

SHREE KARTHIK PAPERS LIMITED

No. 25, 50 Feet Road,
Krishnasamy Nagar, Ramanathapuram,
COIMBATORE - 641 045

Phone : 0422 - 4217174
Fax : 0422 - 4217178
E-mail : shreekarthikpapers@yahoo.com
CIN : L21012TZ1991PLC003570

Factory :
Puliyangandi, Aliyar Nagar,
Kottur Village, Pollachi (T.K.)
Telephone : 04253 - 288648
GST No. : 33AADCS1863K1ZA

SKPL/BSE/2017-18/1010

02.10.2017

To

BSE Ltd.
Corporate Relationship Department
1st Floor, New Trading Wing,
P.J. Towers, Dalal Street
Mumbai-400001

Dear Sirs,

Security Code: 516106

Sub: Compliance of Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015- Annual Report enclosed

In compliance with Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we enclose herewith "Shree Karthik Papers Ltd. Annual Report for the year 2016-17 for updation of your records.

Kindly take the same on record.

Yours faithfully,
For Shree Karthik Papers Ltd.

V-L V-L

Whole time Director

Encl: Annual Report 2016-17

SHREE KARTHIK PAPERS LIMITED



AMOHA

Twenty Sixth Annual Report 2016 - 17

SHREE KARTHIK PAPERS LIMITED

BOARD OF DIRECTORS

Sri M.S. Velu
Chairman & Managing Director
Smt. S.S. Velu
Sri K. Arumugam
Sri P. Kanagavadivelu
Sri P.C. Narendran
Directors
Sri Vignesh Velu
Whole-time Director

AUDITORS

M/s. Giri & Co.
Chartered Accountants,
Coimbatore.

REGISTERED OFFICE

CIN : L21012TZ1991PLC003570
25, 50 Feet Road, Krishnasamy Nagar
Ramanthapuram, Coimbatore-641 045
Phone : 0422 4217174 Fax : 0422 0422 4217178
Email ID : shreekarthikpapers@yahoo.com

REGISTRAR AND SHARE TRANSFER AGENTS

S.K.D.C. Consultants Limited
Kanapathy Towers, III Floor
1391/A-1 Sathy Road, Ganapathy
Coimbatore-641 006

LISTED STOCK EXCHANGE

BSE Limited (Bombay Stock Exchange Limited)
Floor 25, P.J. Towers, Dalal Street
Mumbai-400 001

BANKERS

Axis Bank Limited
Coimbatore - 641 037

26th Annual General Meeting

Date : 20th September 2017
Day : Wednesday
Time : 4.00 P.M.
Venue : Sree Annapoorna Kalai
Arangam "Ganga Hall"
R.S. Puram
Coimbatore - 641002
Book Closure Date : 14.09.2017 to 20.09.2017
(Both days inclusive)

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SHREE KARTHIK PAPERS LIMITED

NOTICE

NOTICE is hereby given that the TWENTY SIXTH Annual General Meeting of the Members of SHREE KARTHIK PAPERS LIMITED will be held at Sree Annapoorna Kalai Arangam, Ganga Hall, East Arokiasamy Road, R.S. Puram, Coimbatore-641002 on Wednesday, the 20th September 2017 at 4.00 P.M. to transact the following business:

AS ORDINARY BUSINESS

1. To receive, consider and adopt the audited Financial Statements viz. Statement of Profit and Loss Account, Cash Flow Statement for the year ended 31st March 2017, Balance Sheet as on that date, the Reports of the Directors and the Auditors' Report thereon
2. To appoint a Director in place of Smt. Selvambal Sengottu Velu holding DIN No. 01740974 who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint the Auditors of the company and to fix the remuneration and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to section 139 and 142 and other applicable provisions of the Companies Act 2013, if any read with Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) Mr. Kalyan Srinath B, Partner M/s. K S P V & Co., Chartered Accountants, No.32, Subramaniam Road, Opp. B2 Police Station, R S Puram, Coimbatore - 641 002., (Firm Registration No. 015520S) Chartered Accountants, Coimbatore be and are hereby appointed as Statutory Auditors of the company in place of M/s. Giri & Co., (Firm Registration No. 006702S) Chartered Accountants, Coimbatore, the retiring Statutory Auditors and to hold office for a period of 5 years from the conclusion of this 26th Annual General Meeting till the conclusion of the 31st Annual General Meeting to be held during the year 2022 subject to ratification by the members at every Annual General Meeting on a remuneration to be decided by the Board

of Directors in consultation with the Auditors.

FURTHER RESOLVED that the Board of Directors of the company be and are hereby authorized for and on behalf of the company to file all necessary forms with the Registrar of Companies and to take all necessary steps and to do all such acts, deeds, matters and things which may be deemed necessary for giving effect to the above Resolution".

SPECIAL BUSINESS

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

"RESOLVED THAT, the consent of the members be and is hereby accorded in terms of Section 180(1)(a) and other applicable provisions, if any of the Companies Act 2013 to the Board of Directors of the company to pledge, mortgage and/ or charge in all or any part of the movable or immovable properties of the company and the whole or part of the undertaking of the company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the company and the whole of the undertaking of the company together with power to take over the management of the business or concern of the company in certain events to or in favour of Banks, Financial Institutions to secure the amount borrowed by the company or any third party from time to time for the due payment of the principal together with interest, charges, costs, expenses and all other monies payable by the company or any third party in respect of such borrowings and to sell or otherwise dispose off the whole or substantially the whole of the undertaking of the company where the company owns more than one undertaking, of the whole or substantially the whole of any such undertaking(s)/ interest on such terms and conditions at such time(s) and in such form and manner and with such ranking as to priority as the Board in its absolute discretion thinks fit provided that the

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maximum limit of the obligations secured by such security interest created by the company or such sell or substantial interest/ undertaking does not exceed Rs.12,75,00,000 (Rupees Twelve crores and seventy five lakhs only) at one time.

RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby authorized to do such acts, deeds, things and execute all such documents, undertaking as may be necessary for giving effect to the above resolution.

"RESOLVED FURTHER THAT the mortgage/ charge created/ to be created/ or agreements/ documents/ executed/ to be executed and all acts done in terms of the above resolution by and with authority of the Board of Directors be and are hereby confirmed and ratified".

"Resolved further that the Board of Directors recommend the resolution set out under the Special Business for the approval of the ensuing Annual General Meeting".

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

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board), to borrow any sum or sums of money from time to time at its discretion, for the purpose of the business of the Company, from any one or more Banks, Financial Institutions and other Persons, Firms, Bodies Corporate, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company

(apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may, at any time, exceed the aggregate of the paid-up share capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose), subject to such aggregate borrowings not exceeding the amount which is Rs. 25.00 crores (rupees twenty five crores only) over and above the aggregate of the paid-up share capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose) and that the Board be and is hereby empowered and authorised to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as it may, in its absolute discretion, think fit.

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

"RESOLVED FURTHER THAT the Board of Directors recommend the resolution set out under the Special Business for the approval of the ensuing Annual General Meeting".

By Order of the Board
(Sd./-) M.S. Velu
Chairman and

Place : Coimbatore

Managing Director

Date : 30.05.2017

DIN : 0168208

NOTES FOR THE MEMBERS' ATTENTION

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 such proxy

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need not be a member of the company. Pursuant to provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of member not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or a member.

2. Corporate members intending to send their authorized representative(s) to attend the AGM pursuant to Section 113 of the Companies Act 2013 are requested to send a duly certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the AGM

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.

3. Members/Proxies should bring their attendance slips duly filled in for attending the meeting
4. The Register of Members and Share Transfer Books of the company will remain closed from 14th September 2017 to 20th September 2017 (both days inclusive)
5. The explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the Notice and relevant details pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 are annexed hereto
6. Members holding shares in electronic form are hereby informed that bank particulars change of address if any, PAN No. are to be intimated to their respective Depository Participants. The company or its Registrar cannot act on any request directly received from members holding shares in electronic form for any change of bank particulars or address if any.

7. Members holding shares in physical form are requested to send any change in their address, bank details, share transfers/transmissions, duplicate certificate if any, to Registrar and Share Transfer Agent (RTA) , S.K.D.C. Consultants Limited, Coimbatore quoting reference of the Folio No.
8. Information as required to be provided pursuant to the requirements of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 with regard to the Directors seeking appointment/re-appointment at the AGM is given to the notice.
9. As per the green initiative taken by the Ministry of Corporate Affairs, the shareholders are advised to register their e-mail address with the Company in respect of shares held in physical form and with the concerned Depository Participant in respect of shares held in electronic form to enable the Company to serve documents in electronic
10. Electronic copy of the Annual Report for 2016-17 is being sent to all the members whose email ids are registered with the company/ Depository participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual report is being sent in the permitted mode.
11. Investors are required to provide a copy of their PAN No. for effecting share transfers, transmission and transposition in their favour.
12. Members are requested to note that the venue of the 26th Annual General Meeting is " Sree Annapoorna Kalai Arangam, Ganga Hall, East Arokiasamy Road, R.S. Puram, Coimbatore-641002 on 20th September 2017.
13. The cut off date for determining the eligibility to vote by electronic means or by ballot in the general meeting shall be 13th September 2017.
14. The Board has appointed Sri. S. Rengasamy Practising Company Secretary, Coimbatore

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641036 as Scrutinizer for conducting the e-voting process and ballot at AGM.

15. The Scrutinizer shall, after scrutinising the votes cast at the AGM and through Remote e-voting not later than 2 (two) days from the conclusion of the AGM make a consolidated Scrutinizer's report and submit the same to the Chairman. The results of the voting on the resolutions shall be announced by the Chairman on 22nd September 2017. The results declared along with the Scrutinizer's report shall be placed on the website of www.cdsl and also shall be communicated to BSE Limited.
16. The results of voting shall be declared at the Registered Office of the Company within 2 days of the conclusion of the Annual General Meeting by the chairman of the meeting.
17. **Voting through electronic means**

In compliance with the provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules 2015 and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide members facility to exercise their votes for all the resolutions detailed in the Notice of the 26th Annual General Meeting scheduled to be held on Wednesday, the 20th September 2017 at 4.00 p.m. by electronic means and the business may be transacted through remote e-voting. The Company has engaged the services of CDSL as the authorized agency to provide the remote e-voting facilities as per instructions below.

The Members, who have not voted through remote e-voting and present at the AGM in person or proxy, can vote through the ballot at the AGM.

Kindly note that members can opt for only one mode of voting i.e., either by through remote e-voting or by ballot at the AGM .

In case of Members casting their vote by remote e-voting, then voting done through remote e-voting shall prevail. A member present at the AGM and voted by remote e-voting will not be permitted to vote at the AGM by Ballot.

Votes cast by members who hold shares on the cut off date Viz. .13.09.2017 alone will be counted.

The instructions for shareholders voting electronically are as under:

- (i) The e-voting period begins on 17.09.2017 at 10.00 A.M. and ends on 19.09.2017 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 13th September 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) 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.
- (viii) If you are a first time user follow the steps given below:

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PAN

Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

- 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 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. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field

Dividend Bank Details OR Date of Birth (DOB)

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

- 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).
- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach 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.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant "Shree Karthik Papers Limited" on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) 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 on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xx) 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.
- 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.

(xxi) 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.

Details of Directors seeking Appointment and Re-appointment

Re-appointment of Selvambal Sengottu Velu

In terms of Section 152(6) of the Companies Act 2013, Smt. Selvambal Sengottu Velu shall retire by rotation at the forth coming Annual General Meeting and being eligible offers herself for re-appointment.

Smt. Selvambal, 67 years of age, the Non-Executive Director of the company. She is having an experience of 25 years of experience in general management of affairs of the company. She was appointed on the Board of Directors of the company on 18.12.1991. During the year 2016-17, she attended all the Board Meetings of the company. Her appointment is liable to retire by rotation.

She is also a Director in Shree Ganesh Gears Private Limited and Shree Vignesh Wind Mill Private Limited.. She holds 4256580 equity shares in the company.

Sri. M.S. Velu and Sri Vignesh Velu are related to Smt. Selvambal Sengottu Velu.

The Board recommends the resolution as set out at item No. 2 of the notice for your approval.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Item No. 4 and 5

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company is desirous of raising finance from various Banks and/or Financial Institutions and/or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital and the free reserves of the Company. Hence it is proposed to increase the maximum borrowing limits upto Rs.25.00 crores (Rupees Twenty five Crores only).

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Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the members of the Company in a general meeting.

In order to facilitate securing the borrowing made by the Company, it would be necessary to create charge on the assets or whole of the undertaking of the Company. Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members in the general meeting.

The Board recommends these resolutions for the approval of the members as Special Resolutions. The Company has got credit facilities/loan sanctioned for Rs. 12,75,00,000/- (Rupees Twelve Crores and seventy five lakhs only) by Kotak Mahindra Bank Ltd. and Created Mortgage /charge

in favour of Kotak Mahindra Bank Ltd. for expanding business operations of the Company, The Board Proposes to ratify the same.

The Board recommends the resolution as set out at item No. 4 and 5 of the notice for your approval.

None of the Directors or Key Managerial Personnel of the company or their relatives are in any way concerned or interested financially or otherwise in this resolution.

The explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act 2013 and Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

By Order of the Board
(Sd./-) M.S. Velu
Chairman and
Managing Director
DIN : 0168208

Place : Coimbatore
Date : 30.05.2017

SHREE KARTHIK PAPERS LIMITED

DIRECTORS' REPORT

Dear Shareholders,

The Directors of your company take pleasure in presenting you the Twenty Sixth Annual Report and the Audited Accounts for the year ended 31st March 2017.

FINANCIAL RESULTS

(Rs. in lacs)

Particulars	31.03.2017	31.03.2016 (9 months)
Revenue from operations	4749.06	2634.76
Other Income	13.43	12.67
Total Income	4762.49	2647.43
Profit from operations before Finance cost,		
Depreciation and Amortization Expenses and Exceptional items	430.47	341.85
Less: Finance Cost	71.50	89.51
Amortisation Expenses	81.15	67.07
Profit/(Loss) before Exceptional items and tax	277.82	185.27
Exceptional items	—	—
Profit/(Loss) before Tax	277.82	185.27
Less: Current tax	—	—
Deferred Tax	—	—
Mat	56.64	—
Profit/(Loss) after tax	221.18	185.27

DIVIDEND

Your Directors do not recommend to pay a Dividend for the year ended 31st March 2017 to retain the profit for the working capital requirements.

OPERATIONS

During the year under review, the company has achieved a turnover of Rs. 4749.06 lakhs as against Rs. 2634.76 lakhs for the previous year.

The profit before tax was Rs. 277.82 lakhs as against Rs. 185.27 lakhs during the previous year.

During the year under review the turnover has increased by 80.25% over the previous year. Over all the operational performance was good during the year.

There was no change in the nature of business of the company during the financial year ended 31st March 2017.

FUTURE OUTLOOK

1. Newsprint is being imported at "Nil" duty at very low rates due to dumping by foreign manufacturers and this has depressed the demand and prices of newsprint manufactured by Indian Paper Mills, thereby also affecting the demand of writing and printing paper as newsprint capacities are being diverted to writing and printing paper manufacture.
2. The installed capacity for writing and printing paper has increased significantly in the last four years, thereby affecting the demand as well as prices of the paper manufactured by your company.
3. Measures are being taken to save costs and rationalize operations, they are likely to yield positive results.

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TRANSFER TO RESERVES:

Your company proposes to transfer Rs. 221.18 lakhs to the General Reserve.

SHARE CAPITAL

The paid up Equity Share Capital as on 31st March, 2017 was Rs. 9,55,50,000/-. During the year under review, the Company has not issued any further shares.

PUBLIC DEPOSITS

Your company has not accepted any deposits from the public within the meaning of Section 73 of the Companies Act 2013 and the Companies (Acceptance of Deposits) Rules 2014 and hence there are no unpaid/unclaimed deposits nor there is any default in repayment thereof.

NUMBER OF MEETINGS OF THE BOARD

The Board of Directors met 4 (Four) times during the financial year 2016-17. Details of number of meetings of Board of Directors and committees thereof and the attendance of the Directors in such meetings are provided under the Corporate Governance Report. The provisions of the Companies Act 2013 and listing agreement were adhered to while considering the time gap between two meetings.

COMMITTEES OF THE BOARD OF DIRECTORS

During the year under review, all recommendations made by the Audit Committee were accepted by the Board. There were no instances where the Board has not accepted any recommendations of the Audit Committee.

Details of Committees of Board of Directors along with their terms of reference, composition and meetings held during the year, are provided separately in the Corporate Governance Report, which forms part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT

In compliance of Section 134 (5) of the Companies Act, 2013, your Directors wish to confirm that -

- i. In the preparation of the annual accounts, the applicable Accounting Standards have been followed.

- ii. The Directors have selected 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/(Loss) of the Company for that period.
- iii. The Directors have taken proper and sufficient care as warranted for the maintenance of adequate accounting records in accordance with the provisions of this Act in safeguarding the assets of the Company and for preventing/detecting any incidence of frauds and other irregularities.
- iv. The Annual Accounts have been prepared on a going concern basis.
- v. The Directors had laid down internal financial controls to be followed by the company and that such internal controls are adequate and were operating effectively
- vi. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act 2013, the Board has carried out an annual performance evaluation of its own Performance, the directors individually as well as the evaluation of the working of all Board Committees. The performance evaluation was carried out on the basis of inputs received from all the Directors/ Members of the Committees, as the case may be. Further the Board's performance was evaluated based on the criteria like structure, Governance, Dynamics, functioning, approval and review of operations, financials, internal control etc. The Independent Directors of the company have also convened a separate meeting for this purpose. All the results of evaluation have been communicated to the Chairman of the Board of Directors.

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PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY COMPANY

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

MATERIAL CHANGES

There is no material change or commitments after closure of the financial year till the date of this report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There are no significant and material orders passed by the Regulators/Courts/Tribunals which would impact the going concern status and the company's operations in future.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Company has adopted appropriate standards for good Corporate Governance. All the mandatory provisions of Corporate Governance as prescribed under the amended Listing Agreements of the Stock Exchange, with which the Company is listed, are complied with. The company complies with Corporate Governance requirements specified in regulation 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

A report on Corporate Governance as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 forms part of this Annual Report.

NOMINATION AND REMUNERATION COMMITTEE POLICY

As per the requirements of the provisions of the Companies Act, 2013, a Nomination and Remuneration Committee of directors was formed by the Board of Directors consisting of: 1. Sri K. Arumugam, Chairman (Non-Executive - Independent) 2. Sri P. Kanagavadivelu, Member (Non-Executive - Independent) 3. Sri P.C.

Narendran, Member (Non-Executive - Independent) The said committee has been empowered and authorised to exercise widest power as entrusted under the provisions of Section 178 of the Companies Act, 2013. The Company has a policy on directors' appointment and remuneration including criteria for determining qualification, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION FOREIGN EXCHANGE EARNINGS AND OUTGO

The required details in accordance with section 134 (3)(m) of the Companies Act 2013 read with Rule 8(3) of the Companies (Accounts) Rules 2014 are given in Annexure-1 forming part of the report.

RISK MANAGEMENT

The Company follows a comprehensive and integrated risk appraisal, mitigation and management process. The risk management process of the company is being periodically reviewed for improvement.. None of the identified risk elements have any threat on the sustainability of the business.

MANAGEMENT DISCUSSION AND ANALYSIS

In accordance with the Companies Act 2013 and Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the details of the Management analysis and data are given in Annexure 2

EXTRACTS OF ANNUAL RETURN

As per requirements of provisions of the Companies Act, 2013, the extract of annual return in the prescribed Form MGT9 is annexed hereto as Annexure 3 forming part of the report.

INTERNAL FINANCIAL CONTROLS

Your company has in place adequate internal financial controls with reference to financial statements. During the year under review, such controls were tested and no reportable material weakness were observed.

SHREE KARTHIK PAPERS LIMITED

VIGIL MECHANISM

The company has established a vigil mechanism to provide a frame work to promote responsible and secure whistle blowing and to provide a channel to the employees and Directors for reporting to the management concerns about unethical behaviour, actual or suspected fraud or violation of the code of conduct or policy of the company as adopted/framed from time to time. The details of Vigil Mechanism is given in Corporate Governance Report which forms part of this Annual Report.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any joint venture, subsidiary or associate company.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review, Sri M.S. Velu, DIN No. 0168208 has been re-appointed as a Director of the company with effect from 28/09/2016 pursuant to the approval accorded by the shareholders of the company at the 25th AGM held on 28/09/2016..

In terms of the provisions of the Companies Act 2013, Smt. Selvambal Sengottu Velu holding DIN No. 01740974 retire from the Board of Directors of the company by rotation at the ensuing Annual General Meeting and being eligible has offered herself for re-appointment.

The notice convening forthcoming Annual General Meeting includes the proposal for appointment/re-appointment of Directors . A brief resume of the Directors seeking appointment/ re-appointment at the forthcoming Annual General Meeting and other details as required to be disclosed in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 forms part of the Notice.

None of the Directors are disqualified for appointment/re-appointment under section 164 of the Companies Act 2013.

None of the Directors of the company have resigned during the year.

None of the Directors are related inter-se to each other save and except Sri M.S. Velu, Smt. S.S. Velu and Sri Vignesh Velu.

DECLARATION BY INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures to the Board that they fulfil all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Company has appointed Sri S. Rengasamy, Company Secretary in practice to undertake the Secretarial Audit of the company for the year 2016-17. The Report of the Secretarial Audit Report is annexed herewith as Annexure 4.

SECRETARIAL AUDITOR'S OBSERVATION IN SECRETARIAL AUDIT REPORT AND DIRECTORS EXPLANATION THERETO

During the year under review, the Company's Share Capital is Rs. 9,55,50,000 and the shares are listed with BSE. The Company has not appointed the Key Managerial Personnel both full time Company Secretary and Chief Finance Officer under section 203 of the Companies Act 2013.

Explanation: The company was in search of suitable candidate for the appointment as Company Secretary and Chief Finance Officer in whole time employment. It took some time and the company will appoint a suitable candidate as a Company Secretary who is a member of the Institute of Company Secretaries of India and Chief Finance Officer of the company.

RELATED PARTY TRANSACTIONS

All the related party transactions are entered on arm's length basis and are in compliance with the applicable provisions of the Act and the Listing

SHREE KARTHIK PAPERS LIMITED

Agreement. The disclosure is being made as a matter of prudence. All the transactions have been done in the ordinary course of business.

During the year there were no materially significant related party transactions made by the company with the Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with the interest of the company at large.

AUDITORS

Messrs Giri & Co. (Firm Registration No. 0067025), Chartered Accountants, Coimbatore were appointed as Statutory Auditors of the Company for a period of three years in the 23rd Annual General Meeting to hold office till the conclusion of the 26th Annual General Meeting.

As per Companies Act 2013, M/s. Giri & Co., Chartered Accountants, Coimbatore have completed their term of office are not eligible for re-appointment. Based on the recommendations of the Audit Committee, the Company seeks approval for the appointment of Mr. Kalyan Srinath B, Partner M/s. K S P V & Co., Chartered Accountants, No.32, Subramaniam Road, Opp. B2 Police Station, R S Puram, Coimbatore - 641 002., (Firm Registration No. 015520S), Chartered Accountants, Coimbatore as Statutory Auditors of the company to hold office from the conclusion of this 26th Annual General Meeting upto the conclusion of the 31st Annual General Meeting to be held on 2021-22.

AUDITOR'S REPORT

The notes on financial statements referred to in the Auditor's Report are self-explanatory and do not call for any further comments and explanations. The Auditor's Report does not contain any qualification, reservation or adverse remark.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 in respect of the employees of the company is annexed herewith "Annexure 5

None of the employees of the company were in receipt of monthly or yearly remuneration in excess of the limits specified under the Companies Act 2013 and Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORK PLACE

As per the provisions of the Sexual Harassment of Women at work place (Prevention, Prohibition and Redressal act, 2013 no cases of sexual harassment of women at work place were neither reported nor redressed for the relevant year.

INDUSTRIAL RELATIONS

Relationship with employees was cordial throughout the financial year.

ACKNOWLEDGEMENTS

Your Directors record with a deep sense of gratitude to the working capital bankers for the excellent support and cooperation rendered by them to the company. Your Directors are thankful to its valuable customers, esteemed stakeholders and business associates for their continued support and the confidence reposed in the Company and its Management.

By Order of the Board
(Sd./-) M.S. Velu
Chairman and
Managing Director
DIN : 0168208

Place : Coimbatore
Date : 30.05.2017

SHREE KARTHIK PAPERS LIMITED

ANNEXURE 1

INFORMATION PURSUANT TO COMPANIES (DISCLOSURE OF PARTICULARS IN REPORT OF BOARD OF DIRECTORS) RULES, 1988, FORMING PART OF THE REPORT OF THE DIRECTORS

The company is implementing adequate measures for reduction of consumption of energy. Total energy consumption and consumption per unit of production in Form A

CONSERVATION OF ENERGY

For the years ended on 31 st March		31.03.2017	31.03.2016 (9 months)	
A Power and Fuel Consumption				
1	Electricity			
A	Purchased	KWHr	72,22,304	49,67,808
	Total amount	Rs.	4,61,38,016	3,37,37,069
	Rate per Unit	Rs.P.	6.38	6.80
B	Generation for captive usage	KWHr		
	Through Diesel/Generator		Nil	Nil
	Through Steam/Generator		Nil	Nil
2	Furnace Oil		Nil	Nil
3	Fuel : DOB and Saw Dust			
	Quantity (in tones)		9915.48	6846.41
	Amount (Rs.)		2,11,53,287	1,52,75,755
4	Consumption per unit of Production			
A	Electricity units per ton		516.58	512.78
B	Others DOB units per ton		0.71	0.70

B Technology Absorption

Indigenous and upgraded technology alone are used

C Foreign Exchange Earnings and Outgo

A	Steps are being taken to explore the possibility of exporting of writing and printing papers.			
B	Total Foreign Exchange earned and used excluding capital goods Component and spares.	Earned Used	Nil Nil	Nil Nil

SHREE KARTHIK PAPERS LIMITED

Annexure-2

Management's Discussion and Analysis

1. Industry structure and Developments

Paper industry is one among the high priority industries. The five year plan period 2012-17 concentrates on accelerating growth for Paper Industry. The continuous demand for increase in paper will require a considerable increase in supply from indigenous producers. Out of total paper mills in India, two thirds of the Mills use waste paper, agricultural wastes like saw dust, as their primary fibre source. The non availability of natural resources will automatically increase the demand of product from industries using Recycled/waste paper as their raw material.

2. Opportunities and Threats

The growth rate of recycled paper industry is assumed to increase by 10% per year. There are good growth opportunities and increase in demand. The excise duty has increased from Nil duty to 6.18% and this is one of the major burden on the industry. The major raw materials procurement from Mills using waste paper industry is from unrecognized sector. This accounts is for around 95% of total raw materials procurement. This affects continuous supply of raw material to the industry.

3. Outlook

The trend in consumption of papers and notebooks and eco friendly papers are increasing continuously. It will result in good demand for the industrial product.

4. Risk and concerns

- a. Non availability of raw materials in a continuous manner
- b. Frequent power cuts and power fluctuation
- c. Expansion of production capacity requires heavy capital investment.

5. Internal control

Internal control systems are designed to provide adequate financial control and accounting control and to implement accounting standards.

6. Material Development in Human Resources/ Industrial Relations Front including number of employees employed

Cordial relations have been maintained in the company. The company had 61 no. of employees as on March 2017.

7. Caution

The views and statements expressed or implied in the Management discussion and analysis are based on available information, experience and our own assessment.

By Order of the Board

(Sd./-) M.S. Velu
Chairman and

Managing Director
DIN : 0168208

Place : Coimbatore
Date : 30.05.2017

SHREE KARTHIK PAPERS LIMITED

ANNEXURE-3
FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN as on the financial year ended 31st March 2017

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	L21012TZ1991PLC003570
ii)	Registration Date	18.12.1991
iii)	Name of the Company	Shree Karthik Papers Limited
iv)	Category / Sub-Category of the Company	Public Company Limited by Shares
v)	Address of the Registered office and contact details	25, 50 Feet Road, Krishnaswamy Nagar Ramanathapuram, Coimbatore-641045 Phone: 0422 – 4217174 Fax.No: 0422 – 4217178 Email.Id : shreekarthikpapers@yahoo.com
vi)	Whether listed Company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. S.K.D.C. Consultants Ltd 3 rd Floor. Kanapathy Towers 1394/1A-1, Sathy Road, Ganapathy, Coimbatore 641 006 Phone: 0422 – 2539835, 6 & 6549995 Fax No. 0422 – 2539837 Mail: info@skdc-consultants.com Website: www.skdc-consultants.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Paper and Paper Boards	996611940	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES : NIL

Sl. No.	Name and address of the Co	CIN/GLN	Holding/ subsidiary Associate	% of shares held	Applicable section
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SHREE KARTHIK PAPERS LIMITED

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1. Indian									
a. Individual/HUF	13988200	--	13988200	73.20	14241700	--	14241700	74.52	
b. Central/State Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c. Bodies Corporate	253500	--	253500	1.32	--	--	--	--	-
d. Financial Institutions/ Banks	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e. Any other specify	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub total	14241700	--	14241700	74.52	14241700	Nil	14241700	74.52	Nil
2. Foreign									
a. NRI.Indls.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b. Other Indls.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c. Bodies Corporate	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d. Banks/FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e. Any other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub total	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total share holding of Promoters	14241700	--	14241700	74.52	14241700	Nil	14241700	74.52	Nil
B. Public									
1. Institutions									
a. Mutual Funds	Nil	25900	25900	0.13	Nil	25900	25900	0.13	Nil
b. Banks/FI	1000200	21900	1022100	5.35	917988	21900	939888	4.92	0.43
c. CentralGovt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d. State Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e. Venture capital funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f. Insurance companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g. FIIs	Nil	95100	95100	0.50	Nil	95100	95100	0.50	Nil
h. Foreign venture capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i. others	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub total	1000200	142900	1143100	5.98	917988	142900	1060888	5.55	-0.43

SHREE KARTHIK PAPERS LIMITED

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2. Non - Institutions									
a. Bodies Corporate									
i. Indian	54843	425600	480443	2.52	68803	425600	494403	2.59	+0.07
ii. Overseas									
b. Individuals									
i. Indl.s/holding Up to 2 lac	171607	1398700	1570307	8.22	301468	1508700	1810168	9.47	+1.25
ii. Indls/holding In excess of 2 lac	858935	577800	1436735	7.52	916600	354800	1271400	6.65	-0.87
c. Others	226715	11000	237715	1.24	220441	11000	231441	1.21	-0.03
Sub total	1312100	2413100	3725200	19.49	1507312	2300100	3807412	19.92	+0.43
Total A + B	2312300	2556000	4868300	25.48	2425300	2443000	4868300	25.48	
Shares held by custodians	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand total	16554000	25560000	19110000	100.00	16667000	2443000	19110000	100.00	

ii) Shareholding of Promoter-

S. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share-holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	M.S.Velu	9719120	50.86	Nil	9972620	52.19	Nil	+1.32
2	Selvambal S. Velu	4256580	22.27	Nil	4256580	22.27	Nil	Nil
3	Karthik Velu	6400	0.03	Nil	6400	0.03	Nil	Nil
4	Vignesh Velu	6100	0.03	Nil	6100	0.03	Nil	Nil
5	Shree Ganesh Gears P Ltd.	253500	1.33	Nil	Nil	Nil	Nil	Nil
	Total	14241700	74.52	Nil	14241700	74.52	Nil	74.52

SHREE KARTHIK PAPERS LIMITED

iii) Change in Promoters' Shareholding (please specify if there is no change)

S. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	14241700	74.52	—	—
	Date wise increase/ decrease In promoters' shareholding during the year (specifying the reason for increase/decrease (eg. Allotment/ transfer/bonus/sweat equity etc). Allotment made on 31.03.2015 on preferential basis to raise funds for the WC requirements	—	—		
	At the end of the year	—	—	14241700	74.52

(iv) Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRS)

S. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Industrial Development Bank of India Ltd.	10,00,000	5.23	917788	4.80
2	K. Sundaram Sharma	2,54,800	1.33	2,54,800	1.33
3	R. Umashankar	2,05,400	1.07	2,05,400	1.07
4	Sathya Kanagavadivel	1,95,400	1.02	1,95,400	1.02
5	K.T. Karthivel	1,95,400	1.02	1,95,400	1.02
6	U.D. Shanti	1,95,400	1.02	1,95,400	1.02
7	Crystal Investments Ltd	150000	0.78	150000	0.78
8	Kalam Investments Ltd.	135800	0.72	135800	0.71
9	Mohandas Chautani	100000	0.52	100000	0.52
10	Credit Capital Investment Trust Company	95100	0.50	95100	0.50
	Total	2527300	13.23	2527300	13.23

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v) Shareholding of Directors and Key Managerial Personnel

S. No.	For each of top 10 shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	No change during the year			
	Date wise increase/ decrease in promoters' shareholding during the year (specifying the reason for increase/decrease (eg. Allotment/ transfer/bonus/sweat equity etc). Allotment made on 31.03.2015 on preferential basis to raise funds for the WC requirements	No change during the year			
	At the end of the year (or on the date of separation, if separated during the year)	No change during the year			

V. INDEBTEDNESS -

Indebtedness of the Company including interest outstanding/accrued but not due for payment

₹ in lacs

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	48528725	81759896	-	130288621
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
● Addition	611750	-	-	-
● Reduction	--	42419	-	-
Net Change Addition/Reduction	-	-	-	569331
Indebtedness at the end of the financial year				
i) Principal Amount	49140475	81717477	-	130857952
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

SHREE KARTHIK PAPERS LIMITED

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and CFO

		Rs. in lacs
Sl	Particulars	Total
1	Gross Salary	24.00
	a Salary as per provisions contained in sec.17(1) of the Income tax Act 1961	-
	b Value of perquisites u/s 17(2) of the Income Tax Act 1961	-
	c Profit in lieu of salary u/s 17(3) of Income tax Act 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	CommissionAs % of ProfitOthers specify	-
5	Others pl. specify	—
	Total - A	24.00
	Ceiling limit as per the Companies Act	42.00

B. Remuneration to Other Directors

Sl	Particulars	
1	Independent Directors	
	Fee for attending Board/ Committee meetings	
	Commission	Nil
	Others, please specify	Nil
	Total	Nil
2	Other Non Executive Directors	Nil
	Fee for attending Board/ Committee meetings	Nil
	Commission	Nil
	Others, please specify	Nil
	Total B	Nil
	Total Managerial Remuneration (A+B)	Nil

Nil

C. Remuneration to Key Managerial Personnel other than MD/WTD

		Rs. in lacs
Sl	Particulars	
1	Gross Salary	-
	a Salary as per provisions contained in sec.17(1) of the Income tax Act 1961	-
	b Value of perquisites u/s 17(2) of the Income Tax Act 1961	-
	c Profit in lieu of salary u/s 17(3) of Income tax Act 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	CommissionAs % of ProfitOthers specify	-
5	Others pl. specify	-

Total C

SHREE KARTHIK PAPERS LIMITED

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give details)
A. COMPANY Penalty Punishment Compounding					
	NONE				
B. DIRECTORS Penalty Punishment Compounding					
	NONE				
C. OTHER OFFICERS IN DEFAULT Penalty Punishment Compounding					
	NONE				

SHREE KARTHIK PAPERS LIMITED

ANNEXURE 4

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH 2017

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members
Shree Karthik Papers Limited
25, 50 Feet Road
Krishnaswamy Nagar, Ramanathapuram
Coimbatore-641045

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Shree Karthik Papers Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Shree Karthik Papers Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Prime Urban Development India Limited ("the Company") for the financial year ended on 31st March 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Companies Act 1956 (the Act) and the rules made thereunder (to the extent applicable)
- (iii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations 1993 regarding the Companies Act and dealing with client.

SHREE KARTHIK PAPERS LIMITED

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that during the year under review, there were no actions/events in pursuant of the following Rules and Regulations requiring compliance thereof by the company.

- a. Foreign Exchange Management Act 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings:

(Not applicable to the company during the period under Audit)

- b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009

(Not applicable to the company during the period under Audit)

- c. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations 2014
(The company has not introduced any scheme during the financial year under review)

- d. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations 2008

(The company has not issued any debt securities during the financial year under review)

- e. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations 2009 and

(Not applicable as the company has not delisted or to propose to delist of equity shares from any Stock Exchange during the financial year under review)

- f. The Securities and Exchange Board of India (Buy back of securities) Regulations 1998

(Not applicable as the company has not bought back or to propose to buy back of any securities during the financial year under review)

I further report that based on the information provided by the company, its officers and authorised representatives, there are no laws specifically applicable to the company.

I further report that having regard to the compliance system prevailing in the company and on the review of quarterly compliance reports taken on record by the Board of Directors and on examination of the relevant documents and records in pursuance thereof, on test check basis, the company has complied with the labour and environmental laws as applicable.

I further report that the compliance by the company of applicable finance laws, like direct and indirect tax laws has not been reviewed in this Audit since the same have been subject to reviews by the Statutory Auditors and other designated professionals

I further report that

SHREE KARTHIK PAPERS LIMITED

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors and a Woman Director. There is no changes in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

I am informed that there were no dissenting members on any matters during the year whose views were required to be captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no instances of

- (i) Public issue /Right issue / debentures/sweat equity, etc.
- (ii) Redemption / buy-back of securities.
- (iii) Merger / amalgamation / reconstruction, etc.
- (iv) Foreign technical collaborations.

I further report that during the Audit period following observations were made.

The Company has not appointed the Key Managerial Personnel both full time Company Secretary and Chief Finance Officer under section 203 of the Companies Act 2013 read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

In respect of Direct and Income Tax laws like Income Tax Act, Service Tax Act, Excise and Customs Act, I have relied on the reports given by the Statutory Auditors of the company.

The members are requested to read this report along with my letter of even date annexed to this report

Coimbatore
30.05.2017

S. Rengasamy
FCS 3871
COP No.9901

SHREE KARTHIK PAPERS LIMITED

ANNEXURE TO SECRETARIAL AUDIT REPORT OF EVEN DATE

To,

The Members
Shree Karthik Papes Limited
25, 50 Feet Road
Krishnaswamy Nagar, Ramanathapuram
Coimbatore-641045

My Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records, devising proper systems to ensure compliance with the provisions of all applicable laws and regulations and ensuring that the systems are adequate and operate effectively are the responsibilities of the management of the company. My responsibility is to express an opinion on these secretarial records, systems, standards and procedures based on audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that the correct facts are reflected in the secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, I have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules and regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company

Coimbatore
30.05.2017

S. Rengasamy
FCS 3871
COP No.9901

List of documents verified:

1. Memorandum and Articles of Association of the Company.
2. Annual Report for the financial year 30th June 2016.
3. Minutes of the meeting of the Board of Directors, Audit Committee, Stakeholders Grievance Committee, Nomination and Remuneration Committee along with the Attendance Register held during the financial year under report.
4. Minutes of the General Body Meeting held during the financial year under report.
5. All Statutory Registers,
6. Agenda papers submitted to all the Directors for the Board Meetings and Committee Meetings.
7. Declarations received from the Directors of the company pursuant to the provisions of Section 184 of the Companies Act 2013.

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8. Intimations received from the Directors under the Prohibition of Insider Trading Code.
9. E-Forms filed by the company from time to time under applicable provisions of the Companies Act 2013 and attachment thereof during the financial year under report.

Intimations/documents/reports/returns filed with the Stock Exchange pursuant to the provisions of the Listing Agreement during the financial year under report.

Intimations/documents/reports/returns filed with the Stock Exchange pursuant to the provisions of the Listing Agreement during the financial year under report.

ANNEXURE 5

Details as required under section 197(12) of the Companies Act 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

The percentage increase in remuneration of Director during the Financial Year 2015-16, ratio of the remuneration of Director to the median remuneration of the employees of the company for the financial year 2015-16 are as under:

S. No.	Name of Director and designation	Remuneration of Director for 2015-16	% increase in Remuneration for FY 2015-16	Ratio of remuneration of Director to median remuneration of employees
1	Sri Vignesh Velu Whole time Director	Rs. 24,00,000	Nil	Not applicable

SHREE KARTHIK PAPERS LIMITED

REPORT ON CORPORATE GOVERNANCE

I. Company's Philosophy on Code of Corporate Governance for the year ended 31st March, 2017

Corporate Governance indicates fairness, transparency, accountability and integrity of the Management. It is all about maintaining valuable relationship and trust with all stakeholders.

The Company has established procedures and systems to ensure regular dissemination of information to the Board of Directors to ensure effective oversight of the company's business and activities. Based on the Corporate Governance practices, the Company has always worked towards building trust with the shareholders and employees of the company. Your company through its Board and Committees, endeavours to strike and deliver the highest governing standards for the benefit of its stakeholders.

Actions and decisions of the Board are aligned in the best interest of the company. The Board critically evaluates company's strategic decisions, management policy and its effectiveness. The Board regularly reviews Related Party Transactions, financial reports and evaluates the performance of the business.

II. Board of Directors

a. The Board of Directors of the company has an optimum combination of Executive and Non-Executive Directors with not less than fifty percent being Non-Executive Independent Directors. The Board also comprises of one women Director. The composition of the company's Board is in conformity with the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

b. Number of Board Meetings held during the year

During the year, four meetings of the Board of Directors were held on the following dates:
13th May 2016, 13th August 2016, 14th November 2016 and 13th February 2017.

The details of Directorship and Membership/Chairmanship of the Committees of the Board held by the Directors as on 31st March 2017 and their attendance at the meeting during the year are as follows:

c. Directors attendance record at the Board Meetings and the last AGM

Name of Director	DIN	Category	Attendance		No. of Directorship Held in other Companies		No. of Committee Position held in Other companies	
			Board Meeting	Last AGM	Public Co.	Private Co.	Member	Chairman
Sri M.S. Velu	01682508	Non-Executive Promotor	4	Yes	Nil	1	Nil	Nil
Smt.S.S. Velu	01740974	Non-Executive Promotor	4	Yes	Nil	1	Nil	Nil
Sri K. Arumugam	01876085	Non-Executive Independent	4	Yes	Nil	Nil	Nil	Nil
Sr. P. Kanagavadivelu	01856028	Non-Executive Independent	4	No	Nil	Nil	Nil	Nil
Sri P.C. Narendran	00090432	Non-Executive Independent	4	Yes	Nil	Nil	Nil	Nil
Sri Vignesh Velu	03505424	Executive Promotor	4	Yes	Nil	1	Nil	Nil

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- d. **Shareholding of the Non-Executive Director of the company for the year ended 31st March 2017 is as under:**

Sl. No.	Name of Director	No. of shares held as on 31.03.2016
1	Sri K. Arumugam	5000
2	Sri P. Kanagavadivelu	195400
3	Sri P.C. Narendran	6000

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company has familiarized its Independent Directors with the business model of the Company, nature of the industry in which it operates, processes and policies, their roles, rights, responsibilities in the Company to provide them with better understanding of the business and operations so as to enable them to contribute effectively to the Company. Presentations are regularly made to the Board of Directors and Audit Committee inter-alia, covering the Company's strategy, business model, operations, markets, products, finance, risk management framework, financial performance, budget and control process and for such other areas as may be considered necessary.

- e. **Meeting of Independent Director**

As stipulated under the code of Independent Directors under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, a separate meeting of the Independent Directors of the company held on 13th February 2017. The meeting was attended by all the Directors.

- f. **Brief note on Directors seeking appointment/re-appointment at the ensuing AGM**

Smt. Selvambal, 67 years of age, the Non-Executive Director of the company. She is having an experience of 25 years of experience in general management of affairs of the company. She was appointed on the Board of Directors of the company on 18.12.1991. During the year 2016-17, she attended all the Board Meetings of the company. Her appointment is liable to retire by rotation.

She is also a Director in Shree Ganesh Gears Private Limited and Shree Vignesh Wind Mill Private Limited.. She holds 4256580 equity shares in the company.

Sri M.S. Velu and Sri Vignesh Velu are related to Smt. S.S.Velu

- III. **Committees of the Board**

The Board has constituted the following Committee of Directors to deal with matters referred to it for timely decisions:

- 1) Audit Committee, 2) Nomination and Remuneration Committee, 3) Stakeholders Relationship Committee 4) Nomination and remuneration committee

Audit Committee

The Audit Committee comprises of Sri K. Arumugam as its Chairman and Sri P. Kanagavadivelu and Sri C.P. Narendran as its members.

The role, powers and functions of the Audit Committee are as per Section 177 of the Companies Act 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The terms of reference of this Committee are as required by SEBI - under Regulation 18 read with Part C of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Audit Committee is responsible fore reviewing a wide range of financial matters including the quarterly and annual accounts before their submission to the Board and monitoring the controls

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that are in force to ensure the integrity of the financial information reported to the shareholders. The Audit Committee advises the Board on the appointment of Statutory and Internal Auditors and on their remuneration, both for audit and non-audit work and discusses the nature and scope of their audit. The Committee is also responsible for implementing the recommendations of the Board arising from its review of the internal control and risk assessment report. Thus, the terms of reference of the Audit Committee are wide enough to cover matters specified below:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and if, required, the replacement or removal of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing with the Management, the annual financial statements before submission to the Board for approval with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of the Companies Act 2013.
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgement by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements.
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report.
5. Reviewing with the Management, the quarterly financial statements before submission to the Board for approval.
6. Reviewing with the Management, performance of statutory auditors and adequacy of the internal control systems
7. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
8. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
9. Approval and subsequent modifications of Related Party transactions
10. Scrutiny of Inter Corporate loans and Investments
11. Valuation of undertakings or assets of the company wherever necessary
12. Evaluation of internal financial control and risk management system.
- 13.. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee

The Audit Committee met 4 times during the year 2016-17 on 13th May 2016, 13th August 2016, 14th November 2016 and 13th February 2017

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Attendance of the Directors of the Audit Committee meetings held during the year under review:

Names of Members	Category	Number of meetings attended
Shri K. Arumugam	Independent, Non-Executive	4
Shri P. Kangavadivelu	Independent, Non-Executive	4
Shri P.C. Narendran	Independent, Non-Executive	4

iv. Nomination and Remuneration Committee

The terms of reference of Nomination and Remuneration Committee inter alia includes the following:

- i. Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board of Directors a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees.
- ii. Formulation of criteria for evaluation of performance of Independence Directors and the Board of Directors.
- iii. Devising a policy on diversity of Board of Directors
- iv. Identifying persons who are qualified to become a Director and who may be appointed in Senior Management in accordance with the criteria laid down and recommend to the Board of Directors their appointment and removal.
- v. Whether to extend or continue the term of appointment of the Independent Director on the basis of the report of performance evaluation of Independent Directors
- vi. Such other matters as may be delegated by the Board of Directors of the company

The Nomination and Remuneration Committee comprises three Independent Non-Executive Directors viz. Sri K. Arumugam as its Chairman, Sri P. Kanagavadivelu and Sri C.P. Narendran as its members. The Committee is responsible for recommending the contract terms, remuneration and other benefits for Company's Managing/Whole time Directors.

Remuneration Policy

The Company pays remuneration by way of salary, perquisites and allowances (fixed component) to Whole-time Directors. Salary is paid within the range approved by the shareholders. Effective 1st April each year, annual increments as recommended by the Nomination and Remuneration Committee are approved by the Board of Directors.

Remuneration to Directors, sitting fees, salary and perquisites

No sitting fee was paid to the Non-Executive Independent Directors during the year 2016-17. The company did not have any pecuniary relationship transactions with the Non-Executive Independent Directors of the company.

Performance evaluation criteria for Independent Directors

Performance of Independent Directors has to be evaluated by the Board of Directors based on the following criteria:

- i. Evaluation criteria laid down under Nomination and Remuneration Policy
- ii. Code of Conduct laid down by the Board
- iii. Code of Independent Directors prescribed in Schedule IV read with Section 149(8) of the Companies Act 2013.

During the year 2016-17, one meeting was held on 13.02.2017.

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Remuneration paid to the Directors

Details of remuneration paid to the Directors during the year 2015-16

Name of Director	Sitting fees	Remuneration (Rs.)	Total (Rs.)	No. of shares held on 31.03.2017
Sri Vignesh Velu	Nil	2400000	2400000	6100

No remuneration and sitting fees are paid to Chairman and Managing Director for attending meetings of the Board and Committees

v. Stakeholders Relationship Committee

The terms of reference of Stakeholders Relationship Committee includes the following:

- i. To review transfer/transmission /dematerialisation of equity shares of the company
- ii. To issue duplicate share certificates as and when the requests are received by the company
- iii. To review correspond with the shareholders visa-vis legal cases and take appropriate decisions in this regard
- iv. To authorise affixing common seal from time to time on any deed or other instrument requiring authentication by or on behalf of the company
- v. To consider and resolve the grievances of the security holders including complaints related to transfer of shares , non receipt of annual report etc.
- vi. To do all acts, deeds and things as may be required to be undertaken in terms of the provisions of Companies act 2013 and rules made thereunder:

The Committee comprises of Sri K. Arumugam as the Chairman, Sri M.S. Velu and Smt. S.S. Velu as its members. The Director Sri Vignesh Velu acts as the Secretary of the Committee.

The Committee met four times during the year 2016-17 on 13th May 2016, 13th August 2016, 14th November 2016 and 13th February 2017

The Composition of the Stakeholders Grievance Committee and details of the meetings attended by the Directors are as under:

Names of Members	Category	Number of meetings attended
Shri. K. Arumugam Committee Chairman	Independent, Non-Executive	4
Shri. M.S. Velu	Non-Independent, Non-Executive	4
Smt. S.S. Velu	Non-Independent, Non-Executive	4

VI. Disclosures

a. Vigil Mechanism/Whistle Blower Policy

The company has established a Vigil Mechanism/ Whistle Blower Policy to enable the stakeholders of the company to report their genuine concerns and grievances. The policy provides for adequate safeguards against victimization of stakeholders who avail of the Vigil Mechanism and direct access to the Chairman of the Audit Committee of the company in exceptional cases. The protected disclosures, if any reported under this policy will be appropriately and expeditiously investigated by the Chairman.

SHREE KARTHIK PAPERS LIMITED

The company hereby affirms that no stakeholders including Director/employee has been denied access to the Chairman of the Audit Committee and that no complaint was received during the year 2016-17.

b. Related Party Transactions

The company has no material significant transactions with its related parties which may have a potential conflict with the interest of the company at large. The details of transactions with related parties are given in Notes on Accounts.

c. Statutory Compliance, Penalties and Structures

The company has complied with requirements of Stock Exchange/SEBI and other statutory authorities to the extent applicable and accordingly no penalties have been levied or structures have been imposed on the company on any matter related to capital markets during the last three years.

d. Disclosure of Accounting Treatment

The finance statements have been prepared under the historical cost convention on accrual basis and in accordance with Generally Accepted Principles in India (Indian GAAP). The said financial statements comply with the relevant provisions of the Companies Act 2013 and rules made thereof, the mandatory Accounting Standards notified by the Central Government of India under Companies (Accounting Standards) Rules 2006 as amended from time to time.

e. Code of Conduct

The company has framed and adopted the code of conduct for all its Board Members and Senior Management Personnel. The code of conduct for Board Members and the Senior Management Personnel is displayed on the notice board of the company.

The Board Members and Senior Management Personnel have affirmed compliance with the code of conduct for the financial year 2016-17. A declaration to this effect in terms of Regulation 26 of SEBI (LODR) Regulations 2015 forms part of the Annual Report.

VII. Management

a. Management Discussion and Analysis

The Directors Report includes details of Management Discussion and Analysis of business of the company. Internal Control System for financial reporting is enclosed to this report.

b. Disclosures by the Management to the Board

All details relating to financial and commercial transactions where Directors may have pecuniary interest are provided to the Board and the interested Directors neither participate in the discussion nor do they vote on such matters.

VIII. GENERAL BODY MEETINGS

General Body Meetings during last three years

Financial Year	Date	Time	Venue
2013-14	29.12.2014	3.30 P.M.	Sree Annapoorna Kalaiaragam, R.S. Puram, Coimbatore
2014-15	30.12.2015	3.00 P.M.	Sree Annapoorna Kalaiaragam, R.S. Puram, Coimbatore
2015-16	28.12.2016	3.00 P.M.	Sree Annapoorna Kalaiaragam, R.S. Puram, Coimbatore

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IX. Means of Communication

The Company is publishing quarterly un-audited financial results in Trinity Mirror (English) and Makkal kural (Tamil regularly).

X. The profile of Directors retiring by rotation eligible for re-appointment

Smt. Selvambal, 67 years of age is a Non-Executive Director of the company. She is having an experience of 25 years of experience in general management of affairs of the company. She was appointed on the Board of Directors of the company on 18.12.1991. Her appointment is liable to retire by rotation and eligible for re-appointment.

She is also a Director in Shree Ganesh Gears Private Limited and Shree Vignesh Wind Mill Private Limited.. She holds 4256580 equity shares in the company

XI. General Shareholders' Information

Annual General Meeting:

Date of Book Closure : 14.09.2017 to 20.09.2017 (both days inclusive)

Day & Date : 20th September 2017

Time : 4:00 P.M.

Venue : Sree Annapurna Kalai Arangam, 75 East
Arokiasamy Road, R.S.Puram, Coimbatore-641002

Listing on Stock Exchanges : The Company is listed on BSE Limited. The annual listing fee has been paid upto 2017-18 and there is no outstanding payment towards the Exchange as on date.

Stock Code : Bombay Stock Exchange Limited – 516106

Financial Calendar (tentative)

First Quarter Results: Second week of August, 2017

Second Quarter/Half-Yearly Results: Fourth week of November, 2017

Third Quarter Results: Fourth week of February, 2018

Fourth Quarter Results: Second week of May, 2018

XII. Registrar and Transfer Agents

M/s. S.K.D.C. Consultants Limited

Kanapathy Towers 3rd Floor, 139/1A-1 Sathy Road, Ganapathy, Coimbatore 641 006, Tamilnadu
Phones:(0422) 2539835, Fax:(0422) 2539837 Email address: info@skdc-consultants.com

XIII. Share transfer system

The share transfers are registered and returned within a period of 15 days from the date of receipt of the documents are in order. The share transfers approved by the Stakeholders Relationship Committee.

XIV. Dematerialization of Shares and Liquidity

87.22% (1,66,67,000 equity shares) of the Company's paid-up Equity capital has been dematerialized up to 31st March 2017. Trading in Equity Shares is permitted only in dematerialized form as notified by SEBI. The volumes traded in stock exchanges not high.

SHREE KARTHIK PAPERS LIMITED

XV. Shareholding Pattern as on 31.03.2017

Description of Investors	Number of shares held	Percentage of holding
Promoters	14241700	74.52
Mutual Funds, Banks, Financial Institutions & Insurance Companies	25900	0.13
Foreign Institutional Investors	95100	0.50
Nationalised Banks/other banks	939888	4.92
Private Corporate Bodies	494403	2.58
Indian Public	3313009	17.35
Total	19110000	100.00

XVI. BSE Market Price data during the Financial Year 2016-17 in Rs.

Month	High	Low
April 2016	2.35	2.24
May 2016	2.83	2.46
June 2016	3.76	2.97
July 2016	5.11	3.94
August 2016	5.84	5.36
September 2016	5.84	5.55
October 2016	7.59	6.12
November 2016	9.84	7.94
December 2016	10.80	9.24
January 2017	11.26	9.79
February 2017	11.35	9.70
March 2017	10.83	7.21

XVII. Distribution of Shareholding as on 31.03.2017

In Value	No. of share holders	%	Amount	%
Upto 5000	5670	98.71	1352135	3.78
5001 - 10000	38	0.66	277001	0.97
10001 - 20000	10	0.18	153491	0.65
20001 - 30000	7	0.12	171685	0.55
30001 - 40000	3	0.05	114000	0.27
40001 - 50000	2	0.04	97000	0.78
50001 - 100000	3	0.05	270100	1.46
100001 and above	11	0.19	1667588	91.54
Total	5744	100.00	19110000	100.00

XVIII. Outstanding GDRs/ADRs/Warrants or any Convertible Instruments and their likely impact on equity

There are no outstanding warrants or any convertible instruments. The Company has not issued GDR/ADR.

XIX. NOMINATION FACILITY

The Companies Act, 2013 has provided the facility of nomination for the shares of the Company. The nomination form (Form SH-13) along with instructions is provided to the members on request.

SHREE KARTHIK PAPERS LIMITED

XX. Plant Location

Puliyangandi Aliyar Nagar,
Kottur Village, Pollachi Taluk

XXI. Address for Correspondence

No.25, 50 Ft Road
Krishnasamy Nagar
Ramanathapuram, Coimbatore-641045

Declaration by the CEO

I hereby declare that the

1. Code of conduct adopted by the Board was circulated to the members of the Board and senior management personnel of the company.
2. All members of the Board and Senior Management Personnel of the company have complied with all provisions of the code of conduct applicable to them as laid down by the company in terms of Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the year ended 31st March 2017.

For and on behalf of the Board

Place : Coimbatore
Date : 30.05.2017

(Sd./-) M.S. Velu
Chairman & Managing Director

Certificate of Compliance with the Corporate Governance requirements under Clause 49 of the Listing Agreement

AUDITORS' CERTIFICATE

The Members of **M/s. Shree Karthik Papers Limited**

We have examined the compliance of conditions of Corporate Governance by M/s. Shree Karthik Papers Limited for the year ended 31st March 2017 as stipulated in the relevant clauses of listing agreement of the said company with the stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementation thereof, adopted by the company in ensuring the compliance of conditions of Corporate Governance as stipulated in the said clause.. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the directors and the management, We certify that the company has complied with the conditions of Corporate Governance as stipulated in the relevant clause of the listing agreement.

We state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For Giri & Co.
Chartered Accountants
F.R. No. : 006702S

(Sd./-) **R. Giri, BCom FCA FCMA BL**

Place : Coimbatore
Date : 30.05.2017

Senior Partner
Membership Number : 025458

SHREE KARTHIK PAPERS LIMITED

INDEPENDENT AUDITOR'S REPORT

To the Members of M/s. SHREE KARTHIK PAPERS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **M/S. SHREE KARTHIK PAPERS LIMITED** ("the company"), which comprise the Balance Sheet as at March 31, 2017, Statement of Profit and Loss and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial statements:

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities, selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial control system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Accounting principles generally accepted in India:

SHREE KARTHIK PAPERS LIMITED

- (a) in case of the Balance sheet, of the state of affairs of the Company as at March 31st, 2017;
- (b) in case of the Statement of Profit and Loss, of the Profit of the Company for the year ended on that date
- (c) And its Cash Flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 (the Order) issued by the Central Government of India in terms of Sub Section (11) of Section 143 of the Companies Act 2013, we give in the annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order, to the extent Applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet and the statement of Profit and loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.
 - d) In our opinion, the aforesaid Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014
 - e) On the basis of the written representations received from the directors as on March 31, 2017, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - g) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :
 - i. The Company has disclosed the impact of pending litigations on its financial position in the financial statements. Refer Note.
 - ii. The company has made provisions as required under the applicable law or Accounting Standard, for material foreseeable losses, if any on long term contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For and on Behalf of
M/s. Giri & Co.
Chartered Accountants
F.R. No. : 006702S

Place : Coimbatore
Date : 30.05.2017

((Sd./-) **R. Giri** BCom FCA FCMA BL)
Senior Partner
Membership Number : 025458

SHREE KARTHIK PAPERS LIMITED

ANNEXURE -"A" TO THE AUDITORS' REPORT

The Annexure "A" referred to in Independent Auditors' report to the members of **M/s. SHREE KARTHIK PAPERS LTD** on the standalone financial statements for the year ended 31st March, 2017, we report that:

i) In respect of Fixed Assets :

- a) In our opinion and according to the information and explanations given to us during the course of audit, the Company is maintaining proper records showing full particulars including quantitative details and situation of its fixed assets.
- b) In our opinion and according to the information and explanations given to us during the course of audit, fixed assets have been physically verified by the Management at reasonable intervals, and in our opinion, physical verification of fixed Assets followed by the management are reasonable and adequate in relation to the size of the company and nature of its business. The discrepancies reported on verification were not material and have been properly dealt within the books of accounts.
- c) In our opinion and according to the information and explanations given to us during the course of audit, the title deeds of immovable properties are held in the name of the company.

ii) In respect of Inventories :

The inventories have been physically verified during the year by the management. In our opinion the frequency of verification is reasonable.

- iii) In our opinion and according to the information and explanations given to us and records examined by us during the course of audit, the Company has not granted loans, secured or unsecured, to Companies, firm, LLP's or other parties, listed in the Register maintained Under Section 189 Of the Companies Act, 2013.
- iv) According to the information and explanations given to us, In respect of loans, investments, Guarantees and security the provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- v) The Company has not accepted any deposits from the public.
- vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Companies Act, 2013 for the goods manufactured by the company.
- vii) A) In our opinion and according to the information and explanations given to us and records examined by us during the course of audit , the undisputed statutory dues including provident fund, Income Tax (TDS) and other statutory dues, have been regularly deposited with the appropriate authorities and there have no delays and arrears outstanding for a period of more than 6 month as on the last day of the financial year ended 31st March, 2017.
B) In our opinion and according to the information and explanations given to us and records examined by us during the course of audit, the following dues have not been deposited on account of disputes. The Company is confident of getting these claim quashed as the demands have been raised only on technical grounds.

Sl. No.	Assesment year	Act	Arrears payable	Pending before
1.	1995-1996	CST Act'56	Rs. 1512822/- (Tax) Rs. 25,64,365/- Penalty	Central Sales Tax Appellate.

SHREE KARTHIK PAPERS LIMITED

2.	1999-2000	CST Act'56	Rs.10,28,089/- (Tax)	STAT (AB), CBE
3.	2000-2001	CST Act'56	Rs.12,87,898/- (Tax)	STAT (AB), CBE
4.	2003-2004	CST Act'56	Rs.4,44,575/- (Tax)	STAT (AB), CBE
5.	2004-2005	CST Act'56	Rs.4,44,575/- (Tax)	Revised order awaited from the Assessing Officer viz A.C. (CT), R.S.Puram East Circle, Coimbatore
6.	2004-2005	TNGST Act	(+) Rs. 5,56,710/- (Tax) (To be received by the Company)	- do-

- viii) In our Opinion and according to the information and explanations given to us and the records examined by us, the Company has not defaulted in repayment of dues to financial institutions and banks as at Balance sheet date.
- ix) The company did not raise money by way of initial public offer or further public offer but the term loans raised during the year were applied for the purposes for which those are raised.
- x) According to the information and explanations given to us, no fraud by the company or fraud on the company by its officers or employees noticed or reported during the year.
- xi) According to the information and explanations given to us and the records examined by us, managerial remuneration of Rs.24 Lacs has been paid during the year by the company.
- xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii) According to the information and explanations given to us and the records examined by us, all transactions with the related parties are in compliance with sec.177 and 188 of Companies Act 2013 and the details have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv) According to the information and explanations given to us and the records examined by us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv) According to the information and explanations given to us and based on the records examined by us, the company has not entered into any non cash transactions with directors or persons connected with him during the year. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For and on Behalf of
M/s. Giri & Co.
Chartered Accountants
F.R. No. : 006702S

Place : Coimbatore
Date : 30.05.2017

((Sd./-) **R. Giri** BCom FCA FCMA BL)
Senior Partner
Membership Number : 025458

SHREE KARTHIK PAPERS LIMITED

ANNEXURE - B TO THE AUDITORS' REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **M/S. SHREE KARTHIK PAPERS LIMITED** as of 31 March 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that

SHREE KARTHIK PAPERS LIMITED

transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place : Coimbatore
Date : 30.05.2017

For Giri & Co.
Chartered Accountants
F.R. No. : 006702S
(Sd./-) **R. Giri** BCom FCA FCMA BL
Senior Partner
Membership Number : 025458

SHREE KARTHIK PAPERS LIMITED

BALANCE SHEET AS AT 31st MARCH 2017

Amt in Rs.

Particulars	Note	Year ended 31.03.2017	Nine month ended 31.03.2016
EQUITY AND LIABILITIES			
SHAREHOLDER'S FUND			
(a) Share Capital	2.1	95,550,000	95,550,000
(b) Reserves & Surplus	2.2	26,904,209	4,786,511
(c) Money received against share warrants		Nil	Nil
SHARE APPLICATION MONEY PENDING ALLOTMENT		Nil	Nil
NON CURRENT LIABILITIES			
(a) Long Term Borrowings	2.3	116,403,177	119,049,162
(b) Deferred Tax Liabilities (Net)	2.4	4,289,425	4,289,425
CURRENT LIABILITIES			
(a) Short Term Borrowings	2.5	154,625,174	130,288,621
(b) Short Term Provisions	2.6	6,283,963	-
(c) Trade Payables	2.7	37,980,034	21,639,790
(d) Other Current Liabilities	2.8	9,697,373	8,021,020
TOTAL		451,733,355	383,624,529
ASSETS			
NON CURRENT ASSETS			
(a) Fixed Assets			
(i) Tangible Assets	2.9	154,406,342	129,878,627
(ii) Intangible Assets		Nil	Nil
(iii) Capital Work in progress		Nil	Nil
(iv) Intangible Assets under development		Nil	Nil
(b) Non-Current Investments	2.10	8,500	8,500
(c) Deferred Tax Assets(Net)	2.4	Nil	Nil
(d) Long-Term loans and advances	2.11	12,081,406	13,288,280
(e) Other Non current Assets		Nil	Nil
CURRENT ASSETS			
(a) Current Investments		Nil	Nil
(b) Inventories	2.12	201,932,053	180,187,442
(c) Trade Receivables	2.13	52,556,871	50,779,671
(d) Cash and Cash equivalents	2.14	631,277	5,652
(e) Short Term Loans and Advances	2.15	30,116,906	9,476,357
(f) Other Current Assets		Nil	Nil
TOTAL		451,733,355	383,624,529

Significant Accounting Policies
and Notes on accounts

1 & 2

(Sd./-) **M.S. VELU**
Chairman and Managing Director
DIN : 0168208

(Sd./-) **Mrs. S.S VELU**
Director
DIN : 01740974

As per our report of even date
For **Giri & Co.**,
Chartered Accountants
F.R.No. 006702S

(Sd./-) **R. GIRI**
Senior Partner
M.No 025458

Place : Coimbatore
Date : 30.05.2017

SHREE KARTHIK PAPERS LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st, MARCH 2017

		Amt in Rs.	
Particulars	Note	Year ended 31.03.2017	Nine month ended 31.03.2016
INCOME			
Revenue from Operations	2.15	474,905,636	263,476,352
Other Income	2.16	1,342,906	1,267,457
Total Revenue		476,248,542	264,743,809
EXPENSES			
Cost of material consumed	2.17	300,555,500	156,726,449
Changes in Inventories of Finished Goods, WIP & Stock - in - Trade	2.18	2,857,890	(6,481,748)
Employee Benefits Expenses	2.19	15,140,245	10,364,275
Finance Costs	2.20	7,149,758	8,951,467
Depreciation and amortisation expenses	2.9	8,115,417	6,707,877
Other Expenses	2.21	114,647,572	69,948,118
Total Expenses		448,466,381	246,216,438
PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX		27,782,161	18,527,372
Exceptional Items		-	-
PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX		27,782,161	18,527,372
Extraordinary Items		-	-
PROFIT BEFORE TAX		27,782,161	18,527,372
Tax expense:			
MAT		5,664,463	-
Deferred tax(Net)		-	-
Prior period Adjustments-Net		-	-
PROFIT FOR THE PERIOD		22,117,698	18,527,372
EARNINGS PER EQUITY SHARE			
Equity shares of par value ` .10/-each			
Basic		1.16	0.97
Diluted		1.16	0.97
Number of shares used in computing earnings per share			
Basic		19,110,000	19,110,000
Diluted		19,110,000	19,110,000
Significant Accounting Policies and Notes on accounts	1 & 2		

(Sd./-) **M.S. VELU**
Chairman and Managing Director
DIN : 0168208

(Sd./-) **Mrs. S.S VELU**
Director
DIN : 01740974

As per our report of even date
For **Giri & Co.**,
Chartered Accountants
F.R.No. 006702S

(Sd./-) **R. GIRI**
Senior Partner
M.No 025458

Place : Coimbatore
Date : 30.05.2017

SHREE KARTHIK PAPERS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2017

Particulars	Rs	Rs.
CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before Tax and extraordinary items	22,117,698	
Add: Non Cash & Non Operating Expenses		
Depreciation	8,115,417	
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	—————	30,233,115
Less: Increase in Current Assets	(23,521,811)	
Add: Increase in Current Liabilities	18,016,597	
OPERATING PROFIT AFTER WORKING CAPITAL CHANGES	(5,505,214)	
	—————	24,727,901
Less : Income Tax paid		—
(A) NET CASH FLOW FROM OPERATING ACTIVITIES		24,727,901
CASH FLOW FROM INVESTING ACTIVITIES :		
Less: Purchase of Fixed Assets	(32,643,131)	
(B) NET CASH FLOW FROM INVESTING ACTIVITY	—————	(32,643,131)
CASH FLOW FROM FINANCING ACTIVITIES :		
Less: Interest paid on Bank Loan		
Short Term Loans and advance Paid	(20,640,549)	
Less: Interest paid on Bank Loan		
Long Term Borrowings Paid	(2,645,985)	
Less: Short Term Provision Paid	6,283,962	
Add : Short Term Borrowings Received	24,336,553	
Add : Long Term Loans and Advance Recovered	1,206,874	
(C) NET CASH FLOW FROM FINANCING ACTIVITIES	—————	8,540,855
(A) + (B) + (C)		625,625
Add: Opening Cash & Cash Equivalents		5,652
Closing Cash & Cash Equivalents		631,277

SHREE KARTHIK PAPERS LIMITED

2. NOTES ON ACCOUNTS

The previous period figures have been regrouped/reclassified, wherever necessary to conform to the current presentation.

Particulars	Amt in Rs.	
	As at 31.03.2017	As at 31.03.2016 (9months)

2.1 - SHARE CAPITAL

AUTHORISED

2,00,00,000 Equity Shares of Rs.5/- each 100,000,000 100,000,000

ISSUED, SUBSCRIBED AND PAID UP

1,91,10,000 Equity Shares of Rs.5/- each fully paid up.

The Capital includes 10,00,000 Equity Shares of Rs.5/- each issued to IDBI in lieu of payment of interest to IDBI as per BIFR order dated 07.02.2007. The value of the shares are reduced by 50% as per the order of the BIFR dated 07.02.2007

95,550,000 95,550,000

DETAILS OF SHARE HOLDING MORE THAN 5% AS ON BALANCESHEET DATE:-

Name of the Share Holder	No. of Equity Shares	% of Holding
M.S Velu	9,719,120	51%
Selvambal	4,256,580	22%
Industrial Development Bank of India	1,000,000	5%

RECONCILIATION OF THE NUMBER OF SHARES OUTSTANDING:

Particulars	As at 31.03.2017	As at 31.03.2016 (9months)
Number of Shares at the beginning	19,110,000	19,110,000
Add / (Less) : Share issued / Transfer	-	-
Number of Shares at the end	19,110,000	19,110,000

2.2 - RESERVES & SURPLUS

STATEMENT OF PROFIT & LOSS

Opening Balance	3,406,511	(15,120,861)
Add: Current Year Profit transferred from Statement of Profit & Loss	22,117,698	18,527,372
Amount available for Appropriations	25,524,209	3,406,511
Less: Appropriations / Adjustment of Depreciation	-	-
Closing Balance	25,524,209	3,406,511
Share Premium Account	-	-
	25,524,209	3,406,511

CAPITAL RESERVE

Opening Balance	1,380,000	1,380,000
Add: Current Year Profit transferred from Statement of Profit & Loss	-	-
Amount available for Appropriations	1,380,000	1,380,000
Less: Appropriations	-	-
Closing Balance	1,380,000	1,380,000

TOTAL

26,904,209 **4,786,511**

SHREE KARTHIK PAPERS LIMITED

Particulars	Amt in Rs.	
	As at 31.03.2017	As at 31.03.2016 (9months)
2.3- LONG TERM BORROWINGS		
Loans and Advances from Others		
Interest Free Sales Tax Loan	13,988,318	17,485,582
From Related Party Shri M.S.Velu	100,000,000	100,000,000
Term Loan- From Bank		
AXIS Bank Bus Loan	984,152	1,279,136
HDFC - Indica Car Loan	358,675	-
Kotak Mahindra - Skiada Car	981,350	
ICICI Bank Jeep Loan	90,682	284,444
TOTAL	116,403,177	119,049,162
2.4- DEFERRED TAX LIABILITIES (NET)		
Deferred Tax Assets	-	-
Deferred Tax Liabilities	4,289,425	4,289,425
	4,289,425	4,289,425
2.5- SHORT TERM BORROWINGS		
Secured		
(a) Loans repayable on demand		
From banks		
Axis Bank , Avinashi Road CBE. CC Account	46,725,616	48,582,725
(b) From Related Parties - Unsecured:-		
M.S.Velu	39,361,288	18,102,287
Smt.S.S.Velu	29,016,840	30,689,603
Shri Vignesh Velu V	39,521,430	32,968,006
TOTAL	154,625,174	130,288,621
2.6 - TRADE PAYABLES		
Sundry Creditors - Supplies	37,980,034	21,639,790
TOTAL	37,980,034	21,639,790
2.7 - OTHER CURRENT LIABILITIES		
Other Payables		
Expenses	94,750	-
Expenses	-	5,489,827
Staff salary Payable	1,152,640	-
Electricity Bill Payable	4,199,014	-
Excise Duty Payable	2,898,707	1,751,995
Sales Tax payable	1,169,276	722,100
TDS Payable	99,480	57,098
Provident Fund Payable	83,506	-
TOTAL	9,697,373	8,021,020
2.8 - SHORT TERM PROVISIONS		
Provision for Exgratia & Bonus	619,500	-
Provision for Mat liabilities	5,664,463	-
TOTAL	6,283,963	-

SHREE KARTHIK PAPERS LIMITED

2.9- FIXED ASSETS

Armt in Rs.

ASSET DESCRIPTION	GROSS BLOCK			DEPRECIATION				NET BLOCK		
	As on 01.04.2016	Additions Rs.	(Deletions) Rs.	As on 31.03.2017	Upto 01.04.2016	Withdrawn	For the year Rs.	Upto 31.03.2017	As on 31.03.2017	As on 31.03.2016
Land & Land Development	1,356,905	-	-	1,356,905	-	-	-	-	1,356,905	1,356,905
Garden Development	137,500	-	-	137,500	-	-	-	-	137,500	137,500
Building	46,823,067	-	-	46,823,067	19,283,953	-	2,284,783	21,568,736	25,254,331	27,539,114
Plant & Machinery	183,035,879	-	-	183,035,879	107,268,732	-	3,631,759	110,900,491	72,135,388	75,767,147
Electrical Installations & Fittings	36,091,751	-	-	36,091,751	17,480,453	-	1,256,779	18,737,232	17,354,519	18,611,298
River Pipeline	7,786,464	-	-	7,786,464	6,238,466	-	212,816	6,451,282	1,335,182	1,547,998
Furniture & Fittings	870,080	-	-	870,080	598,023	-	40,519	638,542	231,538	272,057
Office Equipments	1,632,520	82,760	-	1,715,280	798,883	-	52,674	851,557	863,723	833,637
Motor Vehicles	6,413,274	2,222,056	-	8,635,330	2,624,745	-	631,288	3,256,033	5,379,297	3,788,529
Miscellaneous Assets	73,637	-	-	73,637	49,194	-	4,797	53,991	19,646	24,443
TOTAL	284,221,077	2,304,816	-	286,525,893	154,342,449	-	8,115,417	162,457,866	124,068,027	129,878,628
Building	-	6,218,271	-	6,218,271	-	-	-	-	6,218,271	-
Plant & Machinery under Installation	-	24,120,044	-	24,120,044	-	-	-	-	24,120,044	-
Electrical Installation	-	-	-	-	-	-	-	-	-	-
TOTAL (A+B)	284,221,077	32,643,131	-	316,864,208	154,342,449	-	8,115,417	162,457,866	154,406,342	129,878,628

SHREE KARTHIK PAPERS LIMITED

Particulars	Amt in Rs.	
	As at 31.03.2017	As at 31.03.2016 (9months)
2.10 - NON CURRENT INVESTMENTS		
Government Securities		
Indra Vikas Patra	8,000	8,000
National Saving Certificate	500	500
TOTAL	8,500	8,500
2.11 - LONG TERM LOANS & ADVANCES		
Advances receivable in cash or kind	-	-
Deposits-TNEB	10,867,470	11,181,600
Deposits with Central excised department	-	718,886
Sales Tax Advance	-	-
Deposit Other	1,213,936	1,387,794
TOTAL	12,081,406	13,288,280
2.12 - INVENTORIES		
Stores	14,422,156	26,250,506
Raw Materials	117,295,123	79,926,560
Work in process	33,838,105	35,267,050
Finished Goods (Other than acquired in Trading)	35,140,713	36,569,658
Fuel	1,235,956	688,760
Branch stock	-	1,484,908
TOTAL	201,932,053	180,187,442
2.13 - TRADE RECEIVABLES		
Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Unsecured	-	-
Other Trade Receivables	52,556,871	50,779,671
Unsecured	-	-
TOTAL	52,556,871	50,779,671
2.14 - CASH & CASH EQUIVALENTS		
Cash on Hand	301	5,652
<u>Balance with Banks</u>		
Axis Bank	-	-
Yes Bank	620,977	-
Indian Bank - Ramanathapuram	10,000	-
TOTAL	631,278	5,652

SHREE KARTHIK PAPERS LIMITED

		Amt in Rs.	
Particulars	As at 31.03.2017	As at 31.03.2016 (9months)	
2.15 - SHORT TERM LOANS & ADVANCES			
Advance to suppliers	29,160,606	8,501,364	
Advance to Staff	-	-	
Others			
Advances (C.excise, Sales Tax - input)	881,004	889,861	
TDS Receivable	75,296	85,132	
TOTAL	30,116,906	9,476,357	
Particulars	Year ended 31.03.2017	9 months ended 31.03.2016	
2.16 - Revenue from Operations			
Sale of Product comprises			
Paper	474,905,636	263,476,352	
Total Sale of Manufactured Goods	474,905,636	263,476,352	
2.17 Other Income			
Other Income Comprises			
Transit Insurance	490,193	273,319	
Insurance claimed	-	34,153	
Interest (EB)	752,960	851,324	
Misc income	99,753	108,661	
Total Other Income	1,342,906	1,267,457	
2.18 Cost of Raw Material Consumed :			
Opening Stock	79,926,560	54,436,194	
Add : Purchases and Expenses	337,924,063	182,216,815	
	417,850,623	236,653,009	
Less : Closing Stock	117,295,123	79,926,560	
Total	300,555,500	156,726,449	
2.19 Changes in Inventories of Finished Goods, WIP & Stock - in - Trade			
<u>Inventories at the end of the year:</u>			
Finished goods	35,140,713.00	36,569,658.00	
Work-in-progress	33,838,105.00	35,267,050.00	
	68,978,818.00	71,836,708.00	
Inventories at the beginning of the year:			
Finished goods	36,569,658.00	38,564,909.60	
Work-in-progress	35,267,050.00	26,790,050.00	
	71,836,708.00	65,354,959.60	
Net (Increase)/ Decrease	2,857,890.00	(6,481,748.40)	

SHREE KARTHIK PAPERS LIMITED

Particulars	Amt in Rs.	
	Year ended 31.03.2017	(9 months ended) 31.03.2016
2.20: Employee Benefits Expenses		
Salaries and Wages	14,054,560	9,744,409
Contributions to provident and other funds	486,280	342,171
Bonus & Ex-gratia	351,580	234,394
Staff Welfare	247,825	43,301
Total	15,140,245	10,364,275
2.21 Finance Costs		
(a) Interest expense on:		
(i) Term Loan- Car Loan/jeep/Bus	278,170	109,793
(ii) Working Capital Interest	5,336,847	4,186,936
(iii) Interest on delayed /Payment	352,912	473,992
(iv) loan processing chg - bank	1,103,945	-
(v) Bank Charges	77,884	
(b) Other borrowing costs	-	4,180,746
(c) Net (gain) / loss on foreign currency transactions and translation (considered as finance cost)	-	-
Total	7,149,758	8,951,467
2.22: Other Expenses		
Stores, spares, tools dye stuffs	17,006,600	6,666,535
Machinery Maintenance	14,428,168	5,818,135
Office Maintenance	16,893	19,365
Office Equipment Maintenance	91,678	22,843
Electrical Maintenance	13,527	144,015
Vehicle Maintenance, Travelling & Etc	1,070,357	560,843
Rent	1,149,213	478,000
Power, fuel and water charges	67,582,076	49,648,875
Insurance paid	129,107	147,032
Rates and Taxes	289,720	169,424
Rebate, Commission and Discount	468,793	141,847
Packing and Forwarding	9,264,270	5,103,662
Advertisement	227,100	64,930
Postages, Telegrams and Telephone	224,124	367,706
General Expenses, Printing & Stationary ect	2,574,947	483,906
Remuneration to Auditors	111,000	111,000
Total	114,647,572	69,948,118

SHREE KARTHIK PAPERS LIMITED

Particulars	_Amt in Rs.	
	Year ended 31.03.2017	Nine months 31.03.2016

Notes:-

(i) Payments to the auditors comprises

(net of service tax input credit, where applicable):

As auditors - statutory audit	80,000	80,000
For taxation matters	25,000	25,000
For company law matters	-	-
For management services	-	-
For other services	6,000	6,000
Reimbursement of expenses	-	-
Total	111,000	111,000

2.23 Quantitative Information

	31.03.2017 (12 months)		31.03.2016 (9 months)	
	Qty. in MT	Value in Rs.	Qty. in MT	Value in Rs.
I) MANUFACTURING ACTIVITY :-				
Installed Capacity and Production				
a. Installed Capacity MT	13,350		13,350	
b. Actual Production MT	14,008		9,689	
Sale of Finished Goods – Paper	14,035	47,49,05,636	9,637	26,34,76,352
Raw Material Consumption :				
Waste Paper – Indigenous	15,397	30,05,55,500	11,399	15,67,26,449
Chemical		1,78,13,404		1,05,89,132
Stock of Finished Goods	660	3,51,40,713	687	3,65,69,658

2.24. TAXATION

The current charge for income taxes is calculated in accordance with the relevant tax regulations applicable to the Company.

2.25. RELATED PARTY TRANSACTION

a) List of related parties :-

i) Key Management Personnel

M S Velu - Managing Director

Vignesh Velu –Director

ii) Other Related Parties

Shree Ganesh Gears Private Limited

Shree Vignesh Windmill P Ltd

b) Transactions with Related Parties :-

Key Managerial Personnel

Remuneration to Director Mr.Vignesh Velu	24,00,000
Interest paid to M.S. Velu	-
Interest paid to Vignesh Velu	-
Interest paid to Smt.S.S.Velu	-

SHREE KARTHIK PAPERS LIMITED

b). Transactions with Related Parties (Contd.):-

Rs.

Key Managerial Personnel

Unsecured Loan O/s. as on 31.03.2017

M S Velu - Managing Director	3,93,61,288
Vignesh Velu -Director	3,95,21,430
Smt S.S.Velu - Director	2,90,16,840

Other Related Parties

a. Relationship :	
Associate Company Shree Vignesh Windmill Pvt., Ltd	
b. Nature of Transactions:	
Purchase of wind energy power	44,31,965
c. Outstanding balance as on 31.03.2017	24,82,983
d. Amount Paid during the year	8,70,945

2.26. EXPENDITURE IN FOREIGN CURRENCY

a. Value of imports on CIF basis during the year	NIL
b. Expenditure in Foreign Currency during the year	NIL
c. Earnings in Foreign Currency during the year	NIL

2.27. DETAILS OF REMUNERATION TO DIRECTORS:

Particulars	31.03.2017			31.03.2016 (9 months)		
	MD	Director	E Director	MD	Director	E Director
Salary	Nil	Nil	Rs. 24,00,000	Nil	Nil	Rs.18,00,000 (9 months)
Perquisites	Nil	Nil	Nil	Nil	Nil	Nil

2.28 SALES

Net sales include sale of products manufactured exclusive of Excise Duty and Sales/VAT Tax charged to customers.

2.29 The Company has not received the status under the MSME Development Act, 2006 from its Vendors/Suppliers. Hence, the company could not disclose the amount due to Vendors/ Suppliers as per the provisions of MSME Development Act, 2006.

2.30 Sundry Debtors, Creditors, Unsecured Loans and Loans and Advances are subject to confirmation and reconciliation and are stated at the book balance thereof.

2.31. The company is not covered by ESI regulation.

(Sd./-) **M.S. VELU**
Chairman and Managing Director
DIN : 0168208

(Sd./-) **Mrs. S.S VELU**
Director
DIN : 01740974

As per our report of even date
For **Giri & Co.**,
Chartered Accountants
F.R.No. 006702S

(Sd./-) **R. GIRI**
Senior Partner
M.No 025458

Place : Coimbatore
Date : 30.05.2017

SHREE KARTHIK PAPERS LIMITED

1. SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of Preparation of Financial Statements:-

The Accompanying financial statements have been prepared on a going concern basis under the historical cost convention on the accrual basis of accounting in conformity with Generally Accepted Accounting Principles in India (" India GAAP)

1.2 Valuation of Inventories:-

Finished Goods	At Cost
Stock in Process	At Cost
Raw Materials	At Cost
Consumable & Stores Fuel Item	At Cost

1.3 Fixed Assets:-

Fixed Assets are stated at cost Less accumulated depreciation (less CENVAT, wherever applicable). Cost includes related duties, Non refundable taxes, freight ,installation expenses and other incidental expenses related to the acquisition or installation of the respective assets.

The cost of assets not put to use as at the reporting date are disclosed under Capital Work in progress.

1.4. Depreciation.

Depreciation on tangible assets has been provided on Straight Line Method over the useful life in the manner prescribed in the schedule II of the companies Act 2013 effective from 1st April 2014, as against the earlier practice of depreciating at the rates prescribed in Schedule XIV to the Companies Act, 1956.

Depreciation on addition to assets or on sale/ discardment of assets, is calculated on pro-rata from the month of such addition or upto the month of such sale/discardment, as the case may be.

1.5. Investments

Investments being long term are stated at Cost.

1.6. Retirement Benefits

Provision for gratuity has been made for the eligible employee.

1.7. Segment reporting

The company manufactures and sells only one product, namely writing and printing papers. The company finds no risks involved in the revenue and expenses of the transaction.

1.8. Deferred Tax

Deferred tax is usually recognized on timing difference between accounting income and the taxable income for the period and reversal of timing differences of earlier periods and quantified using the tax rates and laws that have been enacted/ substantively enacted as at the balance sheet date. The deferred tax assets are recognized and carried forward to the extent that there is reasonable certainty that these would be realized in future.

1.9. Provisions, Contingent Liabilities and contingent Assets:

Provision is recognized only when there is a present obligation as a result of past event and it is probable that there will be an outflow of resources. Contingent liabilities have not been provided for. The same will be met as and when they arise. Contingent Assets are neither recognized nor disclosed in the financial statements.

(Sd./-) **M.S. VELU**
Chairman and Managing Director
DIN : 0168208

(Sd./-) **Mrs. S.S VELU**
Director
DIN : 01740974

As per our report of even date
For **Giri & Co.,**
Chartered Accountants
F.R.No. 006702S

(Sd./-) **R. GIRI**
Senior Partner
M.No 025458

Place : Coimbatore
Date : 30.05.2017

SHREE KARTHIK PAPERS LIMITED

CIN : L2102TZ1991PLC003570

Registered office: 25, 50 Feet Road, Krishnasamy Nagar Ramanthapuram, Coimbatore-641 045
Phone No: 0422 4217174 Fax : 0422 0422 4217178 Email ID : shreekarthikpapers@yahoo.com

PHYSICAL BALLOT FORM

(Please read the instructions printed overleaf carefully before completing this form)

1. Registered Folio No./ DP ID No. & Client ID No. * *(Applicable to investors holding shares in dematerialized form)
2. Name(s) and Registered Address of the sole/first named Shareholder/Beneficial owner, including Joint holder(s), if any (in block letters)
3. Class and Number of shares held

as my/our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the Annual General Meeting of the company to be held on Wednesday, the 20th September 2017 at 4.00 p.m. at Sree Annapoorna Kalai Arangam, Ganga Hall, East Arokiasamy Road, R.S. Puram, Coimbatore-641002 and at any adjournment thereof in respect of such resolutions set out in the notice convening the meeting, as are indicated below:

Reso- lution NO.	Resolution	Vote (Optional see Note 2) (Please mention no. of shares)		
		No. of Shares	For	Against
1	Consider and adopt the financial statements of the company for the year ended 31 st March 2017		<input type="checkbox"/>	<input type="checkbox"/>
2	Re-appointment of Smt. Selvambal Sengottu Velu (DIN: 01740974) who retires by rotation as a Director		<input type="checkbox"/>	<input type="checkbox"/>
3	Appointment of Statutory Auditor and fixing their remuneration		<input type="checkbox"/>	<input type="checkbox"/>
4	To pledge/ mortgage of movable and immovable properties and to Create/modify of charge to the bankers for their working capital limit under section 180(1)(a) of the Companies Act, 2013		<input type="checkbox"/>	<input type="checkbox"/>
5	To borrow money from banks/ financial institutions in excess of its Paid up capital and Free reserves u/s 180(1)(c) of the Companies Act 2013		<input type="checkbox"/>	<input type="checkbox"/>

Place :

Date :

Signature of the Shareholder
(Refer instruction No.2. over leaf)

** Email ID.....

** To be provided by the members holding Equity Shares in physical form

INSTRUCTIONS

Process and manner for members opting to vote by using the Physical Ballot Form:

1. Please complete and sign the Ballot Form and send it, so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Sri. S. Rengasamy, Practicing Company Secretary, (Membership No.3871) not later than the close of working hours (5.00 P.M.) on 19th September, 2017. The envelope containing the Physical Ballot Form, shall be deposited in person or sent by Courier or Registered/Speed Post by the member to the Scrutinizer: **Sri. S. Rengasamy, Practicing Company Secretary, Scrutinizer, 25, 50 Feet Road, Krishnasamy Nagar Ramanthapuram, Coimbatore-641 045** Physical Ballot Form received after 19th September, 2017. (5.00 P.M) will be strictly treated as if the reply from the member has not been received.
2. The form should be signed by the member as per the specimen signature registered with the company / Depository Participants. In case of joint holding, the form should be completed and signed by the first named member and in his / her absence, by the next named joint holder. There will be one form for every Folio / Client ID irrespective of the number of joint holders. A Power of Attorney (POA) holder may vote on behalf of a member, mentioning the registration number of the POA or enclosing an attested copy of the POA. Exercise of vote is not permitted through proxy.
3. For shares held by Companies, Bodies Corporate, Trusts, Societies, etc. the duly completed form should be accompanied by a certified true copy of the board resolution / authorization together with attested specimen signature(s) of the duly authorized signatory(ies).
4. Votes should be cast, in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided for assent/dissent. Members may partially enter any number in iFORi and partially in iAGAINSTi but the total number in iFOR/AGAINSTi taken together should not exceed the member's total shareholding. If the shareholder does not indicate either iFORi or iAGAINSTi in case of any resolution, it will be treated as iABSTAINi for that resolution and the shares held will not be counted under either head.
5. The voting rights of the shareholders shall be in proportion to their shares of the paid-up equity share capital of the company as on 13th September, 2017 (cut off date) as per the Register of Members of the Company and as informed to the Company by the Depositories in case of beneficial owners.
6. A member may request for a duplicate Ballot Form, if so required. However, the duly filled in and signed duplicate form should reach the Scrutinizer not later than the date specified at Sr.No.1 above.
7. Unsigned, incomplete, improperly or incorrectly tick marked ballot forms will be rejected. A form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the member or the number of votes or as to whether the votes are in favour or against or if the signature cannot be verified.
8. The Scrutinizer's decision on the validity of a ballot will be final.
9. Members are requested not to send any other paper along with the Ballot Form. Any other paper found with the Ballot Form would be destroyed. Members are also requested not to write anything on the Physical Ballot Form except giving their name, registered address, no. of shares, assent or dissent and putting their signature.
10. The results of the voting shall be declared within 3 days of conclusion of the Annual General Meeting of the Company. The results declared, along with the Scrutinizer's Report, shall be placed on the Website of CDSL and communicated to the Bombay Stock Exchange where the Company is listed immediately after the Chairman and Managing Director declares the result.

Notes:

1. This ballot form is provided for the benefit of members who do not have access to e-voting facility, to enable them to send their assent or dissent by post.
2. A member can opt for only one mode of voting, i.e. either by post or through e-voting. If a member casts votes by both modes, then voting done through e-voting shall prevail and Physical Ballot Form of that member shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes appended to the Annual General Meeting Notice.
4. The Scrutinizer will collate the votes downloaded from the e-voting system, votes received through post and the votes cast at the AGM to declare the final result for each of the resolutions forming part of the Annual General Meeting Notice.

SHREE KARTHIK PAPERS LIMITED

CIN : L2102TZ1991PLC003570

Registered Office : 25, 50 Feet Road, Krishnaswamy Nagar
Ramanathapuram, Coimbatore-641045

Phone: 0422 – 4217174 Fax.No: 0422 – 4217178

Email.Id : shreekarthikpapers@yahoo.com

SHREE KARTHIK PAPERS LIMITED

CIN : L2102TZ1991PLC003570

Registered office: 25, 50 Feet Road, Krishnasamy Nagar
Ramanthapuram, Coimbatore-641 045

Phone No: 0422 4217174 Fax : 0422 0422 4217178

Email ID : shreekarthikpapers@yahoo.com

FORM NO. MGT - 11 PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name & Address of
the member(s):

E-mail ID:

Folio No./Client ID:

DP ID:

I/We being the member(s) holding shares of the above named Company, hereby appoint:

- 1) Name :
Address :
Email ID : Signature or failing him/her
- 2) Name :
Address :
Email ID : Signature or failing him/her
- 3) Name :
Address :
Email ID : Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the company, to be held on Wednesday, the 20th September, 2017 at 04.00 p.m. at Sree Annapoorna Kalai Arangam, Ganga Hall, East Arokiasamy Road, R.S. Puram, Coimbatore-641002, Tamil Nadu and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

 Cut here ----- P.T.O.

Electronic Voting Particulars

If desirous of E-voting, please read the instructions given in the AGM Notice before exercising

EVSN (Electronic Voting Sequence Number)	Sequence No
170904127	

 Cut here -----

SHREE KARTHIK PAPERS LIMITED

CIN : L2102TZ1991PLC003570

Registered office: 25, 50 Feet Road, Krishnasamy Nagar
Ramanthapuram, Coimbatore-641 045

Phone No: 0422 4217174 Fax : 0422 0422 4217178

Email ID : shreekarthikpapers@yahoo.com

Folio No. / Demat ID :

No. of

Name of the Member :

shares held :

Name of the Proxy :

ATTENDANCE SLIP

Attendance by

- Member
 Proxy
 Authorised Representative

Please the appropriate box

I hereby record my presence at 26th Annual General Meeting being held on Wednesday, 20th September, 2017 at Sree Annapoorna Kalai Arangam, Ganga Hall, East Arokiasamy Road, R.S. Puram, Coimbatore-641002, Tamilnadu

* Strike out whichever is not applicable

Signature of Member / Proxy*

Resolution Number	Resolution	Vote (Optional see Note 2) (Please mention no. of shares)		
		For	Against	Abstain
1	Consider and adopt the financial statements of the company for the year ended 31 st March 2017			
2	Re-appointment of Smt. Selvambal Sengottu Velu (DIN: 01740974) who retires by rotation as a Director			
3	Appointment of Statutory Auditor and fixing their remuneration			
4	To pledge/ mortgage of movable and immovable properties and to Create/modify of charge to the bankers for their working capital limit under section 180(1)(a) of the Companies Act 2013			
5	To borrow money from banks/ financial institutions in excess of its Paid up capital and Free reserves u/s 180(1)(c) of the Companies Act 2013			

Signed this day of 2017

Signature of shareholder :

Signature of Proxy holder (s) :

Affix ₹1/-
Revenue
Stamp

Note :

1. This form of proxy, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem applicable.

Route Map of AGM Venue

