematerialization, etc., of shares.

13. Secretarial Compliance Certificate

Pursuant to section 383A of the Companies Act, 1956, a Secretarial Compliance Certificate issued by Mr. Sunil Zore, Practicing Company Secretary is furnished as “Annexure B” forming part of this Report.

14. Acknowledgements

Your Directors express their gratitude to the Government of India, Government of Maharashtra, Bankers and Valued Customers for their continuing goodwill and support to the Company. Your Directors wish to place on record their deep appreciation for the dedication and loyalty shown by the officers, staff members and workers of the Company. Your Directors sincerely acknowledge the continued trust and confidence you, the shareholders, have placed in the Company.

**By order of the Board
For ELLORA PAPER MILLS LIMITED**

**Date : 28.11.2014
Place : Nagpur**

**Sd/-
Sudhir Goenka
Managing Director**

**Sd/-
Bandhooram Prasad
Director**

ANNEXURE 'A' TO THE DIRECTORS' REPORT

Information as required under the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988

1. CONSERVATION OF ENERGY:

(a) Energy consumption in total and per unit of production in form "A".

FORM – A

Form for disclosure of particulars with respect to conservation of energy

Particulars	Unit	2013-14	2012-13
(A) Power and Fuel Consumption			
1 Electricity			
a. Purchase Units	KWH	5500558	5336300
Total Cost	Rs.(In lacs)	348.02	346.34
Rate / Unit	Rs./KWH	6.33	6.49
b. Own Generation	KWH	-	-
2 Coal			
(Grade B,C or ROM depending upon availability)			
Quantity	M.T.	349	82
Total Cost	Rs. In lacs	15.88	10.07
Average Rate	Rs./MT	4549	3013
3 Furnace Oil		NIL	NIL
4 Others/Internal Generation			
Rice Husk			
Quantity	M.T.	3752	4557
Total Cost	Rs. In lacs	135.43	169.51
Average Rate	Rs./MT	3610	2744
(B) Consumption per unit of production–Paper (M.T.)	Unit	2013-2014	2012-2013
Particulars			
Electricity	KWH	798	879
Furnace Oil	M.T.	NIL	NIL
Coal	M.T.	0.05	0.043
Rice Husk	M.T.	0.54	0.78

II. TECHONOLOGY ABSORPTION

- a. Research & Development (R&D)
b. absorption of Technology

The Company has no separate R&D Department
The Company has not imported any technology.

III. FOREIGN EXCHANGE EARNINGS AND OUTGO

(Rs.in Lacs)	2013-2014	2012-2013
a. Foreign Exchange Earnings	Nil	NIL
b. Foreign Exchange Outgo	Nil	NIL

By order of the Board
For ELLORA PAPER MILLS LIMITED

Date : 28.11.2014
Place : Nagpur

Sd/-
Sudhir Goenka
Managing Director

Sd/-
Bandhooram Prasad
Director