

2015-16

22nd Annual Report

PITAMBAR COATED
PAPERS LIMITED

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Board of Directors

MR. SUBHASH GUPTA Managing Director

MR. SUNIL GUPTA Director

MRS. LALI GUPTA Director

MR. ANSHU GUPTA Independent Director

MR. SATISH GUPTA Independent Director

Statutory Auditors

KUMAR SHARMA & CO.

(Chartered Accountants)

302-303, Munish Plaza,

20, Ansari Road, Daryaganj,

New Delhi-110002

Listing of Shares

The Stock Exchange, Mumbai

Bankers

IDBI Bank

Registered Office

AG-23, Shalimar Bagh,
New Delhi-110088

Project Area

A-912, RIICO Industrial Area
Phase-III, Bhiwadi, District.
Alwar (Rajasthan)-301019

Registrar & Transfer Agent

M/s Alankit Assignment Ltd
2E/21, Jhandewalan, Extension.
New Delhi-55

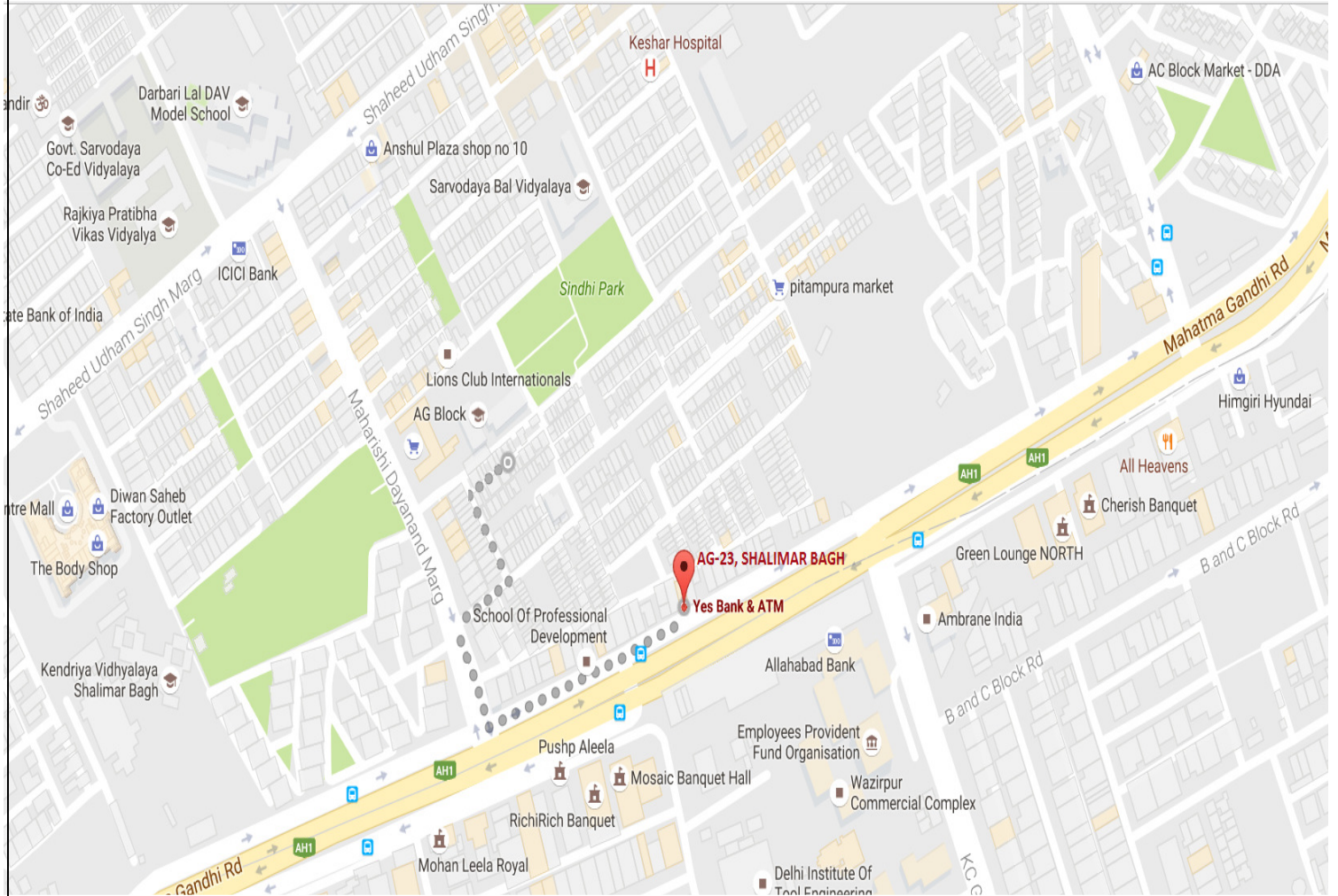
Email

sgsunilgupta4@gmail.com

Contact No.

27482648-49

Here is given below the route map for the purpose of Company's AGM Venue



LETTER FROM THE MANAGING DIRECTOR



Dear Shareholders,

It is my privilege to present you the 22nd Annual Report of the Company. I would like to share the highlights & performance indicators of the Company during the year.

The faith bestowed by shareholders in the management is the strength of the Company and I assure you that your Company is committed to perform and will register a comprehensive growth in the coming years.

I wish to thank our entire loyal shareholders for standing by us. I would also like to thank our precious customers, business partners, suppliers, professional advisors, bankers for their continued support and confidence in the Company. I would also like to highlight the dedication, patience and hard work put in by all of our staff members and management over the years.

I would also like to express my sincere gratitude to my fellow Board members and shareholders of Company for their valuable support and guidance and support to help the Company growth.

With warm Regards
Yours Sincerely
Subhash Gupta
Managing Director

September 01, 2016

Notice

NOTICE is hereby given that the twenty-second Annual General Meeting of the Members of **Pitambar Coated Papers Limited** will be held on Friday the 30th day of September, 2016 at 02:00 P.M. at AG-23, Shalimar Bagh, New Delhi-110088 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company as on March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon.

2. Ratification of Appointment of Statutory Auditors

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

“RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the appointment of **M/s Kumar Sharma & Co.**, Chartered Accountants, as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Annual General Meeting to be held for the financial year 2019-20 on such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

3. To appoint a Director in place of Mrs. Lali Gupta, who retires by rotation and being eligible, offers himself for re-appointment as Director of the company.

SPECIAL BUSINESS

4. To Extend the Loan agreement of Sumit Apparel Limited.

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

“RESOLVED THAT pursuant to the provisions of the Companies Act, 2013, and the relevant Rules framed there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), and the enabling provisions in the Memorandum of Association and Articles of Association of the Company, approval and consent of the members of the Company be and is hereby granted to the Board of Directors to extend the loan agreement of Sumit Apparel Limited.

5. To Sale of Remaining plant & Machinery of the Company.

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

“RESOLVED THAT pursuant to the provisions of section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, and the relevant Rules framed there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), and the enabling provisions in the Memorandum of Association and Articles of Association of the Company, approval and consent of the members of the Company be and is hereby granted to the Board of Directors to sell and transfer the fixed assets including land, Building, Plant & Machinery & other assets.

Notes:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the business under Item Nos. 4 and 5 of the Notice, is annexed hereto.
2. **A Member entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.** Proxies in order to be effective must be received by the company at its registered office not later than 48 hours before commencement of the meeting. Proxies shall not have any right to speak at the meeting.
3. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company
4. During the period beginning 24 hours before the time fixed for 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 not less than three days’ notice in advance in writing of intention to inspect is given to the company.
5. The Proxy-holder shall prove his/her identity at the time of attending the Meeting.
6. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

8. Documents relating to any of the items mentioned in the notice are open for inspection at the registered office of the company on any working days during business hours till the date of AGM.
9. Only bonafide members of the company whose names appear on the register of members/proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
10. Members are requested to inform the company immediately, if any change in their address.
11. The Members are requested to bring the Annual Report along with them at the time of Annual General Meeting and are also requested to send their queries, if any, on the adoption of the accounts well in advance, so as to enable the company to place relevant records and information at the Annual General Meeting.
12. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
13. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
14. The route map for the venue of the Meeting is annexed herewith.

By order of Board of Directors

sd/-

Subhash Gupta
(Managing Director)

New Delhi, September 01, 2016

Registered Office:

AG-23, Shalimar Bagh,

New Delhi-110088

CIN: L74899DL1994PLC057754

Email: sgsunilgupta4@gmail.com

Contact No.: 27482648-49

Explanatory Statement
(Pursuant to Section 102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 4 and 5 of the accompanying Notice:

Item No. 4: Member of the company are further requested to note that their consent to the board is being sought by way of resolution to approve the extension of loan agreement in favor of Sumit Apparel Limited.

Item No. 5: Members of the Company are further requested to note that Section 180 (1) (a) of the Companies Act, 2013 mandates that the Board of Directors of a company shall exercise the power to sell, lease or otherwise dispose of the whole or substantially the whole of any undertaking(s) of the company, only with the approval of the members of the Company by way of a special resolution. Explanation (i) to Section 180(1) (a) of the Companies Act, 2013 states that the meaning of an ‘undertaking’ for the purposes of Section 180(1) of the Companies Act, 2013 is an undertaking in which the investment of the company exceeds twenty percent of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates twenty percent of the total income of the company during the previous financial year. Explanation (ii) to Section 180 (1)(a) of the Companies Act, 2013 states that the meaning of ‘substantially the whole of the undertaking’ for the purposes of Section 180(1) is in any financial year, twenty percent or more of the value of the undertaking as per the audited balance sheet of the preceding financial year. Accordingly, pursuant to Section 180(1)(a) of the Companies Act, 2013, members of the Company are further requested to note that their consent to the Board is being sought by way of a Special Resolution to sell and transfer, the Fixed assets including land Building Plants & Machinery & other assets.

By order of Board of Directors

sd/-

Subhash Gupta
(Managing Director)

New Delhi, September 01, 2016

Registered Office:
AG-23, Shalimar Bagh,

New Delhi-110088

Email: sgsunilgupta4@gmail.com

Contact No.: 27482648-49

Details of Director Seeking Re-appointment at the Annual General Meeting

Particulars	Mrs. Lali Gupta
Date of Birth	21/05/1951
Date of Appointment	31st March, 2015
Qualification	Post Graduate Degree from Recognized University
Expertise in specific functional Area	Experience in Business
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	Regent Exim International Limited
Memberships / Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee.)	NIL
Number of shares held in the Company	1,00,000 Equity Shares