



**SOLID
CONTAINERS
LIMITED**

**56TH ANNUAL
REPORT**
2020-2021

CORPORATE INFORMATION

BOARD OF DIRECTORS

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

MANAGER

Suresh Kumar Suri

CHIEF FINANCIAL OFFICER

Francis Miranda

COMPANY SECRETARY & COMPLIANCE OFFICER

M S Gayatri (W.e.f. 7th August 2020)
Kundan Tanawade (Upto 31st July 2020)

AUDITORS

J Singh & Associates LLP
Chartered Accountants

BANKERS

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

REGISTERED OFFICE

2006, Fossberry Road,
Near ICI Limited, Reay Road (E),
Mumbai – 400 033
CIN: L28100MH1964PLC013064
Contact No.: 022-24920212 / 022-68569300
Website: www.solidcontainers.net
Email: compliance.scl@ashokgoeltrust.com &
solidcontainersltd@gmail.com

PLANT

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

REGISTRAR AND SHARE TRANSFER AGENTS

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

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SOLID CONTAINERS LIMITED

CIN: L28100MH1964PLC013064

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

Phone No: 022-24920212 / 022-68569300

E-mail: compliance.scl@ashokgoeltrust.com / solidcontainersltd@gmail.com;

Website: www.solidcontainers.net;

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Fifty Sixth (56th) Annual General Meeting of the members of **SOLID CONTAINERS LIMITED** will be held on **Monday, 20th September 2021** at **10.00 a.m.** through electronic means / video conferencing (VC), to transact, with or without modifications, as may be permissible, the following ordinary business.

1. To consider and adopt the Audited Financial Statements of the Company, including Balance Sheet as at **31st March 2021**, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of **Mr. Ashok Kumar Goel (holding DIN-00025350)**, who retires by rotation and being eligible, offers himself for re-appointment.

For and on behalf of the Board of Directors

For **Solid Containers Limited**

Ashok Kumar Goel

Director

(DIN : 00025350)

Date: 13th August 2021

Place: Mumbai

NOTES:

1. In view of the outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and Ministry of Corporate Affairs (“**MCA**”) has vide its General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020, read with General Circular No. 02/2021 dated 13th January 2021 (collectively referred to as “said Circulars”) permitted the holding of the Annual General Meeting (AGM or the Meeting) through VC/ OAVM, without the physical presence of the Shareholders at a common venue.

Accordingly, in compliance with the applicable provisions of the Companies Act, 2013 read with the said Circulars and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), the Company has decided to convene its ensuing 56th AGM through VC/ OAVM, and the Shareholders can attend and participate in the ensuing AGM through VC/ OAVM.

The attendance of the shareholders attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.

2. **Prior registration of Speakers at AGM:** Members who would like to speak during the meeting, express views or ask questions, shall register as a speaker by sending email at compliance.scl@ashokgoeltrust.com. Please mention name, folio or DP ID and client ID, email, mobile number, etc. and the said request should reach to the Company on or before Monday, 13th September 2021. If any member would like to ask question or want information, please mention the same in the aforementioned request. This would help to conduct meeting smoothly keeping in view the AGM is being held through VC.

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

Relevant particulars of Mr. Ashok Kumar Goel who is retiring by rotation and seeking re-appointment are given below:

Brief Resume, experience & nature of expertise: Mr. Ashok Kumar Goel aged about 59 years has been associated with the Company as a Director since 1983. Mr. Ashok Kumar Goel is an experienced businessman who also oversees the management of M/s. Vyoman India Private Limited and M/s. Pan India Paryatan Private Limited. Director Identification Number of Mr. Ashok Kumar Goel is 00025350.

Directorships in other Companies:

1. Vyoman India Private Limited
2. Hindustan Oil Exploration Company Limited
3. SSA Finserv Private Limited
4. Vaibbhav Ashok Goel Charity Foundation
5. My Greensociete Foundation
6. Indian Association Of Amusement Parks and Industries
7. Pan India Paryatan Private Limited
8. Akshunna Trading Private Limited
9. Vyoman Organik Private Limited
10. Hermitage Investment and Trading Company Private Limited
11. Vyoman Management Services Private Limited
12. Blue Ashva Innolabs Private Limited
13. R.K.J. Woods Plantation Private Limited
14. Esselworld Leisure Private Limited
15. Fairplay Properties Private Limited
16. Esselworld Tourism Infra Private Limited
17. Agarwal Global Foundation

Chairman/member of the board committee of other Companies:

| Name of the Company | Particulars of Committee | | |
|---|-------------------------------------|----------|--------|
| | Name of the Committee | Chairman | Member |
| Hindustan Oil Exploration Company Limited | Nomination & Remuneration Committee | No | Yes |

Number of shares held in the Company: He holds 49,780 Equity Shares of the Company.

Date of appointment, meeting attended etc: He has been a Director of the Company since 29th November, 1983. Attendance in Board meetings and other details are given in the Corporate Governance Report.

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

4. Members desirous of any information or queries on accounts or relevant reports are requested to send their queries at least ten days in advance to the Company at its email compliance.scl@ashokgoeltrust.com to enable the Company to collect the relevant information and answer them in the meeting.

5. Body Corporate members intending to appoint their authorized representative are requested to send a duly certified copy of the Resolution authorizing their representative to participate and vote at the Meeting.
6. Relevant documents referred to in the accompanying notice are open for inspection by the members at the registered office and corporate office of the Company on all working days between 11.00 a.m. to 2.00 p.m. and the said documents will be made available at Company's website www.solidcontainers.net or through electronic means on request.
7. **No share transfer in physical form:** SEBI vide its notification dated 8th June 2018 has amended regulation 40 of SEBI (LODR) Regulation 2015 and accordingly as per the amended regulation transfer of shares or securities shall be mandatory in demat form w.e.f. 1st April 2019. In this regard, Members are requested to dematerialize / demat their shares or securities held in physical form.
8. **Nomination:** Members can avail the facility of nomination in respect of shares held by them in physical form pursuant to section 72 of the Companies Act 2013 read with relevant rules. Members desiring to avail of this facility may send their nomination in the prescribed Form no. SH13 duly filled in and signed to the Company or RTA. Member may contact secretarial department on 022 2492 0212 for guidance to avail facilities or matters as mentioned in this Notice.
9. **Communication through e-mail:** As responsible citizens of the world, we would like to do our bit to protect our environment and reduce our carbon footprint. We request our valued shareholders to join us in our endeavor to save the planet by registering their email ids to receive all communication electronically. This would also be in conformity with the legal provisions.

It may be noted that the Company would communicate important and relevant information, events and send the documents including the intimations, notices, annual reports, financial statements etc. in electronic form, to the email address of the respective members. Further information in this respect is also posted on website of the Company www.solidcontainers.net.

To support green initiative, members who have not registered their e-mail address so far, are requested to register the same in the following manner.

- a. In respect of electronic/demat holdings, through concerned Depository Participant (DP).
- b. Members who hold shares in physical form are requested to send their email address to compliance.scl@ashokgoeltrust.com quoting name and folio number.

This initiative would enable the members to receive communication promptly besides paving way for reduction in paper consumption and wastage. You would surely appreciate your Company's desire to participate in the Green Movement initiative. In case of any change in the email address, shareholders can update it in the same manner as mentioned above

10. Members holding shares under multiple folios in the identical order of names are requested to consolidate their holdings into one folio.
11. **PROCEDURE OF VOTING AT AGM** Members who did not cast their vote by remote e-voting are entitled to vote at the meeting. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again at the meeting.

How to access and participate in the AGM

This AGM is being convened and held through electronic means / video conferencing (VC) which is allowed and in conformity to circulars issued by Ministry of Corporate Affairs in this respect. Member can join the AGM on scheduled time by following process, link and details being sent to members. Relevant process will also be made available on the Company's website www.solidcontainers.net under section of Investors.

Members are requested to contact Compliance Officer on compliance.scl@ashokgoeltrust.com for any queries or assistance for this meeting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC

1. Member will be able to attend the AGM through VC/OAVM or view webcast of AGM provided by NSDL at <https://www.evoting.nSDL.com> by using their remote e-voting login credentials and selecting the EVEN for Company's AGM.

Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, Members can also use the OTP based login for logging into e-voting system of NSDL.
2. Facility of joining the AGM through VC/OAVM shall open 15 minutes before the time scheduled for the AGM.
3. Members are encouraged to join the Meeting through Laptops for better experience. Further members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of glitches.
4. Members who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.co.in / 1800-222-990 or contact Mr. Amit Vishal, Senior Manager – NSDL at amitv@nsdl.co.in/ + 91 22 24994360/ + 91 9920264780 or Mr. Sagar Ghosalkar, Assistant Manager – NSDL at sagar.ghosalkar@nsdl.co.in / 022-24994553 / + 91 9326781467
5. **EVOTING FACILITY** Pursuant to the Listing Regulations, section 108 of the Companies Act 2013 and Companies (Management and Administration) Rules 2014, the Company is providing the facility to members to exercise their right to vote by electronic means by remote e-voting facility and accordingly business/resolutions as mentioned in the AGM Notice shall be transacted also considering e-voting. Necessary arrangements have been made by the Company with NSDL to facilitate e-voting. The Company has appointed Ms. Tehseen Khatri, of M/s T. F Khatri & Associates, Practicing Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of votes cast, in a fair and transparent manner. The Company may vary dates as mentioned herein and scrutinizer, if necessary to meet the compliance or if circumstances so warrant.

For the purpose of dispatch of this notice, shareholders of the Company holding shares either in physical form or in dematerialized form as on Friday 20th August 2021, have been considered. Any person, who acquires shares of the Company and becomes member of the Company after the said date, may obtain login ID and password by sending a request at evoting@nsdl.co.in or Share Transfer Agents at investor@bigshareonline.com

The Members whose names appear in the Register of Members/ list of Beneficial Owners as received from Depositories as on Tuesday, 14th September 2021 (“cut-off date”) are entitled to vote on the resolutions set forth in this Notice. Person who is not a member as on the said date should treat this Notice for information purpose only.

The e-voting period will commence on Friday, 17th September 2021 (9:00 a.m.) and will end on Sunday, 19th September 2021 (5:00 p.m.). During the said period, shareholders of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter. Also, only those shareholders, who will be present at the AGM through VC/ OAVM facility and who would not have cast their vote in above mentioned e-voting period prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at the AGM.

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

The Members must read the detailed procedure on electronic voting provided below

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders | Login Method |
|---|--|
| Individual Shareholders holding securities in demat mode with NSDL. | <p>1 If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2 If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com/ Select “Register Online for IDeAS” Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3 Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against Company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> |

| Type of shareholders | Login Method |
|--|---|
| Individual Shareholders holding securities in demat mode with CDSL | <p>1 Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.</p> <p>2 After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</p> <p>3 If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4 Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</p> |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option.</p> <p>Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> |

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

| Login type | Helpdesk details |
|--|---|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43 |

Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.:

Log-in to NSDL e-Voting website

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsd.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|---|---|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12***** |
| c) For Members holding shares in Physical Form. | EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email IDs are not registered

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
- b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsd.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Details to cast your vote electronically on NSDL e-Voting system

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of Company For which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to tlkhatriassociates@gmail.com with a copy marked to evoting@nsdl.co.in.
- 2 It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in or sending email at compliance.scl@ashokgoeltrust.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to compliance.scl@ashokgoeltrust.com.
2. In case shares are held in demat mode, please provide DP ID-CL ID (16 digit DP ID + CL ID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to compliance.scl@ashokgoeltrust.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING DURING THE PROCEEDINGS OF THE AGM IS AS UNDER

- 1 The procedure for remote e-Voting during the AGM is same as the instructions mentioned above for remote e-voting since the meeting is being held through VC/OAVM.
- 2 Only those Members/shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- 3 Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- 4 Members who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.co.in / 1800-222-990 or contact Mr. Amit Vishal, Senior Manager – NSDL at amitv@nsdl.co.in / + 91 22 24994360/ + 91 9920264780 or Mr. Sagar Ghosalkar, Assistant Manager – NSDL at sagar.ghosalkar@nsdl.co.in / 022-24994553 / +91 9326781467

BOARDS' REPORT

To,
The Members,

Solid Containers Limited

Your Directors are pleased to present their Report on your Company's business operations along with the audited financial statements for the financial year ended on 31st March 2021.

The highlights of the Company's performance during the financial year are as below:

SUMMARY OF FINANCIAL RESULTS

(Amount Rupees in Lakhs)

| Particulars | Year Ended 31.03.2021 | Year Ended 31.03.2020 |
|-----------------------------------|--------------------------|--------------------------|
| Revenue from operations | - | - |
| Other income | 33.92 | 57.60 |
| Total income | 33.92 | 57.60 |
| Expenses | (259.85) | (389.37) |
| Profit / (Loss) before tax | (225.93) | (331.77) |
| Tax | - | - |
| Profit / (Loss) after tax | (225.93) | (331.77) |

OPERATIONS REVIEW

There has been no change in the status of the Company's operations. The operations continued to be suspended and unviable. There has been no further development nor was the Company able to re-commence its operations.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report for the year under review, of the operations of the Company is provided in a separate section of this Annual Report.

CORPORATE GOVERNANCE

Pursuant to the provisions of Regulation 34 read with Schedule V, the following have been made a part of the Annual Report and are appended to this report:

- Management Discussion and Analysis;
- Report on Corporate Governance;
- Declaration on Compliance with Code of Conduct; and
- Certificate from Practicing Company Secretary that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or to act as director of the Company.

DIVIDEND

In view of loss incurred by the Company during the year, your Directors did not recommend any dividend on Equity shares of the Company.

TRANSFER TO RESERVES

In view of the Company incurring losses in previous years, your directors have not transferred any amount to reserves.

SHARE CAPITAL:

There was no change in the Share Capital of the Company during the year 2020-21. The paid up equity share capital of your Company as on 31st March, 2021 is ₹ 4,38,08,960/- (Rupees Four Crores Thirty Eight Lakhs Eight Thousand Nine Hundred Sixty Only) divided into 4380896 Equity shares of face value of ₹10/- (Rupee Ten only) each.

LISTING OF SHARES:

The Equity shares of the Company are listed on BSE Limited (BSE). The Company has paid the requisite listing fees to the respective Stock Exchanges for the financial year 2020-21.

CHANGE IN THE NATURE OF BUSINESS:

There has been no change in the nature of business during the year under review.

HOLDING, SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

As on 31st March, 2021, the Company does not have any Subsidiary, Associate or Joint Venture Company.

STATUTORY AUDITOR

At the AGM held on 28th September 2017, M/s. J Singh & Associates, Chartered Accountants, was appointed Statutory Auditor of the Company for a period of five years. The Companies Amendment Act, 2017 has waived-off the requirement of annual ratification.

AUDITORS' REPORT

The qualification and observations made by the Auditors in their report are self-explanatory.

The Auditors in their report have qualified that the Company is not carrying any manufacturing operations and has substantial accumulated losses. The net worth of the Company has been fully eroded due to the accumulated losses. In view of the above, the Company is no longer a going concern. However, the accounts have been prepared on going concern basis as the management is exploring possible steps to revive its operations.

INTERNAL AUDIT:

Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, and on recommendation of Audit Committee M/s. Malvika & Associates, Chartered Accountants, Mumbai, were appointed as Internal Auditor of the Company For the financial year 2020-21. The Internal Auditors submit their report on periodical basis to the Audit Committee.

Based on the report of internal audit, the management takes corrective action in respective areas observed and thereby strengthen the controls.

SECRETARIAL AUDIT

Pursuant to section 204 of the Companies Act, 2013 and the Rules framed thereunder, the Company has appointed Ms. Tehseen Khatri, of M/s. T. F. Khatri & Associates, Company Secretary in Practice and Fellow member of ICSI, as a secretarial auditor of the Company to conduct secretarial audit for the financial year ended 31st March 2021. The report of the Secretarial Auditor is annexed herewith as **Annexure 1** and forms part of this Report. With regard to observations made by the Secretarial Auditors' in their Report, your Directors would like to state as under:

The Company appointed Company Secretary Ms. Gayatri Mukkai w.e.f. 7th August, 2020, Company has filed Form DIR-12 for her appointment as Company Secretary but Form MGT-14 for filing board resolution for her appointment as Company Secretary (Key Managerial Personnel) is yet to be file.

Reply: The non-compliance in this regards to para above is unintentional and the filing of MGT-14 for filing board resolution for her appointment as Company Secretary (Key Managerial Personnel) was missed out inadvertently.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of section 152(6) of the Act and Articles of Association of the Company Mr. Ashok Kumar Goel, Director of the Company is liable to retire by rotation at the ensuing Annual General Meeting (AGM) and being eligible offers himself for re-appointment. The Board recommends his re-appointment. All the Independent Directors have given their declarations that they meet the criteria of independence as laid down under Section 149 of the Act and Listing Regulations.

Ms. M S Gayatri has been appointed as Company Secretary and Compliance officer of the Company w.e.f. 7th August 2020.

Mr. Kundan Tanawade have resigned as Company Secretary and Compliance officer of the Company w.e.f. 31th July 2020. The Board places on record its appreciation for the contribution of Mr. Kundan in the compliance management of the Company.

Mr. Suresh Kumar Suri is reappointed as the Manager of the Company for a period of three (3) years through Postal Ballot w.e.f. from 29th April 2020.

Further, details of the Company's policy on Directors appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of directors, and other matters as prescribed under section 178(3) of the Companies Act, 2013 is given in the Corporate Governance Report which forms part of this Annual Report. Mr. Suresh Suri, Ms. M S Gayatri and Mr. Francis Maranda are the Key Managerial Personnel of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to section 134(3)(c) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, make the following statements:

- 1) that in the preparation of the annual financial statements for the year ended 31st March 2021 the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- 2) that such accounting policies have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March 2021 and the loss of the Company for the year ended on that date.
- 3) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- 4) that the annual financial statements have been prepared on a going concern basis. However, Auditors have qualified their report by stating that the Company is no longer a going concern and has not made adjustments to accounts relating to recoverability of assets and liabilities as might be necessary when the Company is no longer a going concern. The qualification has been explained aforesaid in this report;
- 5) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- 6) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

NUMBER OF THE MEETINGS OF THE BOARD

The Board meets at regular intervals to discuss and decide on Company's business policy and strategies apart from the other business of the Board.

During the year under review, the Board met 4 (four) times. The details of the meetings of Board of Directors and the attendance of the Directors at the meetings are provided in the Report on Corporate Governance. The intervening gap between the two consecutive meetings was within the period prescribed under the Companies Act, 2013 and Secretarial Standard on Board Meetings (SS-1) issued by ICSI.

AUDIT COMMITTEE

Audit Committee of the Board has been constituted as per the Listing Regulations and section 177 of the Companies Act, 2013. Constitution, meetings, attendance and other details of the Audit Committee are given in Corporate Governance Report, which forms part of this Annual Report.

NOMINATION AND REMUNERATION COMMITTEE

Nomination and Remuneration Committee of the Board has been constituted in terms of Listing Regulations and section 178 of the Companies Act, 2013. Constitution and other details of Nomination & Remuneration Committee are given in the Corporate Governance Report, which forms part of this Annual Report.

PERFORMANCE EVALUATION

Pursuant to the provisions of the Act, a formal annual evaluation needs to be made by the Board of its own performance and that of its Committees and individual directors. Schedule IV to the Act, states that the performance evaluation of the independent directors shall be done by the entire Board of Directors, excluding the director being evaluated. The Board works with the Nomination and Remuneration Committee to lay down the evaluation criteria.

The Board has carried out evaluation of its own performance, the directors individually as well as the working of its Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee of the Company. The Board has devised questionnaire to evaluate the performances of each of Executive, Non-Executive and Independent Directors. Such questions are prepared considering the business of the Company and the expectations that the Board have from each of the Directors. The evaluation framework for assessing the performance of Directors comprises of the following key areas:

- i. Attendance of Board Meetings and Board Committee Meetings;
- ii. Quality of contribution to Board deliberations;
- iii. Strategic perspectives or inputs regarding future growth of Company and its performance;
- iv. Providing perspectives and feedback going beyond information provided by the management; and
- v. Ability to contribute to and monitor our corporate governance practices.

During the year under review, the Nomination and Remuneration Committee reviewed the performance of all the executive and non-executive directors.

A separate meeting of the Independent Directors was held for evaluation of performance of non-independent Directors, performance of the Board as a whole and performance of the Chairman.

CORPORATE SOCIAL RESPONSIBILITY

Company had incurred losses in the immediate three preceding financial years and hence the provisions of section 135 of the Companies Act, 2013 is not applicable to the Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY COMPANY

The Company has not provided any loans, guarantees or made any investments during the year.

RELATED PARTY TRANSACTIONS:

None of the transactions with related parties fall under the scope of section 188(1) of the Companies Act, 2013. Accordingly, there are no particulars to report in form AOC 2 of the Companies (Accounts) Rules, 2014.

Details of the related party transactions during the year as required under Listing Regulations and Accounting standards are given in note 17 to the financial statements. The policy on Related Party Transactions is posted on the Company's website www.solidcontainers.net.

INFORMATION ON EMPLOYEES

Pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 details of the ratio of remuneration of each Director to the median employee's remuneration are appended to this Report as **Annexure II(a)**.

The statement containing particulars of employees as required under section 197(12) of the Companies Act, 2013 read along with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure II(b)**.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

- A) Conservation of Energy NIL
- B) Technology Absorption NIL
- C) Foreign Exchange earnings and outgo NIL

OTHER INFORMATION / DISCLOSURES

There are no significant material orders passed by the regulator, courts or tribunal against the Company that impacts the Company's operations in future.

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the Financial Statements relate and the date of the report.

The Company has in place a policy against sexual harassment at work place in line with the requirements of the concern statute. There was no complaint received from any employee during the year, nor there are any pending complaints which need to be redressed as on 31th March 2021.

ANNUAL RETURN

As required under the provisions of Sections 92(3) and 134(3)(a) of the Act and the Companies (Management and Administration) Rules, 2014 an MGT-7 / Annual Return is available on the website of the Company i.e. <https://www.solidcontainers.net>

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has formulated a whistle blower policy with a view to provide vigil mechanism for the directors and employees of the Company to report instances of unethical behavior, fraud or mismanagement. The said policy has been explained in the Corporate Governance report and also displayed on the Company's website www.solidcontainers.net.

INTERNAL FINANCIAL CONTROL

The Company has a proper and adequate Internal Financial Control System, to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and the transactions are authorized, recorded and reported correctly. Internal financial control is exercised through documented policies and guidelines. The internal financial control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of persons.

RISK MANAGEMENT

In accordance with Section 134(3)(n) of the Act, the Company has framed a Risk Management Policy to identify and assess the key risk areas. At present the Company has not identified any element of risk which may threaten the existence of the Company.

MAINTENANCE OF COST RECORDS:

The provisions of Rule 8(5)(ix) of Companies (Accounts) Rules, 2014 of Section 134(3) of Companies Act, 2013 regarding maintenance of cost records are not applicable to the Company.

COMPLIANCE WITH SECRETARIAL STANDARDS:

The Company has devised proper systems to ensure compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and the Company has complied with all the applicable provisions of the same during the year under review.

PUBLIC DEPOSITS

Your Company has not accepted any deposits from the public and there are no outstanding deposits from the public as on 31th March 2021.

CAUTIONARY STATEMENT

Statements in this Report and the Management Discussion and Analysis may be forward looking within the meaning of the applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement.

ACKNOWLEDGEMENTS

The Board of Directors expresses its gratitude to the Members of the Company for their continued support.

For and on behalf of the Board of Directors

For **Solid Containers Limited**

Date: 13th August 2021
Place: Mumbai

Ashok Kumar Goel
Director
(DIN: 00025350)

Reshma Rao
Director
(DIN: 06966747)

ANNEXURE TO BOARDS' REPORT

Annexure I

FORM NO. MR.3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH 2021

[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,

SOLID CONTAINERS LIMITED

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

Based on my verification of the Company's 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 31 March 2021 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 the Company for the financial year ended on 31st March 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not relevant / applicable, since there is no such events during the year)
- (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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations 2014; (Not relevant / applicable, since there is no such event during the year)
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not relevant / applicable, since there is no debt securities of the company listed)

- (f) 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;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not relevant / applicable, since there is no delisting of equity shares during the year)
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not relevant / applicable, since there is no buyback of equity shares during the year)
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (vi) There is no other law which is specifically applicable on the Company as informed by the Company keeping in view there is no operational activities.

I have also examined compliance with the applicable clauses of:

- (a) Secretarial Standards issued by the Institute of Company Secretaries of India under the provisions of Companies Act, 2013; and
- (b) The Listing Agreement entered into by the Company with BSE Limited in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on the above said information provided by the Company, we report that during the financial year under report, the Company has generally complied with the provisions of the above mentioned Act/s including the applicable provisions of the Companies Act, 2013 and Rules, Regulations, Guidelines, Standards, etc. mentioned above and I have no material observation of instances of non-Compliance in respect of the same except:

- 1) *The Company appointed Company Secretary Ms. Gayatri Mukkai w.e.f. 7th August, 2020, Company has filed Form DIR-12 for her appointment as Company Secretary but Form MGT-14 for filing board resolution for her appointment as Company Secretary (Key Managerial Personnel) is yet to be file.*

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice and in case of urgency shorter notice was 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 reasonable system exists for Board Members for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

Based on the verbal representation made by the Company and its Officers explaining me in respect of internal systems and mechanism established by the Company which ensures compliances of Acts, Laws and Regulations applicable to the Company. 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 was no event / action having major bearing on the Company's affairs:

For T. F. Khatri & Associates

UDIN: F009093C000757038

Date: 9th August 2021

Place: Mumbai

Note: This Report is to be read with our letter of even date which is annexed as Annexure A and Forms an integral part of this report.

Tehseen Fatima Khatri

(Proprietor)

FCS No. 9093

CP No. 10417

ANNEXURE - I OF SECRETARIAL AUDIT REPORT

To,

The Members,

SOLID CONTAINERS LIMITED

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company.
2. My responsibility is to express an opinion on these secretarial records based on my audit.
3. 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 (by verifying records as was made available to me) to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
4. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and I rely on Auditors Independent Assessment on the same.
5. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of process followed by Company to ensure adequate Compliance.
7. During the period of COVID-19 outbreak and Lockdown situation, I have relied on the information, details, data, documents and explanation as provided by the Company and its officers and agents in electronic form without physically verifying their office.
8. 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.

For T. F. Khatri & Associates

Tehseen Fatima Khatri
(Proprietor)

FCS No. 9093

CP No. 10417

Date: 9th August 2021

Place: Mumbai

ANNEXURE TO BOARDS' REPORT

ANNEXURE II(a)

The information and other matters as required by sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is set out in the below table:-

| Sr. No. | Name of Director/KMP and Designation | % increase in remuneration in the Financial Year 2020-21 (Sr. no.1) | Ratio of remuneration of each Director to median remuneration of employees (Sr. no. 2) |
|---------|---|---|--|
| 1. | Mr. Ashok Kumar Goel - Director | Nil | N.A. |
| 2. | Mr. Mohender Kumar Garg – Independent Director | Nil | N.A. |
| 3. | Mr. Sandeep Singh – Independent Director | Nil | N.A. |
| 4. | Ms. Reshma Rao - Director | Nil | N.A. |
| 5. | Mr. Francis Miranda – Chief Financial Officer | 11.55% | N.A. |
| 6. | Mr. Suresh Kumar Suri - Manager | Nil | N.A. |
| 7. | Ms. M S Gayatri- Company Secretary (W.e.f. 7 August 2020) | Nil | N.A. |
| 8. | Mr. Kundan Tanawade – Company Secretary (Upto 31 July 2020) | Nil | N.A. |

| Sr. no | Requirements | Disclosure |
|--------|--|---|
| 1. | The Percentage increase in the median remuneration of employees in the financial year | There was no Percentage increase in the median remuneration of employees in the current financial year |
| 2. | The Number of permanent employees on the rolls of the Company | The Company has 3 employees on the rolls of the Company. |
| 3. | Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration | There were no exceptional circumstances for increase for managerial personnel in the last financial year. Average percentile increase is Nil. |
| 4. | Affirmation that the remuneration is as per the remuneration policy of the Company | Yes |

ANNEXURE TO BOARDS' REPORT

ANNEXURE II(b)

Particulars of Employees as per section 197(12) of the Companies Act, 2013 read along with the rules relating thereto for the year ended 31th March 2021.

Details of employees in terms of remuneration drawn:

| Sr. No. | Name | Designation | Qualification | Age | Date of Joining | Remuneration received (₹) | Experience in years | Particulars of last employment held - Organization & Designation |
|----------------|----------------------|--|----------------------|------------|--------------------------------|----------------------------------|----------------------------|---|
| 1 | Mr Suresh Kumar Suri | Manager | B. Tech | 75 | 22 nd June 1984 | 7,16,000 | 50 | Real Papers Limited |
| 2 | Mr Francis Miranda | Chief Financial Officer | B. Com | 64 | 5 th September 2014 | 5,60,100 | 38 | Nil |
| 3. | Ms. M S Gayatri | Company Secretary & Compliance Officer | Company Secretary | 31 | 7 th August 2020 | 1,60,000 | 6 | Experience as Company Secretary in various companies & firms. |

For and on behalf of the Board of Directors
For Solid Containers Limited

Date: 13th August 2021
Place: Mumbai

Ashok Kumar Goel
Director
(DIN : 00025350)

MANAGEMENT DISCUSSION AND ANALYSIS

The operations of your Company have been suspended since September 1998 and there have been no further development regarding commencement of its operations. Therefore, your Directors are not able to comment anything substantive through this report.

1. OVERALL ECONOMY

Indian economy, which was growing at close to 7% until the previous year started to slow down during the year and was further impacted by the Corona virus outbreak towards the end of the year. Resultantly, the Indian economy is estimated to have registered a growth of only about 4.5%, which is Indias lowest growth rate in last several years.

The Government of India and the Reserve Bank of India have announced several measures to help the agriculture and MSME segments in particular.

We are greatly encouraged by the Hon. Prime Ministers call of ATMA NIRBHAR BHARAT and do hope that some sector specific measures will be announced by the Government of India to boost demand and to provide required relief to the industries which are facing twin threats of lower demand and increased imports.

2. OUTLOOK

International prices of pulp and consequently paper came down sharply during the year. This resulted in huge increase in import of finished papers particularly from countries covered by FTA agreements which permit duty free imports. Consequently, price realization for the Indian paper industry both in domestic as well as export markets also remained depressed.

The world-wide crisis created by the COVID-19 pandemic dealt a further blow to the Industry in the last quarter of the year.

The Paper industry has submitted several representations to the relevant authorities seeking specific measures against duty free imports. We do hope that these will receive the Governments serious consideration.

3. RISKS AND CONCERNS, SEGMENT WISE OR PRODUCT – WISE PERFORMANCE AND DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Operations of the Company have been suspended since September 1998 and hence information on risks and concerns, discussion on financial performance with respect to operational performance and segment wise or product wise performance is not provided.

4. RISKS, OPPORTUNITIES AND THREATS

Solid Containers Ltd. aims to address risks, opportunities and threats posed by the business environment by developing appropriate risk mitigation measures. Our responses to these elements are discussed in the following section.

5. TECHNOLOGY RISKS

We are in technological businesses whether it is manufacturing of paper & paper related products, where a key challenge is to ensure that the manufacturing facilities are equipped with technologies that can produce value added products, which are competitive in the market.

6. FOREX RISKS

Volatility in currency markets can adversely affect the outcome of commercial transactions and cause uncertainties which will be protected with the margins against rapid and significant foreign exchange movements.

7. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has proper and adequate system of internal control to ensure that all the assets are safeguarded from loss, damage or disposition. The Company has independent Audit system to monitor the entire operations and the Audit Committee monitors the financial statements to ensure that transactions are adequately authorized and recorded, and that they are reported correctly. The Board of Directors considers internal controls as adequate as it regularly reviews the findings and recommendations of internal audit.

8. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT INCLUDING NUMBER OF PEOPLE EMPLOYED:

Presently there are only 2 employees and the operations of the Company have been suspended. Hence, there was no material development in Human Resources/ Industrial Relations during the year.

9. RETURN ON NET WORTH:

Return on Net worth during the previous and current financial year is negative due to losses.

10. CAUTIONARY STATEMENT

Statement in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied due to risk and uncertainties. Important factors that could make a difference to the Company's operations include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries in which the Company conducts business and other incidental factors.

For and on behalf of the Board of Directors
For **Solid Containers Limited**

Date: 13th August 2021

Place: Mumbai

Ashok Kumar Goel

Director

(DIN : 00025350)

CORPORATE GOVERNANCE REPORT

1. BOARD'S PHILOSOPHY ON CORPORATE GOVERNANCE

Your Company believes in the principles of full transparency, disclosure of material facts and accountability in dealing with its stakeholders. It aims to align interest of the Company with its Shareholders and other stakeholders.

2. BOARD OF DIRECTORS

2.1. Directors' profile

The Board of Directors comprises of professionals who bring with them wide range of skills and experience to the Board which enhances the quality of the Board's decision-making process.

2.2. Board Procedure

With a view of complete transparency, the Board applies procedure of advance planning for the matters requiring discussion/decisions by the Board. Agenda papers for the Board and committee meetings are finalized in consultation with concerned officials. The minutes of proceedings of each Board meetings are maintained in terms of statutory provisions of law. Meetings of various committee meetings of the Board are convened as per the provisions of the Companies Act, 2013 (Companies Act), Secretarial Standards, SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 (Listing Regulations) and other applicable laws. The minutes of committee meetings are placed regularly before the Board.

The Agenda and notes to agenda for the meetings of the Board and Committees of Board, together with relevant details, resolutions and documents are circulated in advance of the meeting. Meetings are largely held in attendance of Chief Financial Officer and Company Secretary wherever necessary for discussions.

2.3. Composition of the Board, category, directorship etc.

The Board of Directors of the Company consists of four (4) Non-Executive Directors as on 31st March, 2021 of which two (2) are Independent Directors. Independent Directors are professionals with specialization in their respective fields, having varied skills and expertise and are not related to Promoter or Promoter Group of the Company. All the Independent Directors have confirmed that they meet the "independence" criteria as mentioned under Listing Regulations and the Companies Act, 2013. The Company is in compliance with Listing Regulations and Companies Act, 2013 ("the Act"). The composition of the Board and other details as on 31st March 2021 is as under:

| Name of Director | Category | No. of Directorship in other companies ⁽¹⁾ | Position in outside Committees ⁽²⁾ | |
|-------------------------|----------------------------------|---|---|--------|
| | | | Chairman | Member |
| Mr. Ashok Kumar Goel | Chairman, Non-Executive Director | 17 | 0 | 0 |
| Ms. Reshma Rao | Non-Executive Director | 1 | 0 | 0 |
| Mr. Mohender Kumar Garg | Independent Director | 4 | 0 | 0 |
| Mr. Sandeep Singh Kumar | Independent Director | 2 | 0 | 0 |

⁽¹⁾ Including private companies but excluding foreign companies, companies registered under section 8 of the Companies Act 2013 and alternate directorship.

⁽²⁾ Represents Chairmanship / Membership of Audit Committee and Stakeholders Relationship Committees of other companies.

Details of directorship in other listed companies are as under.

| Name of Director | Name of other listed entities | Category of Directorship |
|-------------------------|---|--|
| Mr. Ashok Kumar Goel | Hindustan Oil Exploration Company Limited | Non-Executive-Non Independent Director |
| Ms. Reshma Rao | Nil | Nil |
| Mr. Mohender Kumar Garg | Nil | Nil |
| Mr. Sandeep Singh Kumar | (1) Navkar Corporation Ltd. (2) Choice International Limited | (1) Non-Executive - Independent Director (2) Non-Executive - Independent Director |

Mr. Ashok Goel holds 49,780 equity shares of ₹10 each of the Company as on 31st March 2021. None of the Directors of the Board are related to each other. No Director of the Company holds any options or instrument convertible into shares of the Company.

2.4. Board meetings and Attendance

During the year under review, the Board of Directors of the Company met four (4) times i.e. on 29th June, 2020, 12th August, 2020, 6th November, 2020 and 5th February, 2021. The agenda papers along with agenda notes and other supporting information/documents are circulated well in advance to the Board of Directors before the meeting.

In compliance with section 173 of the Companies Act, 2013 and Listing Regulations, the Board met four (4) times during the financial year and the interval between two meetings was not more than one hundred and twenty days.

Directors' attendance in Board meetings held during the financial year and last Annual general meeting is as under:

| Name of Director | No. of Board Meetings held /attended | Attendance at Last Annual General Meeting |
|----------------------|--------------------------------------|---|
| Mr. Ashok Kumar Goel | 4/4 | Yes |
| Mr. Mohender Garg | 4/4 | No |
| Ms. Reshma Rao | 4/4 | Yes |
| Mr. Sandeep Singh | 4/4 | Yes |

Matrix of expertise and skill of Directors

Present Directors of the Company is having expertise in Finance and accounts, one Director is having expertise in Business management, two directors are having skillset about overall business development. Following is the qualification, expertise and skill of the Directors of the Company. The Board is of the opinion that the skill or competence required for the Directors in relation to the present business of the Company includes finance, accounts, legal operation, business development and compliance.

| Director | Qualification | Skills/expertise/Competence/experience |
|----------------------|-----------------------------|--|
| Mr. Ashok Kumar Goel | Bachelor of Commerce (Bcom) | - Expertise in Global business development, finance operation, strategy, new business and business acumen. - Experienced businessman who also oversees the management of the group companies. |

| Director | Qualification | Skills/expertise/Competence/ experience |
|-------------------------|---|---|
| Ms. Reshma Rao | Master of Commerce Law | - Experience in Garment Exports and Plastic Industries |
| Mr. Mohender Kumar Garg | Bachelor of Commerce (Bcom) | - Having rich experience in the Manufacturing Industry and dealing with Export and Import related matters. |
| Mr. Sandeep Singh | Post-Graduation in rural development, Specialized in Media Planning and General Business Management from the Indian Institute of Management (IIM), Bangalore and is certified to be an Independent Director from the Institute of Directors | - Specialized in Media Planning and General Business Management and has experience of over 31 years in the various fields |

2.5. Familiarization Programme

The Company has policy on programmes necessary to familiarize its independent Directors with the Company, its business, operations and on the financial matters. The Company also at its Board meetings provides update to the Directors on statutory compliances, industry developments & regulatory updates applicable to the Company. The Independent Directors are issued appointment letters which consists of terms and conditions of their appointment, their roles & responsibilities and also duties to be performed by them during their tenure as directors to the Company. The Policy and programme aims to provide insights of the Company to the directors, to enable the independent directors to understand the business, functionalities, business model and others matters for better decision making. The Company's Policy and other details in this respect are posted in investors section on the Company's website www.solidcontainers.net.

3. PERFORMANCE EVALUATION

During the year, the Board conducted a formal annual evaluation mechanism for evaluating its performance as well as that of its Committees and individual Directors, including the Chairman of the Board. The performance of the Committees was evaluated by the Board seeking inputs from the Committee members. Also, an annual independent directors meeting in accordance with the provisions of section 149 of the Companies Act, 2013 was convened, wherein the independent directors were present to review the performance of the Non Independent directors, Chairman and the Board as a whole. The criteria to evaluate the performance of the Board, committees, independent Directors and non-independent directors were;

- a) Board Composition, size, mix of skill, experience, and role;
- b) attendance and deliberation in the meetings;
- c) contribution/suggestions for effective functioning, development of strategy, board process, policies and others.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

4. POLICY ON APPOINTMENT OF DIRECTOR, QUALIFICATION AND ATTRIBUTES

The Company has policy on directors' appointment and remuneration which mentions criteria of qualification, experience and skills in relation to appointment for the position of director.

5. AUDIT COMMITTEE

Audit Committee of the Board has been constituted in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 177 of the Companies Act, 2013.

The Audit Committee comprises of Three (3) members, of which two-third are independent and Chairman of the Committee is Independent Director. All the members of the Committee are financially literate and have accounting and financial management related expertise. The Committee met four (4) times i.e. on 29th June, 2020, 12th August, 2020, 6th November, 2020 and 5th February, 2021. The Composition of the Audit Committee and attendance is as under:

| Name of Member | Category | No. of Meetings | |
|------------------------------------|------------------------|-----------------|----------|
| | | Held | Attended |
| Mr. Mohender Kumar Garg (Chairman) | Independent Director | 4 | 4 |
| Mr. Ashok Kumar Goel | Non-Executive Director | 4 | 4 |
| Mr. Sandeep Singh Kumar | Independent Director | 4 | 4 |

Company Secretary of the Company acts as secretary to the Committee.

Audit Committee meetings are attended by Chief Financial Officer, representatives of the Statutory Auditor and Internal Auditor as required for the relevant matters discussed at the meeting.

Terms of reference and role of the audit committee includes the matters specified under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Broad terms of reference includes: oversights of financial reporting process, review financial results and related information, approval of related party transactions, review internal financial controls and risk management, evaluate performance of statutory and internal auditors, audit process, relevant compliances, appointment and payment of remuneration to statutory auditors.

6. NOMINATION AND REMUNERATION COMMITTEE

Nomination and Remuneration Committee of the Board (NRC) has been constituted in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and Section 178 of the Companies Act, 2013.

The Nomination and remuneration Committee comprises of three (3) members. All three members are Non-Executive Directors and of which two are independent Directors. The Company Secretary acts as the Secretary to the Committee. The Committee met two (2) times during the year i.e. on 29th June, 2020 and 12th August, 2020. The Composition of Nomination & remuneration Committee & its attendance is as under:

| Name of Member | Category | No. of Meetings | |
|------------------------------------|------------------------|-----------------|----------|
| | | Held | Attended |
| Mr. Mohender Kumar Garg (Chairman) | Independent Director | 2 | 2 |
| Mr. Ashok Kumar Goel | Non-Executive Director | 2 | 2 |
| Mr. Sandeep Singh Kumar | Independent Director | 2 | 2 |

The term of reference of Nomination and Remuneration Committee (NRC) includes the matters specified under the Companies Act, 2013 and Listing Regulations. The broad terms of reference of NRC includes; formulation of remuneration policy, set criteria for determining qualifications, positive attributes and independence of directors, formulation of criteria for evaluation of independent directors & the Board and criteria for appointment of Directors and Senior management.

6.1. Remuneration

The Board of Directors of the Company comprises of Four (4) directors, all of which are non-executive directors. Accordingly, the criteria for payment to Non-executive Independent directors is; they are paid sitting fees as detailed below for attending each meeting of the Board of Directors and committees thereof and also the Company reimburses the said directors expenses incurred for attending the said meetings. During the year, no remuneration was paid to Directors, except sitting fees which was paid only to the Non-Executive Independent Directors. Details of sitting fees paid to the Independent Directors' are as under:

(Amount in Rupees)

| Name of Director | Category | Sitting fees |
|-------------------------|----------------------|--------------|
| Mr. Mohender Kumar Garg | Independent Director | 20,000/- |
| Mr. Sandeep Singh Kumar | Independent Director | 20,000/- |

Remuneration paid to Manager:

The Remuneration paid to the Manager for the financial year ended 31 March 2021 is as under:-

(Amount in Rupees)

| Name of Manager | Category | Remuneration components in ₹ | | | | |
|-----------------------|----------|------------------------------|------------------------|--------------------|-------------------|---------|
| | | Salary | Allowance/ perquisites | Contribution to PF | Performance bonus | Total |
| Mr. Suresh Kumar Suri | Manager | 690,224 | - | 25,776 | - | 716,000 |

Remuneration paid to Chief Financial Officer:

The Remuneration paid to the Chief Financial Officer for the financial year ended 31st March 2021 is as under:-

(Amount in Rupees)

| Name of Chief Financial Officer | Category | Remuneration components in ₹ | | | | |
|---------------------------------|-------------------------|------------------------------|------------------------|--------------------|-------------------|----------|
| | | Salary | Allowance/ perquisites | Contribution to PF | Performance bonus | Total |
| Mr. Francis Miranda | Chief Financial Officer | 5,19,780 | - | 40,320 | - | 5,60,100 |

6.2. REMUNERATION POLICY

The Board on the recommendation of Nomination and Remuneration committee approved Remuneration Policy for Directors, KMP, Senior Managerial Personnel and employee of the Company.

The remuneration policy describes various aspects and guiding factors while determining the remuneration to Directors, KMP and senior managerial personnel of the Company with the intent to maintain level and composition of remuneration reasonable and sufficient to retain, motivate and promote talent and to ensure long term sustainability of talented managerial personnel and also create competitive advantage. Broad provisions of the Remuneration Policy are summarized hereunder:

- Nomination and Remuneration committee (NRC) has important role in monitoring the policy.
- The Board, on the recommendation of NRC approved the remuneration payable to the Manager of the Company. The remuneration payable to the Manager shall be in accordance with the applicable provisions of the Companies Act, 2013 and the rules framed thereunder.
- The Board, on the recommendation of NRC approves the remuneration payable to the Key Managerial Personnel and Senior Managerial Personnel of the Company.

7. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee comprises of three (3) members. All the members of the committee are Non-Executive Director. During the year under review, the Stakeholders Relationship Committee met four (4) times i.e. on 29th June, 2020, 12th August, 2020, 6th November, 2020 and 5th February, 2021. The composition of the Stakeholder Relationship Committee and attendance of member is as under:

| Name of Member | Category | No. of Meetings | |
|-----------------------------|------------------------|-----------------|----------|
| | | Held | Attended |
| Ms. Reshma Rao, Chairperson | Non-Executive Director | 4 | 4 |
| Mr. Ashok Kumar Goel | Non-Executive Director | 4 | 4 |
| Mr. Mohender Kumar Garg | Independent Director | 4 | 4 |

During the year 2020-2021, no investor complaints were received by the Company. Terms of reference and role of the Stakeholders Relationship Committee includes the matters specified under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Broad terms of reference includes; to consider and resolve the grievances of security holders of the Company, to redress the shareholders' and investors' complaints such as those relating to transfer of shares, non-receipt of annual reports, etc. The designated e-mail id for the investor correspondence is compliance.scl@ashokgoeltrust.com.

8. CODE OF CONDUCT FOR BOARD MEMBERS AND SENIOR MANAGEMENT

The code of conduct is applicable to all directors and senior management executives. The code impresses upon directors and senior management to uphold the interest of the company and its stakeholders and to endeavor to fulfill all the fiduciary obligations towards them. The Code is available on the Company's website i.e. www.solidcontainers.net.

The Company has received a declaration of compliance with the code of conduct from Directors and Senior Management Personnel. The declaration by the Manager affirming compliance of the Board of Directors and Senior Management personnel to the Code of conduct is appended to this report.

Code of Conduct for Prevention of Insider Trading

The Company has adopted the code of conduct to regulate and monitor and report Trading by Insider's (the code) pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015. The Code is applicable to all Directors and such designated persons as defined in the Code.

9. GENERAL BODY MEETINGS

Details of last three Annual General Meetings (AGM) are given here below.

| Year | Date | Time | Venue |
|------------|------------|------------|---|
| FY 2017-18 | 28.09.2018 | 11.00 a.m. | Registered office at 2006, Fossberry Road, Near ICI Limited, Reay Road(E), Mumbai – 400 033 |
| FY 2018-19 | 26.09.2019 | 10.00 a.m. | |
| FY 2019-20 | 29.09.2020 | 10.00 a.m. | Held through electronic means / video conferencing (VC) |

The following special resolutions were passed at the last three Annual General Meeting:

| Date of AGM | Summary of special resolution passed |
|-------------|---|
| 28.09.2018 | Authority to Board of Directors for loan, investment, guarantee, etc. |
| 26.09.2019 | To re-appoint Mr. Mohender Kumar Garg as an Independent Director |
| | To re-appoint Mr. Sandeep Singh Kumar as an Independent Director |
| | Reclassification of authorized share capital and amendment in Memorandum of Association |
| | Issue of preference shares by way of private placement |
| 29.09.2020 | NIL |

10. DISCLOSURES

- a) During the year, there were no materially significant transactions with related parties that may have potential conflict with the interests of the Company at large. Related Party transactions have been disclosed in the notes to financial statements of the Company. Policy on dealing with related party transactions is posted in section 'Investors>other disclosures' on the Company's website or link www.solidcontainers.net.
- b) The Company has complied with all applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other SEBI Regulations wherever applicable. No penalties have been imposed or stricture issued by SEBI, Stock Exchanges or any statutory authorities on matters relating to capital markets during the last three years.
- c) The Company has a Whistle-Blower Policy for establishing a vigil mechanism to report genuine concerns regarding unethical behavior and mismanagement, if any. No employee of the Company was denied access to the Audit Committee. Detail relating to vigil mechanism is mentioned in the Board's Report and on the Company's website www.solidcontainers.net.
- d) The Company has complied with mandatory requirements of the corporate governance mentioned in the listing regulations and also followed non-mandatory requirements relating to financial statements with modified audit opinion / qualified report.
- e) There were no pecuniary relationships or transactions of non-executive directors vis-à-vis the company during the year under review, except payment of sitting fees.
- f) Certificate from practicing company secretary: the company has obtained a certificate from practicing company secretary confirming that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of Companies by the Board/Ministry of Corporate Affairs or any such statutory authority.
- g) Disclosures relating to sexual harassment complaints: In relation to complaints under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013, during the financial year 2020-21, no complaint filed and no complaint is pending at end of the year. There was no complaint filed during the previous financial year. Additional details in this respect are given in the Board's report.
- h) Fees paid to statutory auditor and network firm or entity: Details relating to fees paid to statutory auditor is given in note 15 of the financial statements. The Company has not paid fees to network firm or entity of the statutory auditor.

11. MEANS OF COMMUNICATION

- a) Newspapers: The quarterly, half-yearly and annual financial results of the Company are mostly published in newspapers in India viz. Active Times and Mumbai Lakshdeep.
- b) Website: The Company's website www.solidcontainers.net contains a separate dedicated section "Investor relations" where shareholders information is available. Quarterly & Annual financial results and Annual Report are also available on the said website.
- c) Annual Report: Annual Report containing, inter alia, Board's report, Auditors' report, audited financial statements and other important information is circulated to members and others entitled thereto. The Annual Report is also available on website of the Company i.e. www.solidcontainers.net.
- d) Website of the Stock Exchange: Disclosures and filing with the BSE Limited (BSE) by the Company is posted on website of the stock exchange.

- e) Disclosures: The Company also informs by way of intimation to the Stock Exchanges all price sensitive matters or such other matters which in its opinion are material and have relevance to the shareholders.

12. GENERAL SHAREHOLDERS' INFORMATION

| | | | |
|------------|--|--|----------------------|
| 1. | Annual General Meeting (Day, Date, Time & Venue) | Monday, 20 th September 2021 at 10.00 a.m. through video conferencing or as indicated in the AGM Notice. | |
| 2. | Financial Year | 1 st April 2020 to 31 st March 2021 | |
| 3. | Book Closure Dates | Not Applicable | |
| 4. | Dividend payment date | The Company has not declared any dividend during the financial year. | |
| 5. | Registered Office | 2006, Fossberry Road, Near ICI Ltd., Reay Road (E), Mumbai - 400 033. | |
| 6. | Listing of Shares on Stock Exchanges | The equity shares of the Company are listed on BSE Limited (BSE) located at P. J. Towers, Dalal Street, Fort, Mumbai 400001. The Company has paid annual listing fees for the year 2021-22 within prescribed time limit. | |
| 7. | Market price date: (High / Low during each month during the year 2019 – 2020) | Month and Year | BSE (In ₹) |
| | | | High Low |
| | | April 2020 | 35.00 34.70 |
| | | May 2020 | 35.00 34.70 |
| | | June 2020 | 34.00 34.00 |
| | | July 2020 | 34.00 34.00 |
| | | August 2020 | 34.30 34.25 |
| | | September 2020 | 34.40 34.40 |
| | | October 2020 | 34.60 34.60 |
| | | November 2020 | 31.50 31.50 |
| | | December 2020 | 27.50 27.50 |
| | | January 2021 | 27.50 27.50 |
| | | February 2021 | 27.50 27.50 |
| | | March 2021 | 27.50 27.50 |
| 8. | Stock Code | 502460 | |
| 9. | Registrar & Share Transfer Agent | Bigshare Services Private Limited 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059 Tel No.022 62638200, Fax: 022 62638299 | |
| 10. | Compliance Officer | Ms. M. S. Gayatri w.e.f. 7 th August, 2020 | |
| 11 | Share Transfer System | Physical shares requested for transfer are duly transferred/processed within 15 days from the date of receipt of documents, if complete in all respects. | |
| 12 | Payment of Listing Fees | The Company has paid annual listing fee for the year 2021-22 to BSE within time. | |

13. Shareholding Pattern as on 31st March 2021

| Particulars | No. of Shares | Percentage of shareholding |
|--------------------------------|----------------------|-----------------------------------|
| Promoters | 32,09,406 | 73.26 |
| FIIIs | NIL | NIL |
| NRIIs | NIL | NIL |
| Financial Institutions / Banks | 1,21,600 | 2.78 |
| Insurance Companies | 3,04,000 | 6.94 |
| Bodies Corporate | 4,59,827 | 10.50 |
| Resident Indians | 2,86,063 | 6.52 |
| Total | 43,80,896 | 100.00 |

14. Distribution schedule as on 31st March 2021

| Distribution | No. of shareholders | % to total holders | No. of shares | % to total Shares |
|---------------------|----------------------------|---------------------------|----------------------|--------------------------|
| 1 - 500 | 632 | 84.38 | 101610 | 2.32 |
| 501 - 1000 | 65 | 8.68 | 49400 | 1.13 |
| 1001 - 2000 | 21 | 2.80 | 33935 | 0.77 |
| 2001 - 3000 | 8 | 1.07 | 20000 | 0.46 |
| 3001 - 4000 | 2 | 0.27 | 6100 | 0.14 |
| 4001 - 5000 | 1 | 0.13 | 4050 | 0.09 |
| 5001-10001 | 4 | 0.53 | 31472 | 0.72 |
| 10001 and above | 16 | 2.14 | 4134329 | 94.37 |
| Total | 749 | 100.00 | 4380896 | 100.00 |

| | |
|--|--|
| DEMATERIALISATION OF SHARES & LIQUIDITY | As on 31 st March 2021, 94.80% of the Equity Shares have been dematerialized. Considering the advantages of scripless / Demat trading, shareholders are requested to consider dematerialization of their shares so as to avoid inconvenience in future. |
| OUTSTANDING GDR / ADR / WARRANTS OR ANY CONVERTIBLE INSTRUMENTS AND THEIR LIKELY IMPACT ON EQUITY | As on date there are no outstanding warrants or any convertible instruments. The Company has not issued GDR/ADR during the year under review. |
| PLANT LOCATIONS | Vadavali, P.O. Mohone, Dist. Thane – 421102. |
| ADDRESS FOR CORRESPONDENCE | Solid Containers Limited 2006, Fossberry Road, Near ICI Ltd., Reay Road (E), Mumbai – 400 033 |

For and on behalf of the Board of Directors
For Solid Containers Limited

Ashok Kumar Goel

Director

(DIN: 00025350)

Date: 13th August 2021

Place: Mumbai

DECLARATION IN RESPECT OF CODE OF CONDUCT

In accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, I hereby confirm and declare that, all the Directors and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company laid down for them, for the financial year ended 31st March 2021.

For **Solid Containers Limited**

Date: 13th August 2021

Place: Mumbai

Suresh Kumar Suri
Manager

Ashok Kumar Goel
Director
(DIN: 00025350)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to regulation 34(3) of the Securities and Exchange Board of India

(Listing Obligations and Disclosure Requirements) Regulations, 2015

To,

The Members of

SOLID CONTAINERS LIMITED

I have examined the relevant registers, records, forms, returns and declarations/disclosures received from the Directors and taken on record by the Board of Directors of **SOLID CONTAINERS LIMITED**, having CIN L28100MH1964PLC013064 and having registered office situated at 2006 Fossberry Road near ICI Limited Reay Road Mumbai – 400033, Maharashtra, India (hereinafter referred to as '**the Company**'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company and its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended March 31, 2021 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other statutory authority.

| Sr. No. | DIN | Name of Directors | Date of appointment |
|----------------|------------|-------------------------------------|----------------------------|
| 1. | 00025350 | Ashok Kumar Nandkishore Goenka Goel | 29/11/1983 |
| 2. | 00426642 | Mohender Kumar Garg | 29/04/2008 |
| 3. | 02814440 | Sandeep Singh Kumar | 19/02/2015 |
| 4. | 06966747 | Reshma Rao | 05/09/2014 |

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For T.F Khatri & Associates,
Practicing Company Secretary**

Tehseen Fatima Khatri

(Proprietor)

FCS: 9093 COP No: 10417

Place: Mumbai

Date: 13th August 2021

UDIN: F009093C000757060

INDEPENDENT AUDITOR'S REPORT

To,

The Members of

Solid Containers Limited

Report on the Audit of Financial Statements

- 1) We have audited the accompanying financial statements of **Solid Containers Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2021, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.
- 2) In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matter described in the Basis for Qualified Opinion paragraph, the aforesaid 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 Indian Accounting Standards prescribed under section 133 of the act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended (Ind AS) and the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2021 and its loss, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

- 3) We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's responsibilities for the audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.
- 4) *We draw attention to the note 17.2 and 17.3 to the Financial Statement with regards to the company not carrying on any manufacturing operations and has substantial accumulated losses. The net worth of the company has been fully eroded due to the accumulated losses. In view of the above, the Company is no longer a going concern. However, the accounts have been prepared on a going concern basis as the management has stated that they are exploring possible steps to revive its operations.*

Key Audit Matters

- 5) Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion in these matters.

The auditor determines that there are no Key Audit Matters during the year.

Information other than the Financial Statements and Auditor's Report thereon

- 6) The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, Report on Corporate Governance and Business Responsibility report but does not include the financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report. Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon. In connection with our audit of the financial

statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

- 7) The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance (including Other Comprehensive Income), Changes in Equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting 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.
- 8) In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
- 9) Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements:

- 10) Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
- 11) As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatements of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of the accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of the management's use of going concern basis of accounting

and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and the content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- 12) We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
 - 13) We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
 - 14) From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements:

- 15) 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 B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 16) As required by section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) Except for the effects of matters described in the Basis for Qualified Opinion paragraph above, in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and Statements of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - (d) Except for the effects of matters described in the Basis for Qualified Opinion paragraph above, in our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
 - (e) Except for the effects of matters described in the Basis for Qualified Opinion paragraph above, in our opinion, may have an adverse impact on the functioning of the Company.
 - (f) On the basis of written representations received from the directors as on 31st March, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021, from being appointed as a director in terms of Section 164(2) of the Act.

- (g) With respect to the adequacy of internal financial controls over financial reporting of the Company, and the operating effectiveness of such controls, refer to our separate report in **“Annexure A”**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
- (h) With respect to the other matters to be included in the Auditor’s report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (i) With respect to the other matters to be 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 vide Note 17.1 on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **J Singh & Associates**
Chartered Accountants
(Firm Reg. No: 110266W)

CA S. P. Dixit
(Partner)
(Membership No.: 041179)
UDIN: 21041179AAAACK7720

Place: Mumbai

Dated: 11th May, 2021

“Annexure A” to the Independent Auditors’ Report

The Annexure referred to in paragraph (II)(g) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Report on the Internal Financial Controls over Financial Reporting 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 **Solid Containers Limited** (“the Company”) as of 31st March, 2021 in conjunction with our audit of the standalone Ind AS 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 the 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 of the Company 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 were 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 auditors’ 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 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 the management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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, to the best of our information and according to the explanations given to us, 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 31st March, 2021, based on the criteria for internal financial controls 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.

For **J Singh & Associates**
Chartered Accountants
(Firm Reg. No. 110266W)

CA S. P. Dixit
(Partner)
Membership No. : 041179.
UDIN: 21041179AAAACK7720

Place: Mumbai
Dated: 11th May, 2021.

“Annexure B” to the Independent Auditors’ Report

The Annexure referred to in paragraph (I) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

- 1) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified in a phased manner during the year. In our opinion, this periodicity of physical verification is reasonable having regard to size of the Company and the nature of its assets. Pursuant to the program, the fixed assets were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- c) According to the information and explanations given to us and the records examined by us including registered title deeds, we report that, the title deeds, comprising all the immovable properties of the Company are held in the name of the Company.
2. In our opinion and according to the information and explanations given to us, the nature of business of the Company does not require it to have any inventory. Hence, the requirement of clause (ii) of paragraph 3 of the said Order is not applicable to the Company.
3. In our opinion and according to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
4. In our opinion and according to information and explanations given to us, the Company has complied with provisions of Section 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from the public in accordance with the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
6. It has been explained to us that the maintenance of cost records has not been prescribed under section 148(1) of the Act.
7. According to the information and explanations given to us, in respect of statutory dues:
 - a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees’ State Insurance, Income-tax, Sales-tax, Goods and Service Tax, Customs Duty, Excise Duty, Value Added Tax, cess and other material statutory dues applicable to it to the appropriate authorities. There are no undisputed amounts payable in respect of the aforesaid dues outstanding as at 31st March, 2021 for a period of six months from the date they became payable.
 - b) There are no dues of Provident Fund, Employees’ State Insurance, Income-tax, Sales-tax, Goods and Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues in arrears as at 31st March, 2021 which have not been deposited on account of any dispute except dues of Income tax which are given as below:

| Name of the statute | Nature of dues | Period to which the amount relates | Forum where dispute is pending | Amt. in ₹ Lakhs |
|----------------------------|-----------------------|---|---------------------------------------|------------------------|
| The Income Tax Act, 1961 | Income Tax | FY 2002-03 | Income Tax Appellate Tribunal | 10.76 |

8. According to the records of the Company examined by us and as per the information and explanations given to us, the Company has not taken any loan from financial institutions, Banks and government. The Company did not have any outstanding debentures during the year. The Company had taken loan from Government in earlier years on which interest accrued of ₹54.29 lakhs are overdue as at 31st March, 2021. As informed to us by the Management, Company's request of interest waiver is considered by the appropriate department/ authority.
9. In our opinion and according to the information and explanations given to us, the Company has not raised money by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the Order is not applicable.
10. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year.
11. According to the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Act.
12. According to the information and explanations given to us, the Company is not a Nidhi Company as prescribed under section 406 of the Act. Accordingly, reporting under clause (xii) of the Order is not applicable to the Company.
13. According to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of the Act, where applicable and the details have been disclosed in the Financial Statements as required by the applicable Indian Accounting Standards.
14. During the year, the Company has not made any preferential allotment or any private placement of shares or fully or partly convertible debentures and hence compliance with section 42 of the Companies Act, 2013 is not applicable to the Company during the year.
15. The Company has not entered into any non-cash transactions with directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company during the year.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 accordingly the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For **J Singh & Associates**

Chartered Accountants
(Firm Reg. No. 110266W)

CA S. P. Dixit

(Partner)

Membership No.: 041179

UDIN: 21041179AAAACK7720

Place: Mumbai

Dated: 11th May, 2021.

BALANCE SHEET AS AT 31ST MARCH, 2021

(Amount Rupees in Lakhs)

| | Note | As at 31.03.2021 | As at 31.03.2020 |
|---|------|---------------------|---------------------|
| Assets | | | |
| Non-Current Assets | | | |
| (a) Property, plant and equipment | 4 | 226.93 | 238.01 |
| (b) Capital Work-in-progress | | - | - |
| (c) Intangible assets | | - | - |
| (d) Intangible assets under development | | - | - |
| (e) Financial assets | | - | - |
| (i) Investments | | - | - |
| (ii) Loans | 5 | 141.78 | 146.36 |
| (iii) Other | | - | - |
| (f) Non-current tax assets (net) | | - | - |
| (g) Other non-current tax assets | | - | - |
| Total Non-Current Assets | | 368.70 | 384.36 |
| Current Assets | | | |
| (a) Inventories | | - | - |
| (b) Financial assets | | - | - |
| (i) Trade receivables | | - | - |
| (ii) Cash and cash equivalents | 6 | 12.68 | 9.12 |
| (iii) Bank balance other than cash and cash equivalents | | - | - |
| (iv) Loans | 5 | 85.58 | 85.64 |
| (v) Others | | - | - |
| (c) Current tax assets (net) | | - | - |
| (d) Other current tax assets | | - | - |
| Total Current Assets | | 98.26 | 94.76 |
| Total Assets | | 466.96 | 479.12 |
| Equity and Liabilities | | | |
| Equity | | | |
| (a) Equity share capital | 7 | 1,838.09 | 1,838.09 |
| (b) Other equity | 8 | (7,614.46) | (7,388.53) |
| Total Equity | | (5,776.37) | (5,550.44) |
| Liabilities | | | |
| Non-Current Liabilities | | | |
| (a) Financial liabilities | | - | - |
| Borrowings | 9 | 6,123.09 | 5,885.25 |
| (b) Provisions | 11 | - | - |
| (c) Deferred tax liabilities (net) | | - | - |
| Total Non-Currents Liabilities | | 6,123.09 | 5,885.25 |
| Current Liabilities | | | |
| (a) Financial liabilities | | - | - |
| (i) Borrowings | | - | - |
| (ii) Trade payables | | - | - |
| (iii) Others | | - | - |
| (b) Other current liabilities | 10 | 113.08 | 137.91 |
| (c) Provisions | 11 | 7.17 | 6.40 |
| (d) Current tax liabilities (net) | | - | - |
| Total Current Liabilities | | 120.24 | 144.32 |
| Total Equity and Liabilities | | 466.96 | 479.12 |
| Notes forming integral part of the financial statements | | 1-17 | |

As per our attached report of even date

For J Singh & Associates

Chartered Accountants

Firm Registration Number 110266W

CA.S.P.Dixit

(Partner)

Membership Number 041179

UDIN:21041179AAAACK7720

Mumbai, 11th May 2021

Ashok Kumar Goel

Director

Suresh Kumar Suri

Manager

M.S.Gayatri

Company Secretary

For and on behalf of the Board

Reshma Rao

Director

Francis Miranda

Chief Financial Officer

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

(Amount Rupees in Lakhs)

| | Note | For the year ended 31.03.2021 | For the year ended 31.03.2020 |
|---|------|-------------------------------|-------------------------------|
| Income | | | |
| Revenue from operations | | - | - |
| Other income | 12 | 33.92 | 57.60 |
| Total Income | | 33.92 | 57.60 |
| Expenses | | | |
| Cost of materials consumed | | - | - |
| Changes in inventories of finished goods and goods-in-process | | - | - |
| Excise duty benefits expenses | | - | - |
| Employee benefits expense | 13 | 38.94 | 34.87 |
| Finance cost | 14 | 174.29 | 308.21 |
| Depreciation and amortisation expense | 4 | 11.08 | 15.57 |
| Other expenses | 15 | 35.54 | 30.72 |
| Total Expenses | | 259.85 | 389.37 |
| Profit / (Loss) Before Tax | | (225.93) | (331.77) |
| Tax Expenses | | | |
| Current tax | | - | - |
| Deferred tax charge/(credit) | | - | - |
| Total Tax Expenses | | - | - |
| Profit / (Loss) For The Year | | (225.93) | (331.77) |
| Other Comprehensive Income | | | |
| Items that will not be reclassified to profit or loss | | | |
| - Remeasurement gain / (losses) on defined benefit plan | 8 | 0.03 | (0.13) |
| Income tax effect on above | | - | - |
| Other Comprehensive Income / (Loss) For The Year | | 0.03 | (0.13) |
| Total Comprehensive Income / (Loss) For The Year | | (225.90) | (331.90) |
| Earnings Per Equity Share of ₹ 10. Each Fully Paid Up | | | |
| Basic | 16 | (8.58) | (11.00) |
| Diluted | 16 | (8.58) | (11.00) |
| Notes forming integral part of the financial statements | 1-17 | | |

As per our attached report of even date

For J Singh & Associates

Chartered Accountants

Firm Registration Number 110266W

CA.S.P.Dixit

(Partner)

Membership Number 041179

UDIN:21041179AAAACK7720

Mumbai, 11th May 2021

Ashok Kumar Goel

Director

Suresh Kumar Suri

Manager

M.S.Gayatri

Company Secretary

For and on behalf of the Board

Reshma Rao

Director

Francis Miranda

Chief Financial Officer

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1. Corporate Information

Solid Containers Limited ('the Company'), a Public limited Company, was incorporated under the provisions of the Companies Act applicable in India on 21.11.1964 having its registered office at 2006, Fossberry Road, Near ICI Ltd, Reay Road (East) Mumbai-400033. The manufacturing activities of the Company have been suspended for years because of unfavorable market conditions, commercial & other reasons.

The financial Statements for the year ended 31st March, 2021 were approved by the Board of Directors and authorised for issue on 11th May, 2021.

2 Significant Accounting Policies:

2.1 Statement of Compliance

The financial statements of the Company comprising of Balance Sheet, Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and Statement of Cash Flows together with the notes have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

2.2. Basis of preparation

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

The financial statements are presented in Indian Rupees and all values are rounded to the nearest two decimal thousands except otherwise stated.

The financial statements are based on the classification provisions contained in Ind AS 1, 'Presentation of Financial Statements' and division II of schedule III of the Companies Act, 2013.

Fair Value Measurement:

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

- (a) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (b) Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.
- (c) Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

Current/ Non-Current Classification:

Any asset or liability is classified as current if it satisfies any of the following conditions:

- (i) The asset / liability is expected to be realized / settled in the Company's normal operating cycle;
- (ii) The asset is intended for sale or consumption;
- (iii) The asset / liability is held primarily for the purpose of trading;
- (iv) The asset / liability is expected to be realised / settled within twelve months after the reporting period;
- (v) The asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
- (vi) In the case of a liability, the company does not have an unconditional right to differ settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents.

2.3. Non-current assets held for sale

Non-current assets classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell. Non-current assets are classified as held for sale if their carrying amounts will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition subject to terms that are usual and customary for sales of such assets.

Property, plant and equipment and intangible assets are not depreciated or amortized once classified as held for sale.

2.4. Revenue Recognition

2.4.1. Sales are recognised when risks and rewards (transfer of custody of goods) are passed to customers and include all statutory levies except Value Added Tax (VAT) and are net of discounts.

2.4.2. Dividend income is recognised when the right to receive the dividend is established.

2.4.3. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable (which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition).

2.4.4. For non-financial assets, interest income is recognised on a time proportion basis.

2.4.5. Revenue from sale of scrap are recognised when risks and rewards (transfer of custody of goods) are passed to customers.

2.4.6. Revenue in respect of Liquidated Damages from contractors/ suppliers is recognised when determined as not payable.

2.4.7. Goods and Service Tax (GST) is presented as expense in the statement of profit and loss. GST duty in respect of difference between closing and opening stock of excisable goods is included under "Other Expenses".

2.5. Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Leasehold lands where the ownership of the land will not be transferred to Company at the end of lease period are classified as operating leases.

Upfront operating lease payments are recognized as prepayments and amortised on a straight-line basis over the term of the lease. Leasehold lands are considered as finance lease where ownership will be transferred to the Company as at the end of lease period. Such leasehold lands are presented under property, plant and equipment and not depreciated.

2.6. Borrowing Costs

Borrowing costs specifically identified to the acquisition or construction of qualifying assets is capitalized as part of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged in the statement of profit and loss.

2.7. Employee Benefits

Employee benefits include provident fund, superannuation fund, gratuity fund, compensated absences, post-employment medical benefits and resettlement allowances.

Defined contribution plans

Employee benefit under defined contribution plans comprising of provident fund and superannuation fund are recognized based on the amount of obligation of the Company to contribute to the plan. The same is paid to a Provident Fund Trust authorities and to Life Insurance Corporation of India respectively, which are expensed during the year.

Defined benefit plans

Defined retirement benefit plans comprising of gratuity, post-retirement medical benefits and other long-term retirement benefits, which are recognized based on the present value of defined benefit obligation and is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted as current employee cost or included in cost of assets as permitted.

Net interest on the net defined liability is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset and is recognized in the statement of profit and loss except those included in cost of assets as permitted.

Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest as defined above) are recognised in other comprehensive income except those included in cost of assets as permitted in the period in which they occur and are not subsequently reclassified to profit or loss.

The Company contributes all ascertained liabilities with respect to Gratuity to the MRPL's Gratuity Fund Trust (MGFT). Other defined benefit schemes are un-funded.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans.

Any surplus resulting from the actuarial calculation is limited to the present value of any economic benefits available in the form of reductions in future contributions to the plans.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the

service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The cost of short-term compensated absences is accounted as under:

- (a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and
- (b) in case of non-accumulating compensated absences, when the absences occur.

Long-term employee benefits

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation as at the balance sheet date less the fair value of the plan assets out of which the obligations are expected to be settled.

(A) Details of post retirement gratuity plan are as follows: -

Summary of Membership Data during the year ended 31st March, 2021

| | (Amount Rupees in Lakhs) | |
|--------------------------|--------------------------|-------------|
| As at | 2021 | 2020 |
| Number of employees | 3 | 3 |
| Total Monthly Salary (₹) | 0.80 | 0.75 |
| Average Past Service | 15.33 | 14.33 |
| Average age | 56.33 | 53.33 |

(I) Net expenses recognised during the year ended 31st March, 2021 (under the head “Employee benefit expenses”)

| | (Amount Rupees in Lakhs) | |
|--|--------------------------|-------------|
| | 2021 | 2020 |
| Current service cost | 0.34 | 0.30 |
| Interest cost | 0.16 | 0.15 |
| Actuarial (gain) / loss | - | (0.13) |
| Net Cost / expenses recognised in the statement of profit and loss | 0.50 | 0.14 |

(II) Other Comprehensive Income (OCI)

| | (Amount Rupees in Lakhs) | |
|---|--------------------------|-------------|
| | 2021 | 2020 |
| Actuarial (gain) / loss recognized for the period | 0.03 | (0.13) |
| Asset limit effect | - | - |
| Return on plan assets excluding net interest | - | - |
| Unrecognized actuarial (gain) / loss from previous period | - | - |
| Total actuarial (gain) / loss recognized in (OCI) | 0.03 | (0.13) |

(III) Net Liability recognised in the Balance Sheet as at 31st March, 2021

| | (Amount Rupees in Lakhs) | |
|--|--------------------------|-------------|
| | 2021 | 2020 |
| Present value of obligation at beginning of period | 4.84 | 4.52 |
| Fair value of the assets at beginning period | - | - |
| Net Liability | 4.84 | 4.52 |

(IV) Net Interest

| | (Amount Rupees in Lakhs) | |
|-------------------|--------------------------|-------------|
| | 2021 | 2020 |
| Interest Expenses | 0.16 | 0.15 |
| Interest Income | - | - |
| Net Interest | 0.16 | 0.15 |

(V) Actuarial (Gain) / loss on obligation

| | (Amount Rupees in Lakhs) | |
|--------------------------------|--------------------------|-------------|
| | 2021 | 2020 |
| Due to demographic assumption* | - | - |
| Due to financial assumption | 0.00 | 0.00 |
| Due to experience | 0.03 | (0.13) |
| Total actuarial (gain) / loss | 0.03 | (0.13) |

*This figure does not reflect interrelationship between demographic assumption and financial assumption when a limit is applied on the benefit, the effect will be shown as an experience.

(VI) Reconciliation of opening and closing balances of Defined Benefit obligation

| | (Amount Rupees in Lakhs) | |
|--|--------------------------|-------------|
| | 2021 | 2020 |
| Defined Benefit obligation as at the beginning of year | 4.84 | 4.52 |
| Current service cost | 0.34 | 0.30 |
| Interest cost | 0.16 | 0.15 |
| Benefit paid | - | - |
| Contributions by plan participants | - | - |
| Business combinations | - | - |
| Actuarial (gain) / loss on obligation | 0.03 | (0.13) |
| Defined Benefit obligation as at the closing | 5.37 | 4.48 |

(VII) Actuarial assumptions as at

| Mortality Table (LIC) | 2021 | 2020 |
|---|--|--|
| | Indian Assured Lives Mortality 2012-14 (Ultimate) | Indian Assured Lives Mortality 2006-08 (Ultimate) |
| Interest / Discount rate (per annum) | 6.33% | 6.53% |
| Expected Rate of plan assets salary (per annum) | 1.00% | 1.00% |
| Rate of escalation in salary (per annum) | 1.00% | 1.00% |
| Annual increase in healthcare cost | - | - |
| Future Changes in maximum state healthcare benefits | - | - |
| Expected average remaining service | 8.96 | 9.42 |
| Employee Attrition rate (past service (PS)) | PS:0 to 42:42:0.5% | PS:0 to 42:42:0.5% |

(VIII) Movement in the liability recognized in balance sheet

(Amount Rupees in Lakhs)

| | 2021 | 2020 |
|----------------------------------|-------------|-------------|
| Opening net liability | 4.84 | 4.52 |
| Adjustment to opening balance | - | - |
| Expenses as above | 0.50 | 0.45 |
| Benefits paid by the Company | - | - |
| Contribution paid | - | - |
| Other comprehensive income (OCI) | 0.03 | (0.13) |
| Closing net liability | 5.37 | 4.84 |

(IX) Amounts recognised in current year and previous year.

(Amount Rupees in Lakhs)

| Gratuity | 2021 | 2020 |
|--|-------------|-------------|
| PVO at end of period | 5.37 | 4.84 |
| Plan Assets | - | - |
| Surplus / (Deficit) | (5.37) | (4.84) |
| Defined benefit obligation | 5.37 | 4.82 |
| Actuarial (gain)/loss on plan obligation | - | (0.20) |
| Experience adjustments on plan assets | - | - |

(X) Sensitivity Analysis

(Amount Rupees in Lakhs)

| | DR: Discount Rate | | ER:Salary Escalation Rate | |
|-----|-------------------|------------|---------------------------|-----------|
| | PVO DR +1% | PVO DR -1% | PVO ER+1% | PVO ER-1% |
| PVO | 5.37 | 5.40 | 5.40 | 5.37 |

(XI) Expected Payout

| Year | Expected Outgo First (Amt. Rupees in Lakhs) | Expected Outgo Second | Expected Outgo Third | Expected Outgo Fourth | Expected Outgo Fifth | Expected Outgo Six to Ten Year |
|---------|---|-----------------------|----------------------|-----------------------|----------------------|--------------------------------|
| Payouts | 5.30 | 30 | 31 | 184 | 186 | 978 |

(XII) Asset Liability Comparisons

(Amount Rupees in Lakhs)

| Year | 31.03.2021 | 31.03.2020 | 31.3.2019 | 31.3.2018 | 31.3.2017 |
|---------------------------------------|------------|------------|-----------|-----------|-----------|
| PVO at end of period | 5.37 | 4.48 | 4.52 | 4.20 | 3.87 |
| Plan Assets | - | - | - | - | - |
| Surplus / (Deficit) | (5.37) | (4.48) | (4.52) | (4.20) | (3.87) |
| Experience adjustments on plan assets | - | - | - | - | - |

Weighted average remaining duration of Defined Benefit Obligation

(XIII) Narrations

1. Analysis of Defined Benefit Obligation

The number of members under the scheme have remained same.

The total salary has increased by 6.76% during the accounting period.

The resultant liability at the end of the period over the beginning of the period has increased by 10.99%.

2. Expected rate of return basis

Scheme is not funded EORA is not applicable

3. Description of plan Assets and Reimbursement Conditions

Not Applicable

4 Investment / Interest Risk

Since the scheme is unfunded the Company is not exposed to Investment/ Interest risk.

5. Longevity Risk

The Company is not exposed to risk of the employees living longer as the benefit under the scheme ceases on the employee separating from the employer for any reason.

6. Salary Escalation Rate

The Company escalation rate has remained unchanged and hence there is no change in liability resulting in no actuarial gain or loss due to change in salary escalation rate.

7. Discount Rate

The discount rate has increased from 6.53% to 6.33% and hence there is an decrease in liability leading to actuarial gain or loss due to change in discount rate.

Notes:

- a) Amounts recognized as an expense and included in the Note 12 “Employee benefits expense” are actuarial valuation of gratuity ₹ Lakhs 0.53 (₹ Lakhs 5.37) and leave encashment ₹ Lakhs 0.23 (₹ Lakhs 1.79)
- b) The estimates of future salary increases considered in the actuarial valuation take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
- c) “Contribution to provident and other funds” is recognized as an expense in Note 12 of the Statement of Profit and Loss.

2.8. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

(i) Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from ‘profit before tax’ as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company’s current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

(ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

Deferred taxes are recognised in respect of temporary differences which originate during the tax holiday period but reverse after the tax holiday period. For this purpose, reversal of temporary difference is determined using first in first out method.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with asset will be realised.

Current and deferred tax for the year

Current and deferred tax are recognised in statement of profit or loss, except when they which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.9. Property, plant and equipment (PPE)

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses if any. Freehold land is not depreciated.

PPE in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. The cost of an asset comprises its purchase price or its construction cost (net of applicable tax credits) and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended by the management. It includes professional fees and borrowing costs for qualifying assets capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of PPE when completed and ready for intended use. Parts of an item of PPE having different useful lives and material value as assessed by management and subsequent capital expenditure on Property, Plant and Equipment are accounted for as separate components.

PPE are stated at cost less accumulated depreciation and accumulated impairment losses if any.

Depreciation of PPE commences when the assets are ready for their intended use.

Depreciation is provided on the cost of PPE (other than freehold land and properties under construction) less their residual values over their useful lives, using Straight Line Method, over the useful life of component of various Assets as specified in Schedule II to the Companies Act, 2013, except in case of certain components of the Plant and Equipment whose useful lives are determined based on technical evaluation and the useful life considered under Company's policy for the employee's vehicle and furniture scheme.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Expenditure on overhaul and repairs on account of planned shutdown which are of significant value (5% of the value of particular assets) is capitalized as component of relevant items of PPE and is depreciated over the period till next shutdown on straight line basis. Catalyst whose life is more than one year is capitalised as property, plant and equipment and depreciated over the guaranteed useful life as specified by the supplier when the catalyst is put to use.

Insurance spares received along with the plant or equipment and those purchased subsequently for specific machinery and having irregular use are capitalised.

Major capital spares are capitalised as property, plant and equipment. Depreciation on such spares capitalised as property, plant and equipment are depreciated over the period starting when it is brought into service and continuing over the shorter of its useful life and the remaining expected useful life of the asset to which it relates and written down value of the spare is charged to the statement of profit and loss as and when replaced.

Depreciation on additions/deletions to PPE during the year is provided for on a pro-rata basis with reference to the date of additions/deletions except low value items not exceeding 5,000/- (other than company purchase scheme for employees) which are fully depreciated at the time of addition.

Estimated useful lives of the assets are as follows:

| Sr. No. | Particulars | Useful lives (in years) |
|----------------|--|--------------------------------|
| 1 | Buildings | 1-60 |
| 2 | Plant and equipment –catalysts | 2-10 |
| 3 | Plant and equipment –computers | 3-7 |
| 4 | Plant and equipment –continuous process plant not covered under specific industries (Triple shift) | 7.5 |
| 5 | Plant and equipment – electrical/ lab/ canteen/ school | 10 |
| 6 | Plant and equipment –instrumentation items/ DCS/ hospital/ others | 15 |
| 7 | Plant and equipment –refinery assets | 25 |
| 8 | Plant and equipment –pipelines/ SPM/ offshore component/civil structure | 30 |
| 9 | Plant and equipment –power plant | 40 |
| 10 | Office equipment | 5 |
| 11 | Furniture and fixtures | 6-10 |
| 12 | Vehicles | 4-8 |

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets.

An item of property, plant and equipment is derecognised upon disposal, replacement or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.10.Intangible assets

2.10.1Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses if any.

2.10.2 Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal.

Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognised in profit or loss when the asset is derecognised.

2.10.3 Useful lives of intangible assets

Estimated useful lives of the intangible assets are as follows:

| Sr. No. | Particulars | Useful lives (in years) |
|----------------|-----------------------|--------------------------------|
| 1. | Computer software | 3-10 |
| 2. | License and franchise | 3 |

2.11. Impairment of tangible and intangible assets other than goodwill

The Company reviews the carrying amounts of its intangible assets and Property, plant and equipment (including capital works-in-progress) of a “Cash Generating Unit” (CGU) to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pretax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement of profit and loss.

An assessment is made annually as to see if there are any indications that impairment losses recognized earlier may no longer exist or may have come down. The impairment loss is reversed, if there has been a change in the estimates used to determine the asset’s recoverable amount since the previous impairment loss was recognized. If it is so, the carrying amount of the asset is increased to the lower of its recoverable amount and the carrying amount that have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. After a reversal, the depreciation charge is adjusted in future periods to allocate the asset’s revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

Reversals of Impairment loss are recognized in the statement of profit and loss.

2.12. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit after tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows.

The cash flows are segregated into operating, investing and financing activities.

2.13. Provisions, Contingent Liabilities and Contingent Assets.

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent assets are disclosed in the financial statements by way of notes to accounts when an inflow of economic benefits is probable.

Contingent liabilities are disclosed in the Financial Statements by way of notes to accounts, unless possibility of an outflow of resources embodying economic benefit is remote.

2.14. Financial instruments**Initial Recognition and measurement**

Financial assets and financial liabilities are recognised when Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially

measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.14.1. Financial assets

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

(i) Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost using the effective interest method if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(ii) Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both selling financial assets and collecting contractual cash flows, the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(iii) Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income.

(iv) Impairment of financial assets

The Company assesses at each balance sheet date whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to 12 month expected credit losses or at an amount equal to lifetime expected losses, if the credit risk on the financial asset has increased significantly since initial recognition.

(v) Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in the Statement of Profit and Loss.

2.14.2. Financial liabilities and equity instruments

(i) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

Equity instruments issued by the Company are recognised at the proceeds received.

Incremental costs directly attributable to the issuance of new ordinary equity shares are recognized as a deduction from equity, net of tax effects.

(ii) Financial liabilities

(a) Financial Guarantee

When the Company receives financial guarantee from its holding company, initially it measures guarantee fees at the fair value. The Company records the initial fair value of fees for financial guarantee received as “Deemed Equity” from holding company with a corresponding asset recorded as prepaid guarantee charges. Such deemed equity is presented under the head ‘other equity’ in the balance sheet. Prepaid guarantee charges are recognized in statement of profit and loss over the period of financial guarantee received.

(b) Financial liabilities subsequently measured at amortised cost

Financial liabilities are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

Interest expense that is not capitalised as part of costs of an asset is included in the ‘Finance costs’ line item.

(c) Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company’s obligations are discharged, cancelled or have expired.

The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

2.15. Insurance Claims

In case of total loss of asset, on intimation to the insurer, either the carrying cost of the asset or insurance value (subject to deductible excess) whichever is lower is treated as claims recoverable from insurance company. In case insurance claim is less than the carrying cost of the asset, the difference is charged to statement of profit and loss.

In case of partial or other losses, expenditure incurred / payments made to put such assets back into use, to meet the third party or other liabilities (less deductible excess) if any, are accounted for as claims receivable from insurance company.

Insurance Policy deductible excess are expensed in the year in which corresponding expenditure is incurred.

As and when claims are finally received from the insurance company, the difference, if any, between the claim receivable from insurance company and claims received is adjusted to statement of profit and loss.

All other claims and provisions are booked on the merits of each case.

2.16 Cash and Cash Equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

3. Critical Accounting Judgments, Assumptions and Key Sources of Estimation Uncertainty

Inherent in the application of many of the accounting policies used in preparing the financial statements is the need for management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported amounts of revenues and expenses. Actual outcomes could differ from the estimates

and assumptions used.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

Key source of judgments, assumptions and estimation uncertainty in the preparation of the financial statements which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are in respect of useful lives of property, plant and equipment, employee benefit obligations, provision for income tax and measurement of deferred tax assets.

3.1. Critical judgments in applying accounting policies

The following are the critical judgments, apart from those involving estimations (Refer note 4.2), that the Management have made in the process of applying the Company's accounting policies and that have the significant effect on the amounts recognized in the Financial Statements.

(a) Determination of functional currency

Currency of the primary economic environment in which the Company operates ("the functional currency") is Indian Rupee (₹) in which the company primarily generates and expends cash. Accordingly, the management has assessed its functional currency to be Indian Rupee (₹).

3.2. Assumptions and key sources of estimation uncertainty

Information about estimates and assumptions that have the significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may differ from these estimates.

(a) Useful lives of property, plant and equipment and intangible assets

Management reviews its estimate of the useful lives of PPE and intangible assets at each reporting date, based on the future economic benefits expected to be consumed from the assets.

(b) Defined benefit obligation (DBO)

Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

(c) Provision for income tax

Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions.

(d) Recognition of deferred tax assets

The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized. In addition, significant judgment is required in assessing the impact of any legal or economic limits or uncertainties.

Note- 4 Property, plant and equipment

(Amount Rupees in Lakhs)

| | Gross Carrying Value | | | Depreciation / Amortisation | | | Net Carrying Value | | |
|--------------------------------------|----------------------------------|----------------------------------|----------------------------------|-----------------------------|------------|----------------------------------|-----------------------------------|-----------------------------------|--|
| | As at 1 st April 2020 | As at 1 st March 2021 | Upto 31 st March 2020 | For the year | Deductions | Upto 31 st March 2021 | As at 31 st March 2021 | As at 31 st March 2020 | |
| Property, Plant and Equipment | | | | | | | | | |
| Land | 161.72 | 161.72 | - | - | - | - | 161.72 | 161.72 | |
| Leasehold Improvements | 21.20 | 21.20 | 26.03 | - | - | 26.03 | (4.83) | (4.83) | |
| Plant and Machinery | 9.94 | 9.94 | 9.44 | - | - | 9.44 | 0.50 | 0.50 | |
| Factory Building | 383.54 | 383.54 | 304.64 | 11.06 | - | 315.70 | 67.84 | 78.90 | |
| Furniture and Fixtures | 9.23 | 9.23 | 8.86 | - | - | 8.86 | 0.37 | 0.37 | |
| Office Equipments | 1.84 | 1.84 | 1.78 | - | - | 1.78 | 0.06 | 0.06 | |
| Computers | 3.57 | 3.57 | 3.39 | - | - | 3.39 | 0.18 | 0.18 | |
| Land - Leasehold Ayepee | 1.70 | 1.70 | 0.64 | 0.02 | - | 0.65 | 1.05 | 1.07 | |
| Buildings Ayepee | 17.27 | 17.27 | 17.22 | - | - | 17.22 | 0.05 | 0.05 | |
| Total | 610.01 | 610.01 | 372.00 | 11.08 | - | 383.08 | 226.93 | 238.01 | |
| Previous year | 591.03 | 591.03 | 340.86 | 15.57 | - | 356.43 | 234.60 | | |

Note:-

The Company had written up the value of freehold factory land as on 1 April, 1991 by ₹ 16,086,822/- as per the valuation report dated 27 December 1991 of M/s. Budhbatti & Associates (Chartered Engineers). The revaluation amount was taken as Revaluation Reserve under the Reserves and Surplus.

Note - 5 Loans and Advances

(Unsecured and considered good, unless otherwise stated)

(Amount Rupees in Lakhs)

| | Long -Term | | Short -Term | |
|--------------------------------------|---------------------|---------------------|---------------------|---------------------|
| | As at 31.03.2021 | As at 31.03.2020 | As at 31.03.2021 | As at 31.03.2020 |
| Security Deposits | 1.00 | 1.00 | - | - |
| Other Advances | 20.30 | 20.52 | | 0.06 |
| - Other Parties | 39.65 | 42.62 | 85.58 | 85.58 |
| Merger Expenses | 28.50 | 28.50 | | |
| Prepaid License Fees for Sub-Letting | 3.33 | 4.82 | - | |
| Prepaid Expenses | - | - | | |
| Balances with Government authorities | | | | |
| - Direct Taxes (Net of Provisions) | 10.07 | 10.00 | - | - |
| - Indirect Taxes | 38.91 | 38.91 | - | - |
| Total | 141.78 | 146.36 | 85.58 | 85.64 |

Note - 6 Cash and Cash Equivalents

(Amount Rupees in Lakhs)

| | As at 31.03.2021 | As at 31.03.2020 |
|----------------------|---------------------|---------------------|
| Balances with Banks: | | |
| - in Current Account | 12.63 | 8.92 |
| Cash on Hand | 0.05 | 0.20 |
| Total | 12.68 | 9.12 |

Note - 7 Equity Share Capital

(Amount Rupees in Lakhs)

| | As at 31.03.2021 | As at 31.03.2020 |
|---|---------------------|---------------------|
| Authorised | | |
| 87,00,000 (87,00,000) Equity Shares of ₹ 10/- each #. | 870.00 | 870.00 |
| 1,44,00,000 (1,44,00,000) Preference Share of ₹ 10 each | 1,440.00 | 1,440.00 |
| | 2,310.00 | 2,310.00 |
| Issued, subscribed and paid up | | |
| 4,380,896 (4,380,896) Equity Shares of ₹ 10/- each fully paid up | 438.09 | 438.09 |
| 8,000,000 (8,000,000) 1% Non-Cumulative Redeemable Preference shares of ₹ 10/- each fully paid up | 800.00 | 800.00 |
| 6,000,000 (6,000,000) 0.5% Non-Cumulative Redeemable Preference shares of ₹ 10/- each fully paid up | 600.00 | 600.00 |
| | 1,838.09 | 1,838.09 |

#. During the previous year the authorised share capital was reclassified as 87,00,000 (87,00,000) Equity Shares of ₹ 10/- each and 1,44,00,000 (1,44,00,000) Preference Shares of ₹ 10 each.

a. Reconciliation of equity shares outstanding at the beginning and at the end of the year.

| | As at 31.03.2021 | | As at 31.03.2020 | |
|---|----------------------------------|------------------------|----------------------------------|------------------------|
| | Number of equity shares in Lakhs | Amount Rupees in Lakhs | Number of equity shares in Lakhs | Amount Rupees in Lakhs |
| At the beginning of the year | 43.81 | 438.09 | 43.81 | 438.09 |
| Add: Changes during the year | - | - | - | - |
| Outstanding at the end of the year | 43.81 | 438.09 | 43.81 | 438.09 |

b. Reconciliation of the preference shares outstanding at the beginning and at the end of the year.

| | As at 31.03.2021 | | As at 31.03.2020 | |
|---|--------------------------------------|------------------------|--------------------------------------|------------------------|
| | Number of preference shares in Lakhs | Amount Rupees in Lakhs | Number of preference shares in Lakhs | Amount Rupees in Lakhs |
| At the beginning of the year | 140.00 | 1,400.00 | 140.00 | 1,400.00 |
| Add: Changes during the year | - | - | - | - |
| Outstanding at the end of the year | 140.00 | 1,400.00 | 140.00 | 1,400.00 |

Notes forming integral part of the financial statements

c. Terms / right attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. All issued shares rank pari-passu and have same voting rights per share. The Company declares and pays dividend in Indian Rupees.

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

d. Terms / rights attached to Redeemable Cumulative Preference Shares

- (i) 8,000,000 1% Non-Cumulative Redeemable Preference shares of ₹ 10/- each fully paid up at par (allotted on 30th September 2019) are redeemable at par any time after the expiry of three years from the date of allotment with prior approval of the financial institutions or even before three years from the date of allotment provided that the Company settles its dues with the financial institutions. Proceeds of these shares were utilised to redeem the erstwhile issued 80,00,000- 12% Redeemable Cumulative Preference shares of ₹ 10/- each redeemable at par and due for redemption on its due date during the previous year.
- (ii) 6,000,000 0.5% Non-Cumulative Redeemable Preference shares of ₹ 10/- each fully paid up at par (allotted on 23rd December, 2019) are redeemable at par any time after the expiry of three years from the date of allotment with prior approval of the financial institutions or even before three years from the date of allotment provided that the Company settles its dues with the financial institutions. Proceeds of these allotment were utilised to redeem the erstwhile issued 60,00,000-9% Redeemable Cumulative Preference Shares of ₹ 10/- each at par and due for redemption on its due date during the previous year.
- (iii) A scheme of Amalgamation of Ayepee Lamitubes Limited (ALL / Transferor Company) with Solid Containers Limited (SCL / Transferee Company) and their respective shareholders (the Scheme) has been sanctioned by Hon'ble National Company Law Tribunal, Mumbai Bench vide its order dated 08th February, 2019 and was filed with the Registrar of Companies, Mumbai on 22nd March, 2019. The Scheme has been given effect in the above financial results for the quarter/year ended 31st March, 2019 with Appointed date of 01st April, 2017. Pursuant to the Scheme 16,80,896 number equity shares of ₹ 10 each fully paid up of the SCL (Transferee

Company) have been allotted to the shareholders of ALL (Transferor Company) on 29th April, 2019 and equivalent number of equity shares of ₹ 10 each fully paid up held by ALL (Transferor Company) in the SCL (Transferee Company) have been cancelled. Post allotment of the above equity shares, the paid up equity capital of the SCL (Transferee Company) has been increased to ₹ 4,38,08,960/-

e. Details of shareholders holding more than 5% shares in Company

(i) Equity Shares

| | As at 31.03.2021 | | As at 31.03.2020 | |
|----------------------------------|----------------------------------|-----------|----------------------------------|-----------|
| | Number of Equity Shares in Lakhs | % Holding | Number of Equity Shares in Lakhs | % Holding |
| Equity Shares | | | | |
| Vyoman Tradelink India Pvt Ltd | 16.80 | 38.35% | 16.80 | 38.35% |
| Mrs. Kaveeta Goel | 10.57 | 24.13% | 10.57 | 24.13% |
| Ashok Goel Trust | 3.71 | 8.46% | 3.71 | 8.46% |
| Dhoot Industrial Finance Limited | 2.74 | 6.25% | 2.74 | 6.25% |

*370,735 share belongs to late Mr.Vaibhav Goel are transmitted to Ashok Goel Trust on 12 October 2016

(ii) 1% and 0.5% Redeemable Cumulative Preference Shares of ₹ 10/ each fully paid up.

| | As at 31.03.2021 | | As at 31.03.2020 | |
|--------------------------------|--------------------------------------|-----------|--------------------------------------|-----------|
| | Number of Preference Shares in Lakhs | % Holding | Number of Preference Shares in Lakhs | % Holding |
| Preference Shares | | | | |
| Vyoman Tradelink India Pvt Ltd | 140.00 | 100% | 140.00 | 100% |

Note - 8 Other equity

| | (Amount Rupees in Lakhs) | |
|--|--------------------------|-------------------|
| | As at 31.03.2021 | As at 31.03.2020 |
| (a) Capital Reserve | | |
| As per last balance sheet | 29.26 | 29.26 |
| (b) Securities Premium | | |
| As per last balance sheet | 1,143.00 | 1,143.00 |
| (c) Capital Redemption Reserve | | |
| As per last balance sheet | 10.00 | 10.00 |
| (d) Revaluation Reserve :-As per last balance sheet | 160.87 | 160.87 |
| (e) Capital Reserve created on Amalgamation | 37.09 | 37.09 |
| (f) Retained earnings | | |
| Surplus / (deficit) in the Statement of Profit and Loss | | |
| As per last Balance Sheet | (8,768.75) | (8,436.98) |
| Add: Profit / (Loss) for the year | (225.93) | (331.77) |
| | (8,994.68) | (8,768.75) |
| Item of other comprehensive income recognised directly in retained earnings | | |
| Remeasurement gains / (losses) on defined benefit plan (net of tax) | 0.03 | (0.13) |
| | (7,614.46) | (7,388.53) |

Nature and purpose of reserves

a) Capital Reserve

Capital reserve represents capital surplus and not normally available for distribution as dividend.

b) Securities Premium

Securities premium is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

c) Capital Redemption Reserve

The Company had issued redeemable non-convertible debentures and accordingly DRR is required to be created pursuant to the Companies (Share capital and Debentures) Rules 2014. DRR is required to be created, out of profits of the Company available for payment of dividend, upto an amount which is equal to 25% of the total value of the debentures issued.

d) Revaluation Reserve

The reserve is a distributable reserve maintained by the Company out of transfers made from annual profits.

e) Retained Earnings

Retained earnings represent the accumulated earnings net of losses, if any, made by the Company over the years.

f) Other Comprehensive Income

Other comprehensive income comprises of re-measurement gains/(losses) of defined benefit obligations.

Note - 9 Short-Term Borrowings (Unsecured)

| | | (Amount Rupees in Lakhs) | |
|--------------|--------------------------------|--------------------------|---------------------|
| | | As at 31.03.2021 | As at 31.03.2020 |
| (a) | From Government of Maharashtra | - | - |
| (b) | Inter-Corporate Deposits | 6,123.09 | 5,885.25 |
| Total | | 6,123.09 | 5,885.25 |

- (i) Loan from Government of Maharashtra carries interest @ 12.50%. which is overdue from financial year 1983-84
- (ii) Inter-corporate deposits (Amount Rupees in Lakhs.3900.73 (₹Nil) carries interest @ 6% for 12 months and ₹ 2,061.15(₹ 130.84) carries interest @ 10% for 9 months are not repayable on demand.
- (iii) The Company has requested Fairplay Properties Private Limited (Lender) ICD of Amount in Rupees 39,00,73,462/- , that due to the Company's financial condition and the present COVID-19 Pandemic environment in the Country, it would be difficult for the Company to pay interest on the loan and therefore have requested to waive it. The Lender has acceded the request to waive of the interest for the year 2020-21.

Note - 10 Other Current Financial Liabilities

| | (Amount Rupees in Lakhs) | |
|-----------------------------|-----------------------------|-----------------------------|
| | As at 31.03.2021 | As at 31.03.2020 |
| Interest Accrued and due # | 54.29 | 54.29 |
| Interest Accrued but no due | - | - |
| Statutory Liabilities | 13.24 | 39.10 |
| Creditors for Expenses | 45.07 | 44.02 |
| Duties & Taxes | 0.48 | 0.50 |
| Total | 113.08 | 137.91 |

Period and amount of continuing default are stated as under:

| | (Amount Rupees in Lakhs) | |
|--------------------|-----------------------------|-----------------------------|
| | As at 31.03.2021 | As at 31.03.2020 |
| 0 to 365 Days | - | 1.71 |
| More than 365 Days | 54.29 | 52.59 |
| Total | 54.29 | 54.29 |

Interest (Amount Rupees in Lakhs) ₹ 54.29 (₹ 54.29) which is overdue

Note - 11 Non-Current Provisions

| | (Amount Rupees in Lakhs) | | | |
|--|-----------------------------|-----------------------------|-----------------------------|-----------------------------|
| | Long -Term | | Short -Term | |
| | As at 31.03.2021 | As at 31.03.2020 | As at 31.03.2021 | As at 31.03.2020 |
| Provision for Employee Benefits | | | | |
| - Gratuity | - | - | 5.37 | 4.84 |
| - Leave Encashment | - | - | 1.79 | 1.56 |
| Total | - | - | 7.17 | 6.40 |

Note - 12 Other Income

| | (Amount Rupees in Lakhs) | |
|-------------------------------|--|--|
| | For the year ended 31.03.2021 | For the year ended 31.03.2020 |
| Rent Income | 33.72 | 57.47 |
| Interest on Income Tax Refund | 0.20 | 0.13 |
| Total | 33.92 | 57.60 |

Note - 13 Employee Benefits Expense

| | (Amount Rupees in Lakhs) | |
|--------------------------------|--|--|
| | For the year ended 31.03.2021 | For the year ended 31.03.2020 |
| Salaries and Allowances | 37.93 | 33.92 |
| Contribution to Provident Fund | 0.61 | 0.53 |
| Staff Welfare Expenses | 0.40 | 0.42 |
| Total | 38.94 | 34.87 |

Note - 14 Finance Costs

| | (Amount Rupees in Lakhs) | |
|-------------------|--|--|
| | For the year ended 31.03.2021 | For the year ended 31.03.2020 |
| Interest Expenses | | |
| -Borrowings | 174.27 | 308.03 |
| -Others | 0.00 | 0.03 |
| Bank Charges | 0.01 | 0.15 |
| Total | 174.29 | 308.21 |

Note - 15 Other Expenses

| | (Amount Rupees in Lakhs) | |
|---|--|--|
| | For the year ended 31.03.2021 | For the year ended 31.03.2020 |
| Insurance | 0.80 | 0.75 |
| Electricity Charges and Water Charges | 0.29 | 0.22 |
| Rates and Taxes | 20.62 | 3.73 |
| Postage, Printing and Stationery and Communication Expenses | 0.83 | 1.14 |
| Licenses Fees for Sub Letting | 1.48 | 1.48 |
| Secretarial Expenses | 4.67 | 7.89 |
| Vechile Expenses and Conveyance Expenses | 0.73 | 0.18 |
| Payment to Auditors (Refer note below) | 1.50 | 1.20 |
| Legal and Professional Fees | 2.88 | 7.21 |
| Subscription Fees | - | 1.44 |
| Directors' Sitting Fees | 0.40 | 0.38 |
| Property Tax Reay Road Office | - | 3.87 |
| Miscellaneous Expenses | 1.34 | 1.24 |
| Total | 35.54 | 30.72 |

| | (Amount Rupees in Lakhs) | |
|--|--|--|
| | For the year ended 31.03.2021 | For the year ended 31.03.2020 |
| Payment to Auditors | | |
| - Audit Fee | 1.00 | 1.00 |
| - Certifications (including fees for limited review) | 0.50 | 0.20 |
| - Reimbursement of Expenses | - | - |
| Total | 1.50 | 1.20 |

Note - 16 Earnings per share

| | (Amount Rupees in Lakhs) | |
|---|--|--|
| | For the year ended 31.03.2021 | For the year ended 31.03.2020 |
| Profit / (Loss) after tax | (225.93) | (331.77) |
| Less: Dividend Payable on Preference Shares | 150.08 | 150.08 |
| Profit / (Loss) after Tax for Equity Shareholders | (376.01) | (481.85) |
| Weighted average number of basic & diluted equity shares (Nos.) | 43.81 | 43.81 |
| Basic | (8.58) | (11.00) |
| Diluted | (8.58) | (11.00) |

Note - 17 Notes to the Financial Statements

- 1) Contingent liabilities and commitments (to the extent not provided for)

| | (Amount Rupees in Lakhs) | |
|--------------------------------------|--------------------------|-------------|
| As at 31st March | 2021 | 2020 |
| Disputed Indirect Taxes | 95.66 | 95.66 |
| Disputed Direct Tax | 11.94 | 3.06 |
| Dividend on preference share capital | 2467.79 | 2467.79 |
| Claims not acknowledged as debts | 40.77 | 40.77 |

- 2) The Company has closed its commercial operations since 25 September 1998. The net worth of the Company is fully eroded due to accumulated losses and the Company has become a Sick Industrial Company within the meaning of Section 3(1)(O) of the Sick Industrial Companies (Special Provision) Act, 1985. The Company has also become a Sick Industrial Company u/s 2(46AA) of the Companies Act, 1956. The application had been made to the Board for Industrial and Financial Reconstruction (BIFR) according to the provisions of the Sick Industrial Companies (Special Provision) Act, 1985 to consider the proposal for the rehabilitation of the Company. The Board for Industrial and Financial Reconstruction had rejected the application.

In view of the above and in absence of suitable rehabilitation measures, the Company is no longer a going concern. However, the Company has not made any adjustment to the financial statements relating to recoverability of recorded asset amounts and in respect of liabilities as might be necessary for compilation, where the Company is no longer a going concern. The effect on the loss for the year and net worth of the Company is not ascertained.

- 3) The Company is not carrying out any manufacturing operations and has incurred substantial accumulated losses and consequently the net worth of the Company has been fully eroded. The matter reviewed internally and the management is of the views that the accumulated losses are mainly because of closure of commercial operation for years because of various reasons including unfavorable market conditions and others reasons. However, the Management is exploring possible steps in this respect and hopeful for revival measures and appropriate resources.
- 4) The Board of Directors of Ayepee Lamitubes Limited (“ALL”) at their respective meeting held on 22 December 2017 had approved the Scheme of Amalgamation (“Scheme”) of ALL (referred as “Transferor Company”) with Solid Containers Limited (“SCL”) (referred as “Transferee Company”) subject to necessary approvals of shareholders, creditors, SEBI, Stock Exchanges, other governmental authorities and third parties as required, effective from April 01, 2017 (“Appointed date”). The National Company Law Tribunal, Mumbai Bench (“NCLT”) vide its order dated 08 February 2019 have sanctioned the Scheme of Amalgamation of the Transferor Company with

the Transferee Company. The certified copy of the NCLT, sanctioning the Scheme was filed with the Registrar of Companies, Maharashtra, Mumbai on 22 March 2019 (the “Effective Date”).

- In accordance with the said Scheme and as per the approval of the National Company Law Tribunal:
- The Company has incorporated the accounting effects in its books of account as per the accounting treatment prescribed as per the scheme. The accounting for amalgamation of ALL has been done in accordance with the pooling of interest method laid down in Appendix C of the India Accounting Standard 103 (Business combination of entities under common control) prescribed under Section 133 of the Companies Act, 2013.
- SCL shall record all assets, liabilities and reserves of ALL, at their respective carrying values in the consolidated financial statements of SCL immediately before the amalgamation.
- The difference between the value of assets over the value of liabilities of Transferor Company and the value of shares issued pursuant to the Scheme shall be recorded as per Indian Accounting Standard 103 or any other applicable Indian Accounting Standard

Consequently, the previous year figures of the Balance Sheet and Statement of Profit and Loss have been restated to give effect to the scheme.

- a) The purchase consideration for acquisition of Transferor Company is being discharged by way of issue of:
 - 1 (One) Equity Share of face value of ₹ 10/- each, fully paid-up (hereinafter referred to as ‘New Equity Shares’) to be issued and allotted for every 2,192 (Two Thousand One Hundred Ninety-Two) share of face value of ₹ 10/- each held by the shareholders of the Transferor Company.
 - 24 (Twenty-Four) Equity shares of ₹ 10/- each, fully paid-up (hereinafter referred to as ‘New Equity Shares’) to be issued and allotted for every 10 (Ten) Redeemable Cumulative Preference Share of Re. 1/- each held by the shareholders of the Transferor Company.
- 5)** The outstanding balances as at 31st March, 2021 in respect of trade receivables, trade payables, short term loans and advances and deposits are subject to confirmation from the respective parties and consequential reconciliation/ adjustments arising there from if any. The management, however, does not expect any material variation.
- 6) Preference Shares :** During the previous year the company has -
 - i)** Redeemed 80,00,000 ,12% Redeemable Cumulative Preference Shares of ₹ 10/- each for cash at par aggregating to ₹ 8,00,00,000 on 1st October,2019.
 - ii)** Redeemed 60,00,000 ,9% Redeemable Cumulative Preference Shares of ₹ 10/- each for cash at par aggregating to ₹ 6,00,00,000 on 23rd December,2019.
 - iii)** Allotted 80,00,000, 1% Non-Cumulative Redeemable Preference Shares of ₹ 10/· each for cash at par aggregating to ₹ 8,00,00,000 on 30th September,2019, allotted to related party .
 - iv)** Allotted 60,00,000, 0.5 % Non-Cumulative Redeemable Preference Shares of ₹ 10/· each for cash at par aggregating to ₹ 6,00,00,000 on 23rd December, 2019, allotted by Related party .
- 7) Operating lease**
 - a) The Company has given on lease the commercial premises under cancelable operating lease.

- b) Sub-lease payments received (or receivable) recognized in the Statement of Profit and Loss for the year F.Y.2019-20 is ₹57.47 Lakhs.

8) Disclosures as required by the Accounting Standard (AS) 18 “Lender Party Interest Waive” are given below:

- i) The Company has requested Fairplay Properties Private Limited (Lender), that due to the Company’s financial condition and the present COVID-19 Pandemic environment in the Country, it would be difficult for the Company to pay interest on the Inter Corporate Deposit (ICD) of amounting to Rupees 39,00,73,462/- and therefore have requested to waive the interest. The Lender has acceded the request to waive of the interest for the financial year 2020-21.

9) Disclosures as required by the Accounting Standard (AS) 18 “Related Party Transactions” are given below:

- A) Related parties with whom transactions have taken place during the year and balances outstanding at the year end.

a) Other related party where the director/ their relative have significant influence

Vyoman Tradelink India Private Limited

(i) Name of the Related Parties as Description of Relationship:

| | |
|--------------------------|--|
| Holding / Associates | Vyoman Tradelink India Private Limited- Associate |
| Director | Mr. Ashok Kumar Goel Mr. Mohender Garg Ms. Reshma Rao Mr. Sandeep Kumar Singh |
| Key Management Personnel | Mr. Suresh Kumar Suri – Manager Mr. M.S.Gayatri - Company Secretary Ms. Francis Miranda- Chief Financial Officer |

B) Transactions with related parties for the year ended 31 March

| | (Amount Rupees in Lakhs) | |
|--|--------------------------|--------|
| | 2021 | 2020 |
| Interest Expense | | |
| Vyoman Tradelink India Private Limited | 161.20 | 149.57 |
| Repayment | | |
| Vyoman Tradelink India Private Limited | - | - |

Balances with related parties as at 31 March

| | (Amount Rupees in Lakhs) | |
|--|--------------------------|---------|
| | 2021 | 2020 |
| Unsecured Loan | | |
| Vyoman Tradelink India Private Limited | 2061.15 | 1834.94 |
| Interest payable | | |
| Vyoman Tradelink India Private Limited | 174.27 | 166.19 |

10) Managerial Remuneration

The Company has paid remuneration to Manager within the limits of Schedule V of Companies Act, 2013. Details of Remuneration paid / payable to the Manager is as under:

(Amount Rupees in Lakhs)

| | 2021 | 2020 |
|--|-------------|-------------|
| Salaries, allowances and perquisites * | 6.91 | 6.91 |
| Contribution to provident fund | 0.25 | 0.25 |
| Total | 7.16 | 7.16 |

* Excludes leave encashment and gratuity which is based on actuarial valuation provided on an overall basis.

Figures for the previous year have been given in the bracket and are regrouped and rearranged wherever necessary.

As per our attached report of even date

For J Singh & Associates

Chartered Accountants

Firm Registration Number 110266W

CA.S.P.Dixit

(Partner)

Membership Number 041179

UDIN:21041179AAAACK7720

Mumbai, 11th May 2021

Ashok Kumar Goel

Director

Suresh Kumar Suri

Manager

M.S.Gayatri

Company Secretary

For and on behalf of the Board

Reshma Rao

Director

Francis Miranda

Chief Financial Officer

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2021

(Amount Rupees in Lakhs)

| | For The Year Ended 31.03.2021 | For The Year Ended 31.03.2020 |
|--|-------------------------------------|-------------------------------------|
| A Cash Flow From Operating Activities | | |
| Profit / (Loss) Before Tax | (225.93) | (331.77) |
| Adjustments for: | | |
| Depreciation and amortisation expenses | 11.08 | 15.57 |
| Share-based payment (credit) / expense(net) | - | - |
| Interest expense | 174.28 | 308.06 |
| Interest income | 0.20 | 0.13 |
| Unwinding of discount on security deposits | - | - |
| Net gain of disposal property, plant and equipment | - | - |
| Gain on sale of current investments | - | - |
| Bad and doubtful debts (net of provision) | - | - |
| Remeasurement gain/(loss) on defined benefit plan | - | - |
| Deferred rent amortisation | - | - |
| Amortisation of ancillary borrowing cost | - | - |
| Exchange adjustments (net) | - | - |
| Operating Profit / (Loss) Before Working Capital Changes | (40.37) | (8.01) |
| Adjustments for: | | |
| (Increase) / decrease in trade and other receivables | - | - |
| (Increase) / decrease in inventories | - | - |
| (Increase) / (decrease) in trade and other payables | (24.05) | 10.96 |
| Cash Generated From Operations | (64.42) | 2.95 |
| Direct taxes paid (net of refunds) | 3.32 | 1.19 |
| Net Cash From Operating Activities (A) | (61.10) | 4.14 |
| B Cash Flow From Investing Activities | | |
| "Purchase of property, plant and equipment (including capital work-in-progress)" | - | - |
| Sale of property, plant and equipment | - | - |
| Decrease in other bank balances | - | - |
| "Repayment received of loan taken over pursuant to scheme of amalgamation " | - | - |
| Purchase of current investments | - | - |
| Sale of current investments | - | - |
| (Increase) / decrease in other receivables of subsidiaries (net) | - | - |
| Interest received | - | - |
| Net Cash From/ (used in) Investing Activities (B) | - | - |

(Amount Rupees in Lakhs)

| | For The Year Ended 31.03.2021 | For The Year Ended 31.03.2020 |
|---|--|--|
| C Cash Flow From Financing Activities | | |
| "Proceeds from issue of equity shares (including securities premium of ₹" | - | - |
| Proceeds from issue of non-convertible debentures | - | - |
| Redemption of non-convertible debentures | - | - |
| Proceeds from long-term borrowings | - | - |
| Repayment of long-term borrowings | - | - |
| Proceeds from short-term borrowings | 238.94 | 306.10 |
| Repayment of short-term borrowings | - | - |
| Increase in other borrowings (net) | - | - |
| Principal payment under finance lease | - | - |
| Interest paid | (174.28) | (308.06) |
| Ancillary borrowing costs incurred | - | - |
| Dividend paid (including tax) | - | - |
| Expenses incurred pursuant to the scheme of amalgamation (Refer note) | - | - |
| Net Cash Used in Financing Activities (C) | 64.66 | (1.96) |
| Net Changes in Cash and Equivalents (A+B+C) | 3.56 | 2.18 |
| Cash and cash equivalent at the beginning of the year | 9.12 | 6.94 |
| Cash and Cash Equivalents at the End of The Year | 12.68 | 9.12 |

Note:

- As required by Ind AS "Statement of Cash Flows", a reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities is given in note of the financial statements.
- Previous year figures are regrouped/ reclassified wherever necessary.

As per our attached report of even date

For J Singh & Associates

Chartered Accountants

Firm Registration Number 110266W

CA.S.P.Dixit

(Partner)

Membership Number 041179

UDIN:21041179AAAACK7720

Mumbai, 11th May 2021

Ashok Kumar Goel

Director

Suresh Kumar Suri

Manager

M.S.Gayatri

Company Secretary

For and on behalf of the Board

Reshma Rao

Director

Francis Miranda

Chief Financial Officer



SOLID CONTAINERS LIMITED

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