

**RAJ****packaging industries ltd.****BOARD OF DIRECTORS**

Shri U.C.Bhandari	:	Director
Shri Ramesh Chandra Singhi	:	Director
Shri Rajendra Kankaria	:	Director
Shri Suresh Chandra Bapna	:	Director
Shri V.S.N.Murthy	:	Director
Shri Prem Kankaria	:	Managing Director

24th ANNUAL GENERAL MEETING

Day	:	Monday
Date	:	26 th September, 2011
Time	:	11.30 A.M.
Venue	:	Hotel Inner Circle, Lane beside Saboo Motors, Raj Bhavan Road, Hyderabad. – 500 082

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REGISTERED OFFICE

6-3-1090/C-4,
Opp. Kapadia Lane
Raj Bhavan Road,
Hyderabad-500 082
Andhra Pradesh, India.
Ph.No. (040) - 23392024
Fax No.(040)- 23399033
Email : hyd2_rajpack@bsnl.in
Email : info@rajpack.com
Website: rajpack.com

WORKS

Survey No. 715, Kondamadugu,
Bibinagar, Nalgonda Dist.
Andhra Pradesh, India.

BANKERS

State Bank of India
Saifabad Branch, Hyderabad
Andhra Pradesh, India.

AUDITORS

C.P.RANKA & CO.
Chartered Accountants
Secunderabad,
Andhra Pradesh, India.

REGISTRAR & SHARE TRANSFER AGENT
CIL Securities Ltd.

214, Raghavaratna Towers,
Chirag Ali Lane,
Hyderabad 500 001.
Ph.No. 23202465/66612093, Fax. 23203028



RAJ

packaging industries ltd.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty Fourth Annual General Meeting of the Members of RAJ PACKAGING INDUSTRIES LIMITED will be held at Hotel Inner Circle, Lane Beside Saboo Motors, Raj Bhavan Road, Hyderabad on Monday, the 26th September, 2011 at 11.30 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2011, Profit & Loss Account for the year ended on that date and the Reports of the Auditors' and Directors' thereon.
2. To appoint a Director in place of Shri. Suresh Chandra Bapna, who retires by rotation in terms of Article 143 of the Articles of Association and is being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri. Ramesh Chandra Singhi, who retires by rotation in terms of Article 143 of the Articles of Association and is being eligible, offers himself for re-appointment.
4. To reappoint M/s. C.P.Ranka & Co., Chartered Accountants, bearing ICAI Registration No. 119375W as auditors of the company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

By the Order of the Board of Directors
For **RAJ PACKAGING INDUSTRIES LTD.**

Place : HYDERABAD
Date : 30th May, 2011

PREM KANKARIA
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 THE PROXY NEED NOT BE A MEMBER.**

THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTYEIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

2. Members are requested to bring their copy of the Annual Report to the Meeting along with the attendance slip duly filled in for attending the meeting and sign at Registration counter at the venue of the meeting.
3. Members who hold 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.
4. Members are requested to intimate to the Company at its registered office any change of Address quoting their Share Ledger Folio Number(s).
5. The Share Transfer Books and Register of Members will remain closed from 21st September 2011 to 26th September 2011 (both days inclusive).
6. No person other than Member/Duly registered proxy with the company with duly filled in attendance slip will be allowed to enter the venue of the meeting.
7. Pursuant to the provisions of Sections 205A and 205C of the Companies Act, 1956, the amount of dividends remaining unclaimed for a period of seven year are to be transferred to investor Education and Protection Fund (IEPF).
8. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 109A of the Companies Act, 1956, are requested to submit to the Company in Form 2B.

9. Important Communication to Members regarding registering e-mail address please refer page no 45 of this Annual Report.

**RAJ****packaging industries Ltd.****ANNEXURE TO THE NOTICE****Item No. 2 & 3 INFORMATION REQUIRED TO BE FURNISHED UNDER THE LISTING AGREEMENT:**

As required under the listing agreement, the particulars of Directors who are proposed to be appointed / re-appointed are given below:

Name of the Director	Suresh Chandra Bapna	Ramesh Chandra Singhi
Date of Birth	28-09-1941	11-12-1954
Nationality	Indian	Indian
Date of appointment on the Board	27-07-2004	18.06.1987
Qualifications	M. Pharma	B.Sc.
Expertise in functional Area	Vast experience in Manufacturing and Industrial activity	Engaged Marketing in Electrical Goods
Number of shares held in the Company	-	1,42,600
List of directorships held in other companies	None	Singhi Finvest Pvt. Ltd.
Chairman/Member of the Committees of the Boards of other companies in which he is Director as on 31.03.11	None	None

By the Order of the Board of Directors
For **RAJ PACKAGING INDUSTRIES LTD.**

Place : HYDERABAD

Date : 30th May, 2011

PREM KANKARIA
MANAGING DIRECTOR

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the 24th Annual Report and Audited Accounts of the Company for the year ended 31st March 2011

FINANCIAL RESULTS

Your Company's performance during the year as compared to previous year is summarized below:

(Rs.in lakhs)

Particulars	2010-11	2009-10
Sales & Other Income	2638.86	1986.71
Operating Profit (PBIDT)	197.99	205.08
Interest & Finance Charges	119.78	53.89
Profit before Depreciation and Taxes (PBDT)	78.21	151.19
Depreciation	65.90	41.59
Profit Before Tax	12.31	109.60
Provision for Tax -		
Current Tax (Mat)	2.26	18.60
Deferred Tax	8.16	7.31
MAT Credit Entitlement	(2.26)	(7.55)
Profit After Tax	4.15	91.24
Profit after Prior Period Adjustments	4.15	91.24
Balance Brought forward	196.63	151.83
Amount Available for appropriations	200.78	243.07

APPROPRIATIONS

Your Directors recommended appropriations as under:		
Proposed Dividend Nil (Re.1/- per share)	-	39.70
Corporate Dividend Tax	(0.15)	6.75
Balance Carried forward	200.93	196.62
Total :	200.78	243.07

PERFORMANCE

During the year under review, your company has achieved a Turnover of Rs.2627.70 Lacs as compared to Rs.1971.69 Lacs in previous year in value and 2668 M.T as compared to 2051 M.T in volume. The PBIT for the year stood at Rs.197.99 Lacs as compared to Rs. 205.08 Lacs in previous year. The PBT of the company stood at Rs.12.31 Lacs as compared to Rs. 109.60 Lacs in previous year. There has been significant decline in the net profit due to enhanced interest and depreciation after expansion.

Your management will continue their effort in improving the performance of the company to bring back on track by expanding market, developing various new structures of films, changing product mix and concentrating more in value added structure to maintain lead position in the market and to increase not only volume but also profit margins.

DIVIDENDS

The Board of Directors have not recommended any dividend for the financial year ended 31st March, 2011 (Re.1/- previous year)

FIXED DEPOSITS

During the year your company has not accepted any Deposits from Public / Members.

TRANSFER TO INVESTOR EDUCATION & PROTECTION FUND

Some of the amount sent by DD as Dividend has been returned back to the company due to change of address of share holders or non availability. Despite the reminder, the amount remain un claimed and lying in separate account in the bank. The amount of Rs. 48,111/- has been transferred to Investor Education and Protection Fund during the year.

ENERGY, TECHNOLOGY & FOREIGN EXCHANGE

Information in accordance with the provisions of section 217(1) (e) of the Companies Act, 1956 read with Companies (Disclosures of particulars in the report of Board of Directors) Rules, 1988 regarding conservation of Energy, Technology absorption and Foreign Exchange earnings and outgo is given as Annexure-'A' forming part of this report.

AUDITORS REPORT

With reference to the observations made by the Auditors in their report, the notes forming part of Accounts are self explanatory and hence do not require any further clarification.

PARTICULARS OF EMPLOYEES

None of the employees is drawing remuneration in excess of the limits specified in section 217(2A) of the Companies Act, 1956.

DIRECTORS

In accordance with the Companies Act, 1956 and Clause 102 of the Articles of association of the company, Shri Suresh Chandra Bapna, and Shri Ramesh Chandra Singhi retire by rotation and being eligible, offers him-self for reappointment.

AUDITORS

The auditors of the company M/s. C.P. Ranka & Co., Chartered Accountants, Secunderabad retires at conclusion of this Annual General Meeting and being eligible, offer them-selves for re-appointment. The company has received a letter from the auditors to this effect u/s 224 (1-B) of the Companies Act, 1956.

CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreements with Stock Exchanges, a Management Discussion and Analysis Report and a Report on Corporate Governance are given as Annexure 'B' and 'C' respectively, to this report.

DIRECTORS' RESPONSIBILITY STATEMENT:

As required under Section 217 (2AA) of the companies Act, 1956 the Directors to the best of knowledge and believe hereby confirm that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) The directors have selected such accounting policies and applied them consistently and made judgment 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 financial year and of the profit of the company for that period;
- iii) The Directors have taken proper and sufficient care to the best of their knowledge and ability 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;
- iv) The Directors have prepared the annual accounts on a going concern basis.

ACKNOWLEDGEMENT

Your Directors wish to place on record their gratitude to all staff members for their contribution towards growth of the company and Banker viz. State Bank Of India for their support and also place on record their appreciation for the continuing support extended by the Shareholders.

For and on behalf of the Board

Place : HYDERABAD

Date : 30th May, 2011

PREM KANKARIA
MANAGING DIRECTOR

**RAJ****packaging industries Ltd.****ANNEXURE – ‘A’**

Particulars required under the companies (disclosures of particulars in the report of Board of Directors) Rules, 1988.

A. Conservation of Energy**a. Energy Conservation measures taken**

- i) Company has put capacitors at various points to regulate / maintain power factor.

FORM - A

(Form for disclosure of particulars with respect to conservation of Energy)

A. Power & Fuel Consumption

(Amount in Rupees)

		2010-11	2009-10
1. Electricity			
a. Purchased			
Units - KWH		1450916	1016352
Total Cost - Rs.		6432290	3577434
Average Rate/ Unit - Rs.		4.43	3.52
b. Own Generation			
Through Diesel Generator			
Units - KWH		106343	203077
Total Cost - Rs.		1549605	2687297
Units per Unit of Fuel		2.90	2.84
Cost / Unit - Rs.		14.57	13.23

B. Consumption of electricity Per Unit of Production i.e. for finished product

Electricity (KWH) per K.G of Finished Product.	0.58	0.60
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C. Research & Development.

- i). The Company has constantly changing input mix to produce superior product.
- ii) Changed equipments to optimize use of costly inputs whereby reducing cost of production and increasing profitability.

FORM – B

(Form of Disclosure of particulars with respect to Technology Absorption & Foreign Exchange Earnings & Outgo)

	2010-11	2009-10
Research & Development (R & D)	Nil	Nil
Technology absorption, adoption and innovation	Nil	Nil
Foreign Exchange Earnings	Nil	Nil
Foreign Exchange outgo (Rs. in Lakhs)	1490.71	1273.35

ANNEXURE – ‘B’

MANAGEMENT’S DISCUSSION AND ANALYSIS

Pursuant to Clause 49 of the Listing Agreement, a Management Discussion and Analysis report covering the performance and outlook of the company is given here below;

a) FORWARD LOOKING STATEMENT

This report contains Management's perception of business activities of the company and also analysis of financial condition, performance and operation of the company describing its objectives, expectations and predictions which may be forward looking within the meaning of applicable laws and regulations. Forward-looking statements are based on certain assumptions and expectations of future events.

Important factors that could influence the company's operations include various internal as well as external factors such as government's policy changes which may not be in the hands of the management and company. All statements that address expectations or projections about the future, including but not limited to statements about the company's strategy for growth, product development, market position and financial results, are forward-looking statements. The company cannot guarantee that these assumptions and expectations are accurate or will be realized. The company's actual results, performance or achievements, could thus differ materially from those projected in any such forward-looking statements. The company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, on the basis of any subsequent developments, information or events.

b) INDUSTRY STRUCTURE AND DEVELOPMENTS

RPIL is engaged in manufacture of multilayer co-extruded plastic film and flexible packaging material. It is a part of the plastic packaging material industry. In India, packaging industry has operated mainly as small and medium scale industry. The packaging material is important to several products. So this industry is growing very rapidly not only at its own but also because of growth of several industries which are using packing material.

The plastic packaging industry is known as the sunrise industry as it is growing very rapidly. The industry has seen changes in several areas. There are structural changes in the industry - units growing and migrating from small to medium. More and more numbers are being added to the organized sector.

There has been technological up gradation both in the machines and processes, there has been advent of new generation of raw materials, there have been changes in the consumers asking for better quality and sophisticated products. This has resulted into several new players coming into industry, existing players expanding and creating new capacities thus opening new horizons but increasing competition. This industry has subjected to cut throat competition among players and the fittest will survive.