



SOLID CONTAINERS LIMITED

2006, Fossberry Road, Next to Reliance Industries, Near ICI Ltd., Reay Road (E), Mumbai - 400033.
Tel. : 2481 9067 Website : www.solidcontainers.net Grams : LAMIBOARD
CIN No.: L28100MH1964PLCO13064

5 September 2018

Corporate Relationship Department,
BSE Limited
P.J. Towers,
Dalal Street,
Mumbai – 400 001
Fax : (022)- 2272 2037/39/41/61 or 2272 3121/3719

Company Scrip code: 502460

Sub: Annual Report for the FY 2017-18

Dear Sir/Madam

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable statutory provisions, please find attached herewith the Annual Report of the Company for the financial year 2017-18.

Annual Reports including financial statements, Auditor's reports, Board's report and annexures are being sent to members of the Company and also available on the Company's website www.solidcontainers.net

Kindly take the above on record and acknowledge the receipt.

Thanking you

Yours faithfully
For **Solid Containers Limited**

Kundan Tanawade
Company Secretary



Encl.: as above

Filed on online

MANUFACTURERS OF SOLID FIBREBOARD PACKAGING & SOLID EDGE PROTECTOR

Factory : Valdavli, P. O. Mohone, Kalyan, Dist. Thane. Tel. : 2270310 Gram : SOLICON



SOLID CONTAINERS LIMITED

**ANNUAL REPORT
2 0 1 7 - 1 8**

CORPORATE INFORMATION

BOARD OF DIRECTORS

Ashok Goel (DIN: 00025350)
Mohender Garg (DIN: 00426642)
Reshma Rao (DIN: 06966747)
Sandeep Singh (DIN: 02814440)

MANAGER

Suresh Kumar Suri

CHIEF FINANCIAL OFFICER

Francis Miranda

COMPANY SECRETARY

Kundan Tanawade

AUDITORS

J Singh & Associates LLP
Chartered Accountants

BANKER

Canara Bank
Dr. A.B. Road, Worli,
MUMBAI – 400 018

REGISTERED OFFICE

2006, Fossberry Road,
Near ICI Limited, Reay Road (E),
Mumbai – 400 033
CIN: L28100MH1964PLC013064
Website: www.solidcontainers.net
Email: solidcontainersltd@gmail.com

PLANT

Vadavali, P.O. Mohone, Kalyan
District: Thane 421 102

REGISTRAR AND SHARE TRANSFER AGENT

Bigshare Services Private Limited,
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road, Marol,
Andheri East, Mumbai 400059, Maharashtra
Tel No.022 62638200, Fax: 022 62638299
Email id: investor@bigshareonline.com

CONTENTS

Notice	03
Board's Report	12
Management Discussion and Analysis	17
Corporate Governance Report	19
Independent Auditor's Report.....	41
Balance Sheet	48
Statement of Profit & Loss.....	50
Notes to Accounts	53
Cash flow Statement	82

SOLID CONTAINERS LIMITED

Regd.Off:2006, Fossberry Road, Near ICI limited, Reay Road (E), Mumbai-400 033, India

CIN:L28100MH1964PLC013064 Tel: 7678021955/7506029866

solidcontainersltd@gmail.comwww.solidcontainers.net

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Fifty third Annual General Meeting of the members of **SOLID CONTAINERS LIMITED** will be held on **Friday, 28 September 2018** at **11.00 a.m.** at the Company's registered office at 2006, Fossberry Road, Near ICI Limited, Reay Road (E), Mumbai – 400 033, India to transact, with or without modifications, as may be permissible, the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company, including Balance Sheet as at **31 March 2018**, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Ms.Reshma Rao (holding DIN-06966747),who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. **Authority to Board of Directors for loan, investment, guarantee etc.**

To consider and if thought fit, to pass the following resolution as a special resolution.

“RESOLVED THAT pursuant to Section 186, applicable provisions of the Companies Act 2013 (the Act), SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Foreign Exchange Management Act 1999 and subject to the applicable statutory provisions and approvals, if and when necessary, the consent of the members of the Company be and is hereby accorded and the Board of Directors of the Company is hereby authorized; (a) to give loan to body corporates and/or persons, (b) give guarantee and provide security in connection with loan, borrowing and/or facilities to body corporates and persons, and (c) to acquire by way of subscription, purchase and otherwise the securities and shares of body corporates, provided that outstanding amount of aforesaid in aggregate shall not at any time exceed the limit of Rs. 50 crores, and explained in the Explanatory Statement, notwithstanding the limit prescribed under section 186(2) of the Act and any loan given / resolutions passed in this respect be and is hereby approved and ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as **the “Board”** which term shall be deemed to include committee thereof) be and is hereby authorized to decide the terms, tenure, with or without interest and other conditions for the above mentioned loan, guarantee, security, investments etc from time to time including to disinvest, sale or transfer the investments, securities, give revocable or irrevocable guarantee and securities, do such actions and deeds as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out

of and incidental thereto, to sign, execute and register all deeds, agreements, undertakings, applications, representation, documents and writings that may be required, on behalf of the Company and also to delegate the powers to the Director or Officer of the Company or other persons, including authority for matter incidental or necessary and generally to do all such acts, deeds, and steps that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

By order of the Board of Directors
For **Solid Containers Limited**

14 August 2018, Mumbai

Kundan Tanawade
Company Secretary

NOTES:

1. **A member entitled to attend and vote at the Annual General Meeting (AGM or the Meeting) is entitled to appoint a proxy to attend and vote on a poll/ballot instead of him/herself and the proxy need not be a member of the Company. The instrument appointing proxy should, however, be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting, either in person or through post. A Proxy form is appended with the attendance slip.**

Members may refer proxy related provisions given in para 6 of the Secretarial Standard 2 on general meeting issued by The Institute of Company Secretaries of India and approved by the Central Government.

Pursuant to provisions of Section 105 of the Companies Act, 2013, a person, can act as a proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than ten percent of the total share capital of the company. Member holding more than ten percent of the total share capital of the company may appoint single person as proxy who shall not act as proxy for any other person or shareholder. The instrument appointing proxy should, however, be deposited at the registered office of the company not less than 48 hours before the commencement of the Meeting.

2. If shares are held jointly, proxy form shall be signed by the person whose name appears first in the records of the Company or the depository, however, names of all the joint holders should be mentioned in the proxy form. If proxy form is signed by authorized representative of body corporate or attorney, certified copy of Board resolution/power of attorney / other authority must be attached with the proxy form.
3. The statement pursuant to section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

4. Members are requested to bring their details of demat account (client ID and DPID), folio number, etc., copy of Annual Report and attendance slip duly signed for easier identification of attendance at the meeting.
5. Body Corporate members intending to send their authorized representative at the Annual General Meeting are requested to send their representative with certified copy of Board Resolution, in accordance to which their representative shall be entitled to attend and vote at the Annual General Meeting.
6. Relevant documents referred to in the accompanying Notice and explanatory statement are open for inspection by the members at the Registered Office of the Company, during office hours between 11.00 a.m. to 2.00 p.m on all working days except Saturdays, Sundays and said documents will also be made available at the Annual General Meeting.
7. Members desirous of asking any questions at the Annual General Meeting are requested to send their questions so as to reach the Registered Office of the Company addressed to the Company Secretary at least seven days before the Meeting so that the same can be replied suitably.
8. **Nomination:** Members can avail the facility of nomination in respect of shares held by them in physical form pursuant to section 72 of the Companies Act, 2013 read with relevant rules. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH13 duly filled in and signed to the Company or RTA.
9. **Equity Shares of the Company are now available for dematerialization. Considering the advantages of scripless trading/ demat, shareholders are advised to get their shares dematerialized.**
10. Members / Proxy holders shall hand over the attendance slips, duly signed and filled in all respect, at the entrance of the venue before attending the Annual General Meeting. Route map and prominent land mark of venue of Annual general meeting is given in this notice.
11. Members holding shares under multiple folios in the identical order of names are requested to consolidate their holding into one folio.

12. **E-VOTING FACILITY**

In compliance with the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), Section 108 of the Companies Act, 2013, Companies (Management and Administration) Rules, 2014 & Secretarial Standards - 2 on general meeting, the Members are informed that the Company is providing Remote e-voting facility (e-voting from a place other than venue of Annual General Meeting) as an alternative mode of voting which will enable the members to cast their votes electronically on all the resolutions as mentioned in the notice. Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate remote e-voting to the members. The Company has appointed Ms. Tehseen Khatri, of M/s T. F Khatri & Associates, Practicing Company Secretary, as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at the meeting in a fair and transparent manner.

For the purpose of dispatch of this Notice, shareholders of the Company holding shares either in physical form or in dematerialized form as on 24 August 2018 has been considered. Any person, who acquire shares of the Company and becomes member of the Company after 24 August 2018 may obtain the login ID and password by sending a request to CDSL at helpdesk.evoting@cdslindia.com or to the Company at solidcontainersltd@gmail.com or to the Registrar and share transfer agents of the company.

The Members whose name appears in the Register of Members/list of Beneficial Owners as received from Depositories as on 21 September 2018 (“cut-off date”) are entitled to vote on the resolutions set forth in this notice. Person who is not a member as on the said date should treat this notice for information purpose only.

For any queries/grievances or guidance for e-voting, members may refer to the ‘Frequently Asked Questions’ (FAQs) for shareholders and e-voting user manual for shareholders available at the Downloads section of CDSL’s E-Voting website: www.evotingindia.com or write an email to helpdesk.evoting@cdslindia.com or Kundan Tanawade at solidcontainersltd@gmail.com.

The remote e-voting period commences on Tuesday, 25 September 2018 (9:00 a.m.) and ends on Thursday, 27 September 2018 (5:00 p.m.) During the said period, Shareholders of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter.

On submission of the report by the scrutinizer, the result of voting at the meeting and e-voting shall be declared. The Results along with the Scrutinizer’s Report shall be placed on the Company’s website www.solidcontainers.net and on the website of CDSL www.evotingindia.com. Result will be declared forthwith on receipt of the Report of the Scrutinizer.

The CDSL instructions for members for voting electronically are as under.

- (i) The voting period begins and ends as mentioned above. 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 21 September 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website www.evotingindia.com
- (iii) Click on Shareholders / Members
- (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	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <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 sequence number (refer serial no. printed in attendance slip/mail) in the PAN field. In case the sequence 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. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA000000001 in the PAN field.
Dividend Bank details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> 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 (iv).

- (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 Solid Containers 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 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.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com and solidcontainersltd@gmail.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.

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 Mr. Kundan Tanawade at solidcontainersltd@gmail.com

In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
- (B) The voting period begins on 25.09.2018 (9:00 a.m.) and ends on 27.09.2018 (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 21.09.2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) 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 Mr. Kundan Tanawade at solidcontainersltd@gmail.com

13. **PROCEDURE OF VOTING AT AGM**

Members who have not exercised their votes through remote e-voting are entitled to vote at the annual general meeting. Members who have already casted their vote by remote e-voting mechanism prior to the annual general meeting are also authorized to attend the meeting but shall not be entitled to cast their vote again at the annual general meeting.

Voting to the resolutions as contained in the Notice shall be conducted also through ballot/poll or other appropriate process. Relevant facility for voting shall also be made available at the meeting and members attending the meeting, who have not already casted their vote by remote e-voting shall be able to exercise their right to vote at the meeting. Members who are entitled to vote can cast their vote through ballot/poll paper in the Annual General Meeting. The Company will make arrangement in this respect including distribution of ballot papers under the supervision of a scrutinizer appointed for this purpose. Members are required to mention Folio No, DP ID & Client ID No. and number of shares held, etc. on the ballot papers.

14. **Particulars of Directors seeking re-appointment:**

Relevant particulars of Ms. Reshma Rao who is retiring by rotation and seeking re-appointment are given here below:

Brief Resume, experience& nature of expertise:Ms. Reshma Rao aged about 55 years has a rich experience in the Garment Exports and Plastic Industries. Director Identification Number of Ms. Reshma Rao is 06966747.

Directorships in other Companies (including Private Companies but excluding Foreign Companies and Section 8 Companies: She holds Directorship in Ayepee Lamitubes Limited

Chairman/member of the board committee of other companies:She is not a member of committees of the Board of any public companies.

Number of shares held in the Company: Ms. Reshma Rao does not hold any shares in the Company.

Date of appointment, meeting attended etc:She has been a Director of the Company since September 05, 2014. Attendance in Board meetings and other details are given in the Corporate Governance Report.

Relationship with other director, manager and Key Managerial Personnel (KMP): Ms. Reshma Rao is not related to other directors, manager or KMP of the Company and accordingly except Ms. Reshma Rao, none of the Directors, Manager & KMP of the Company and their relatives are concerned or interested in this resolution.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3 - Authority to Board of Directors for loan, investment, guarantee etc.

Section 186 of the Companies Act 2013 (the Act) pertaining to loan and investment by a Company, inter alia, states that no company shall directly or indirectly (a) give any loan to any