

30TH ANNUAL - REPORT

2022-2023



YASHRAJ CONTAINEURS LIMITED



YASHRAJ CONTAINERS LTD.

30TH ANNUAL REPORT 2022-2023

CORPORATE INFORMATION

BOARD OF DIRECTORS

MR. JAYESH VINODRAI VALIA
Managing Director Cum CFO

MR. SUNIL V. PATIL
Independent Director

MS. MADHU NITIN KANADIA
Independent (Non Executive) (Women) Director

MS. LEENA KUMAWAT
Company Secretary

STATUTORY AUDITORS

M/S. Satyaprakash Natani & Co.
Chartered Accountants, Mumbai

REGISTERED OFFICE

Madhav Niwas CHSL, Flat No. B-1A, 1st Floor,
Natakwal Lane, Opp. S. V. Road, Borivali (W),
Mumbai - 400092.

CIN NO: L28120MH1993PLCO73160
Email Id: yashraj_bom@rediffmail.com
Website: www.barrelpeople.com
Tel No.: 022-2899 3092 / 2899 0841
Fax No: 022 2899 7806

REGISTRAR & SHARE TRANSFER AGENTS

Link Intime (I) Pvt. Ltd.
C-101, 247, Park, LBS Marg
Vikhroli (West), Mumbai - 400 083.
Tel.: 022 2851 5606 / 2851 5644
Email : rnt.helpdesk@linkintime.co.in

BANKER

BANK OF INDIA

30TH ANNUAL GENERAL MEETING THROUGH VIDEO CONFERENCING (VC)

DATE
August 17, 2023

DAY
Thursday

TIME
3.00 p.m.

PLACE DEEMED VENUE :

PLOT 757/758, JWALA ESTATE PUSHVINOD-2,
SECOND FLOOR SONIWADI,
NEAR KORAKENDRA, OFF. S. V. ROAD,
BORIVALI (WEST), MUMBAI - 400092.
Tel. : 022-2899 0841 / 3092
Fax : 022 2899 7806

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NOTICE

NOTICE is hereby given that the **THIRTIETH ANNUAL GENERAL MEETING of the Members of YASHRAJ CONTAINERS LIMITED**, will be held on Thursday, August 17, 2023, at 3.00 p.m., **through Video Conferencing (VC) facility (Deemed Venue)** at Jwala Estate, Pushp Vinod-2, A-Wing, 2nd Floor, Soniwadi, Off S.V. Road, Borivali (West), Mumbai 400 092 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial, Cash Flow Statements of the Company including the Balance Sheet as at 31st March, 2023, and the Statement of Profit and Loss Account for the year ended on that date together with the Directors' Report and Auditors' Report thereon.

TO APPOINT STATUTORY AUDITORS

2. 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 Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment thereof for the time being in force), read with the Companies (Audit & Auditors) Rules 2014, as amended from time to time and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company, M/s. Satyaprakash Natani & Company, Chartered Accountants, (Firm Regn. No. 115438W) Mumbai, be and are hereby Re-appointed as Statutory Auditors (2nd Year – 1st Term) of the Company for a further period of one year (Financial Year 2023-2024) from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration including out of pocket expenses as may be mutually agreed between the Board of Directors of the Company and statutory Auditors from time to time.

RESOLVED FURTHER that the Board of Directors/Company Secretary be and is hereby authorized to do all acts, and such steps as may be necessary, proper to give effect to this Resolution".

RE-APPOINTMENT OF MRS. MADHU NITIN KANADIA AS AN INDEPENDENT (NON EXECUTIVE) (WOMEN) DIRECTOR

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

"RESOLVED THAT Mrs. Madhu Nitin Kanadia (Din No. 07049292) who was appointed as an Independent (Non-Executive) (Women) Director of the Company by the Members at the AGM held on September 29, 2022, and her term of office expires at this AGM, to be held on Thursday, August 17, 2023, is further Re-appointed for a period of one year (2nd Year - 1st Term), subject to the approval of the members at the ensuing AGM. commencing from Thursday, August 17, 2023 till the next AGM to be held on or before September 30, 2024, be and is hereby approved.

"RESOLVED FURTHER THAT pursuant to the provisions of Sec. 149, 150 and 152 with Rule IV and any other applicable provisions, if any, of the Companies Act, 2013, (the Act) and the Companies (Appointment & Qualification of Directors) Rules 2014 and the applicable provisions of the Securities & Exchange Board of India (Listing Obligation & Disclosures Requirements) Regulation 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) pursuant to the recommendation of the Nomination and Remuneration Committee and Board of Directors, Mrs. Madhu Nitin Kanadia, Independent (Non-Executive) (Women) Director (Din No.07049292) of the Company who has submitted a Declaration that she meets the criteria for Independence as provided in Section 149(6) of the Act and who is eligible for Re-appointment and in respect of whom the company has received a notice in writing proposing her candidature for the office of Director be and is hereby Re-appointed as an Independent (Non-Executive Woman) Director for a period of one year (2nd Year - 1st Term) commencing from Thursday, August 17, 2023 till the next AGM to be held on or before September 30, 2024, be and is hereby approved not liable to retire by rotation.

RESOLVED FURTHER that the Board of Directors/Company Secretary be and is hereby authorized to do all acts, and such steps as may be necessary, proper to give effect to this Resolution

REGISTERED OFFICE
MADHAV NIWAS CHSL,
Flat NO. B-1A, FIRST FLOOR
NATAKWALA LANE,
OPP. S. V. ROAD, BORIVALI (WEST),
MUMBAI 400 092
CIN NO : L28120MH1993PLC073160
EMAIL ID : yashraj_bom@rediffmail.com
Website : www.barrelpeople.com
Tel No. : 022-2899 3092 / 2899 0841
Fax No. : 022 2899 7806

PLACE : MUMBAI
DATED : 29/05/2023

BY ORDER OF THE BOARD

(JAYESH VINODRAI VALIA)
MANAGING DIRECTOR CUM CFO

NOTES:

- 1 In terms of General Circular No.14/2020 dated April 8, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated May 5, 2020 and 10/2022 dated 28.12.2022 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ('AGM or Meeting') through video Conferencing ('VC') facility without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('the Act') SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('SEBI Listing Regulations') and MCA Circulars, the 30th AGM of the Company is being held through VC on Thursday, August 17, 2023, at 3.00 p.m (IST) at the (Deemed Venue) of the proceeding for the 30th AGM will be Jwala Estate, Pushp Vinod-2, A-Wing, 2nd Floor, Soni wadi, Off S.V. Road, Borivali (West), Mumbai 400 092.
- 2 **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF THE AGM VENUE ARE NOT ANNEXED TO THIS NOTICE.**
- 3 The Explanatory Statement pursuant to Section 102 of the Act, setting out material facts concerning the business under item Nos. 3 of the Notice is annexed hereto.

As required pursuant to Reg.26(4) and 36(3) of Listing Reg. & Secretarial Standard on General Meetings issued by the ICSI, New Delhi, in respect of Director seeking appointment/re-appointment at this AGM are annexed herewith.

- 4 Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL
- 5 The Members can join the AGM in the VC mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC will be made available to atleast 1000 members on first come first served basis. This will not include large

Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

- 6 The Attendance of the Members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 7 In line with the MCA Circulars and SEBI Circulars, the Notice of the AGM, alongwith the Annual Report 2022-2023 is being sent through electronic mode to those Members whose email- address are registered with the Company/ Depositories. The Notice convening the 30th AGM has been uploaded on the website of the company at www.barrelpeople.com and may also be accessed from the relevant section of the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The Notice is also available on the website of CDSL at www.evotingindia.com.
- 8 Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC and cast their votes through e-voting.
- 9 BOOK CLOSURE INCLUDING REMOTE EVOTING:**
The Register of Members and The Share Transfer Books of the Company will remain closed between Monday, August 14, 2023 to Wednesday, August 16, 2023, (both days inclusive).

The remote evoting period commences on Monday, August 14, 2023 at 9.00 a.m. (IST) and ends on Wednesday, August 16, 2023 at 5.00 p.m (IST). The remote evoting module shall be disabled by CDSL for voting thereafter. Once the vote on a Resolution is cast by the members, the members shall not be allowed to change it subsequently.
- 10 The format of the Register of Members prescribed by the MCA under the Act requires the Company/Registrars and Transfer Agents to record additional details of members including their PAN details, email address etc.
- 11 The members are requested to Intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, PAN, registering of nomination, power of Attorney, registration etc. to the Registrar/their DPs. Further, Members may note that SEBI has mandated the submission of PAN by every Participant in securities market.

12 Nomination facility:

As per the provision of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No.SH-13. If a member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14.

13 Consolidation of Physical Share Certificate:

Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Registrar the details of such folios together with the share Certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such members after making requisite changes.

14 Members who wish to inspect the relevant documents referred to in the Notice can send an email to yashraj_bom@rediffmail.com by mentioning their DP ID & Client ID/Physical Folio Number on or before Monday, August 7, 2023.

15 To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.

16 The Company has appointed M/s. RSMJ & Associates, Chartered Accountant (No.87940) as Scrutinizer to scrutinize the evoting process in a fair and transparent manner.

17 Process for registering email addresses to receive this Notice electronically and cast votes electronically:

1. **For Registration of e-mail address with rnt.helpdesk@linkintime.co.in and Yashraj_bom@rediffmail.com**

The Company has made special arrangements with rnt.helpdesk@linkintime.co.in and yashraj_bom@rediffmail.com for registration of email addresses of those Members (holding shares either in electronics or physical form) who wish to receive this Notice electronically and cast votes electronically. Eligible members whose email addresses are not registered with the Company /DPs are required to provide the same at yashraj_bom@rediffmail.com on or before 5.00 p.m. (IST) on Monday, August 7, 2023

The details of the process and manner for remote e-voting are explained herein below:

Step 1: Access to NSDL e-voting system

Step 2: Cast your vote electronically and join virtual meeting on NSDL e-voting system. Details of Step 1 are mentioned below:

- I. Login method for e-voting and joining virtual meeting for individual shareholders holding securities in demat mode Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 on 'e-voting facility provided by Listed Companies', e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.

II. Shareholders are advised to update their mobile no. and email id in their demat accounts in order to access e-voting facility.

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Type of shareholders Login Method

Individual shareholders holding securities in demat mode with NSDL A. NSDL IDeAS facility If you are already registered, follow the below steps:

1. Visit the e-services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a personal computer or on a mobile phone.
2. Once the home page of e-services is launched, click on the 'Beneficial Owner' Icon under 'Login' which is available under 'IDeAS' section.
3. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services.
4. Click on 'Access to e-voting' appearing on the lefthand side under e-voting services and you will be able to see e-voting page.
5. Click on options available against Company name or ESP – NSDL and you will be re-directed to NSDL e-voting website for casting your vote during the remote e-voting period. If you are not registered, follow the below steps:

1. Option to register is available at <https://eservices.nsdl.com>.

2. Select 'Register Online for IDeAS' Portal or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>.

3. Please follow steps given in points 1-5 above.

E-voting website of NSDL

1. Open web browser by typing the following URL: www.evoting.nsdl.com either on a personal computer or on a mobile phone.
2. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID (i.e. your sixteen Digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
 4. After successful authentication, you will be redirected to NSDL website wherein you can see e-voting page. Click on options available against Company name or ESP – NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.
 5. Shareholder/Member can also download NSDL Mobile App 'NSDL Speede' facility by scanning the QR code mentioned below for seamless voting experience. NSDL Speede App is available on Individual shareholders holding securities in demat mode with **Central Depository Services (India) Limited (CDSL)**
1. **Existing users who have opted for Easi/Easiest, can login through their User ID and Password. Option will be made available to reach e-voting page Without any further authentication. The URL for users to login to Easi/Easiest is <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.**
 2. After successful login of Easi/Easiest the user will also be able to see the e-voting Menu. The Menu will have links of ESP i.e. NSDL portal. Click on NSDL to cast your vote.
 3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
 4. Alternatively, the user can directly access e-voting page by providing demat account number and PAN from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered mobile no. and email id as recorded in the demat account.
 5. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-voting is in progress. Individual shareholders (holding securities in demat mode) logging through their DPs
 1. You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-voting facility.
 2. Once logged-in, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL site after successful authentication, wherein you can see e-voting feature.
 3. Click on options available against Company name or ESP – NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period. Important note: Members who are unable to retrieve User ID/Password are advised to use Forgot User ID and Forgot Password option available at respective websites. Overview ESG commitments Fundamentals Strengthening our capitals Statutory reports Financial statements 147 Helpdesk for individual shareholders holding securities in demat mode for any technical

issues related to login through Depository i.e. NSDL and CDSL Login type Helpdesk details Securities held with NSDL Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free nos.: (022) 4886 7000 or (022) 2499 7000. Securities held with CDSL Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33.

II. Login method for e-voting and joining virtual meeting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode How to login to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the Following URL: www.evoting.nsdl.com either on a personal computer or on a mobile phone.
2. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/ OTP and a Verification Code as shown on the screen.
4. Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can login at <https://eservices.nsdl.com> with your existing IDeAS login. Once you login to NSDL e-services after using your login credentials, click on e-voting and you can proceed to Step 2 i.e. cast your vote electronically.
5. **Your User ID details are given below: Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical Your User ID is:**
 - a. For members who hold shares in demat account with NSDL 8 Character DP ID followed by 8 Digit Client ID. For example, if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****
 - b. For members who hold shares in demat account with CDSL 16 Digit Beneficiary ID. For example, if your Beneficiary ID is 12***** then your User ID is 12*****
 - c. For members who hold shares in physical form EVSN followed by folio no. registered with the Company. For example, if EVSN is 124023 and folio no. is 001*** then User ID is 124023001***
6. **Your password details are given below:**
 - a. If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you by NSDL. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.