



APT PACKAGING LTD

Gut No. 76, village Pangra, Paithan Road, Tq. Paithan,
Dist Aurangabad, Maharashtra state of India -431106
Website:- WWW.aptpackaging.in Cont:- +91-9960100449

CIN L24100MH1980PLC022746

To,
**THE DEPARTMENT OF CORPORATE SERVICES
BSE LIMITED.
PHIROZE JEEJEEBHOY TOWERS,
DALAL STREET, MUMBAI — 400001**

Dt. 29th August, 2023

Scrip Code: 506979_APT Packaging Ltd

Sub: : Intimation of date of the 43rd Annual General Meeting (AGM) and its related information by APT Packaging Limited.

Dear Sir/Madam,

This is to inform you that the 43rd Annual General Meeting (AGM) of the Company is scheduled to be held on Thursday, 21st September, 2023 at 12:00 Noon through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Further, please note that the Company has fixed following dates in connection with its 43rd Annual General Meeting for the Financial Year 2022 - 23

SR NO	PARTICULARS	RELEVANT DATE
01.	Cut- off date for the purpose of determining eligibility of the shareholders to vote through remote E- voting or E-voting Facility at the Annual General Meeting.	Tuesday, 12 th September, 2023
02.	Period of Remote E-voting	Voting will commence from 09.00 A.M (IST) on Sunday, 17 th September, 2023 to Wednesday, 20 th September, 2023
03.	Annual General Meeting Date	Thursday, 21 st September, 2023 at 12.00 Noon

In accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities Exchange Board of India, Notice of the AGM along with the Annual Report for FY 2022-23 will be sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. This is for your record and reference.

**Thanking You,
Yours Faithfully,
for APT PACKAGING LTD**

**JYOTI BAJPAI
COMPANY SECRETARY
CC:-**

**To, National Securities Depositories Limited Trade World, A wing,
4th Floor, Kamala Mills Compound, Lower Parel, Mumbai-400 013**

**To, Central Depository Services (India) Limited Marathon Futurex,
A-Wing, 25th floor, NM Joshi Marg, Lower Parel, Mumbai 400013**

**To, Link Intime India Pvt. Ltd. C-101, Tower C, 247 Park,
L.B.S. Marg, Vikhroli (W), Mumbai – 400 083**

43rd

ANNUAL
REPORT
2023



APT PACKAGING LTD

Company Information

BOARD OF DIRECTORS

Shri Arvind Machhar, Managing Director (DIN: 00251843)

Shri Sandeep Machhar, Director (DIN: 00251892)

Shri Ghevarchand M Bothara, Independent Director (DIN: 01616919)

Shri Balaprasad H Tapdiya, Independent Director (DIN: 01295984)

Smt. Rupali Abhijeet Bothara, Independent Director (DIN:03484957)

KEY MANAGERIAL PERSONNEL:-

Shri Nischint Machhar (Up to 14th February, 2023)
CFO

Shri Shrikant Wani (from 14th February, 2023)

Mrs. Jyoti S. Bajpai (from 1st July, 2022)
Company Secretary

AUDITORS

M/s. Gautam N and
Associates.

Chartered Accountants,
Aurangabad-431001

REGISTERED OFFICE

Gut No. 76, Village Pangra,
Post Beedkin, Paithan Road,
Aurangabad Maharashtra – 431105
Mobile :+91-9960100449
CINNo.L24100MH1980PLC022746
ISIN No.: **INE046E01025 (New)**
E-Mail:
complianceexecutive@aptpackaging.in
EVENT No AGM e-Voting:- **230374**

REGISTRAR & SHARE TRANSFER AGENT

Link Intime India Pvt. Ltd.
C-101, Tower C, 247 Park,
L.B.S. Marg, Vikhroli (W),
Mumbai – 400 083
Tel No. 022-49186000, 49186270
Fax No.022-49186060
E-Mail: rnt.helpdesk@linkintime.co.in

BANKERS

Punjab National Bank., Aurangabad
(MS) - 431005

Punjab National Bank, Haridwar
(UTK) - 247663

LOCATION OF PLANTS

Khasra No. 529, 5th KM Stone,
Akbarpur (urd),Laksar Haridwar
Dist. Haridwar (UT) - 247663

CORRESPONDENCE OFFICE:-

Office No. 251, Second Floor,
Golden City Center, Near Prozone Mall,
Chikalthana, Aurangabad - 431210

NOTICE OF FORTY THIRD ANNUAL GENERAL MEETING

NOTICE is hereby given that the forty-third Annual General Meeting of the Shareholders/Members of APT Packaging Limited (“the Company”) will be held on Thursday, September 21st, 2023 at 12:00 Noon IST from office No. 251, Golden City Center, Near Prozone Mall, Chikalthana, Aurangabad – 431007 through Video Conferencing (“VC”) / Other Audio- Visual Means (“OAVM”) to transact the following business:-

I) ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as on 31st March 2023, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the report of the Auditor’s and Board’s Report thereon.
2. To ratify the appointment Statutory Auditors of the Company and fix their Remuneration :-

SPECIAL BUSINESS:-

3. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:-

“**RESOLVED THAT**, in accordance with the provisions of section 196, 197 and 203 read with scheduled V and all other applicable provisions of the Companies Act 2013 and the companies appointment and remuneration of managerial personnel Rules including any statutory modification or re-enactment thereof for the time being in force approval of the members be and are hereby accorded to the re-appointment of Mr. Arvind Machhar (Din:- 00251843) as a Managing Director of the company for a period of 5 (five) years with effect from June, 26th 2023 on the terms and conditions including remuneration as set out in the statement annexed to the notice convening this meeting, with liberty to the board of directors (herein after referred to as “the remuneration as it may deem fit and as may be acceptable to Mr Arvind Machhar subject to the same not exceeding the limits specified under schedule V of Part – II of section II (A) to the Companies Act 2013 of any statutory modification or reenactment thereof;”

“**RESOLVED FURTHER THAT**, the board be and are hereby authorized to do all acts and take steps as may be necessary, proper or expedient to give effect to the this resolution.”

4. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:-

“**RESOLVED THAT**, pursuant to the provisions of Regulation 31A if SEBI) Listing Obligations and Disclosures Requirements) Regulations, 2015 and any other relevant provisions, including any modification(s) or re-enactment(s) thereof for the time being in force, and subject to necessary approval from the Stock Exchange and other appropriate statutory authorities, as may be necessary, the approval of the members be and are hereby accorded for re-classification of following persons forming part of Promoter Group from “Promoter & Promoter Group Category” to “Public Category”:-

Sr No	Name of the Person	No of shares	Percentage %	Remarks
01.	Mrs Prema Machhar	3,11,020	5.91	Promoters
02.	Anil Machhar	2,31,460	4.40	Promoters
03.	Mrs Kiran Machhar	1,82,520	3.47	Promoters
04.	Mr Utsav Machhar	80,380	1.53	Promoters
05.	Ravi Krishnagopal Machhar	1,05,292	2.00	Promoters
06.	Mr. Parv Machhar	61,598	1.17	Promoters
07.	Garv Machhar	37,050	0.70	Promoters
08.	Gautam Kabra	7,872	0.15	Promoters
09.	Nawneet Machhar Huf	3,300	0.06	Promoters
10.	Sunil Machhar Huf	2,900	0.06	Promoters
11.	Kiran Machhar	2,240	0.04	Promoters

12.	Ankit Machhar	1,950	0.04	Promoters
13.	Master Garv N Machhar	1,950	0.04	Promoters
14.	Master Parva R Machhar	1,950	0.04	Promoters
15.	Ravi Machhar Huf	1,740	0.03	Promoters
16.	Anil Machhar huf	1,300	0.02	Promoters
17.	Gopikishan Machhar	228	0.004	Promoters

“RESOLVED FURTHER THAT, the board be and are hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to the forgoing resolution.”

“RESOLVED FURTHER THAT, the board be and are hereby authorized to delegate all or any of the powers conferred on it by or under the forgoing resolution to any Committee of the board of to any directors or officers or employees of the company as it may consider appropriate, including authorization for submitting or filling of necessary applications forms and returns with the Registrar of Company, Ministry of Corporate Affairs, Stock Exchanges and any other concerned authorities, as may be necessary and to do all such acts, deeds and things as may be expedient or desirable to give effect to the forgoing resolution”.

By Order of the Board

Sd/-

**Arvind Machhar
Managing Director
Din:- 00251843**

**Date : 14/08/2023
Place: Aurangabad**

1. **VIRTUAL MEETING**

In view of the global outbreak of the COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has *vide* its General Circular no. 20/2020 dated May 5, 2020 read with General Circular nos.14/2020 and 17 / 2020 dated April 8,2020 and April 13,2020 and General Circular No. 02/2021 dated 13th January, 2021 and No. 02/2022 dated 5th May, 2022 and No.10/2022 dated 28th December, 2022 respectively (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM” or “meeting”), through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue. Members participating through the VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Companies Act,2013 (“Act”).

Further, the Securities and Exchange Board of India (“SEBI”) *vide* its Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May12,2020 (“SEBI Circular”) has granted further relaxations to ensure the AGM is conducted effectively. In compliance with the provisions of the Act, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015 (“SEBI Listing Regulations”) and MCA Circulars the AGM of the Company is being held through VC/OAVM.

The deemed venue for the AGM will be place from where the Chairman of the Board conducts the meeting. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.

2. **ELECTRONIC COPY OF ANNUAL REPORT AND NOTICE OF ANNUAL GENERAL MEETING**

- a) In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Depositories and Registrar and Transfer Agent (RTA).
- b) Members may note that the Notice and Annual Report 2022-23 will also be available on the website of the company at www.aptpackaging.com and on the website of Link Intime India Private Limited (“LIPL”) i.e. www.instavote.linkintime.co.in and also available by sending an email request to complianceexecutive@aptpackaging.in

3. **REGISTER TO RECEIVE COMMUNICATIONS ELECTRONICALLY**

Members who have not registered/updated their e-mail address or mobile number with the Company/RTA but wish to receive all communication (including Annual Report) from the Company/RTA electronically may register / update their e-mail and mobile numbers on www.instavote.linkintime.co.in.

Members are also encouraged to register / update their e-mail addresses or mobile number with the relevant Depository Participant (DP).

4. **PROXY**

The AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM. Hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

5. **AUTHORISED REPRESENTATIVE**

Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting.

The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail through its registered e-

mail address to csganeshpalve@gmail.com of Mr. Ganesh Palve, Practicing Company Secretary, Aurangabad with a copy marked to the Company Secretary CS Jyoti Bajpai at complianceexecutive@aptpackaging.in or to Chief Financial officer at cmdoffice@aptpackaging.in, not less than 48 (forty eight) hours before the commencement of the AGM i.e. by 12.00 noon on Tuesday day, September, 19th, 2023.

6. **DOCUMENTS OPEN FOR INSPECTION**

Relevant documents referred to in the accompanying notice and the statement pursuant to Section 102(1) of the Act, are uploaded on the website of the company at www.aptpackaging.in and at RTA agent website at: www.instameet.linkintime.co.in.

Documents required to be kept open for inspection by the Members at the AGM in terms of the applicable laws, shall be made available on the company website www.aptpackaging.in

7. **E-VOTING**

Pursuant to Section 108 of the Act, rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of SEBI Listing Regulations and the MCA Circulars, the Company is pleased to provide the facility to Members to exercise their right to vote, on the resolutions proposed to be passed at AGM, by electronic means. The Company has engaged the services of LIPL to provide the remote-voting facility on Insta Vote and the e-voting system on the date of the AGM on InstaMeet. The Company has appointed Mr. Ganesh Palve, Practicing Company Secretary (holding membership no. ACS 42980 CP. 23264), Proprietor and Practicing Company Secretaries, Aurangabad to act as the Scrutinizer and to scrutinize the entire e-voting process (i.e. remote e-voting and e-voting at the AGM) in a fair and transparent manner.

Explanatory Statement

Item No. 4:-

Mr. Arvind Machhar was appointed as Managing Director of the company in the 38th Annual General Meeting dated 29th September, 2018 for a period of (5) five years with effect from 26th June 2018 to 25th June, 2023 on the terms and condition including remuneration set out in between the company and Mr. Arvind Machhar. In recognition of his exposures and experience and attaining the age of 72 years in the year April 2023, the Board of Directors have re-appointed him as Managing Director on new terms and Condition and fix the remuneration for further period of 5 (five) years effective from 26/06/2023 subject to approval of the members by way of passing special resolution.

REMUNERATION:

1. CTC Salary:(Rs.1,05,000 – Rs. 20,000 –Rs. 1,45,000 – Rs. 20,000 - Rs. 1,95,000)
2. Perquisites as follows:
 - a. House Rent Allowance @ 10% of salary per month
 - b. Reimbursement of Medical Expenses incurred for self & family subject to ceiling of one month salary every year
 - c. Leave Travel Assistance for self & family once in a year subject to ceiling of one month salary every year
 - d. Company's contribution to Provident Fund in accordance with the rules of company
 - e. Superannuation Fund or Annuity Fund in accordance with the rules of company
 - f. Gratuity at the rate of half month's salary for each completed year of services
 - g. Encashment of un-availed leave at the end of tenure as per rules of Company
 - h. Provision of telephone at residence, however personal long distance calls shall be paid by him
 - i. And Car facility with driver for official use.

Mr Arvind Machhar Managing Director completed the age of 72 (Seventy Two) years in the month of April 2023. Keeping in view, Mr. Arvind Machhar, has more than three decades of rich and varied experience in Plastic Industry sectors and has been involved in the operations of the company, it would be in the interest of the company to continue the employment of Mr. Arvind Machhar as a Managing Director after attaining the age of 72 years. In view of the Companies Act, 2013 and also for an abundant precaution, the Company seeks consent of the members by way of special resolution for continuation of their holding of existing office after the age of 72 years during the occurrence of their term of appointment under the

provisions of Section 196 (3) (a) of the Companies Act, 2013. The Board therefore recommends the special resolutions for your approval. Mr. Arvind Machhar is interested in this resolution. Further, a copy of statement containing information required to be given under Para (A) of Part II in section II to Schedule V is annexed herewith as Annexure-A.

ANNEXURE - A

I. General Information:

- (1) Nature of industry:- Plastic Packaging Industry.
- (2) Date or expected date of commencement of commercial production:- In The Year 1997.
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:- Not Applicable
- (4) Financial performance based on given indicators:- As per Annual Report Attached
- (5) Foreign investments or collaborations, if any:- Not applicable

II. Information about the appointee:

- (1) Background details:- Graduate in Science and acquired MBA from well known Harvard School of Management, Boston, USA and holds position as Director in Four Companies and One LLP.
- (2) Past remuneration:- (Rs.2,25,000 – Rs. 20,000 –Rs. 2,65,000 – Rs. 20,000 - Rs. 3,05,000) per Month.
- (3) Recognition or awards:- Nil
- (4) Job profile and his suitability:- Served in APT Packaging Ltd as a chairman cum Managing Director and has vast industrial experience of 41 years. Looking in to his vast experience in running the packaging Industry, your directors found his suitability of company.
- (5) Remuneration proposed:- As per Explanatory statement Annexed in annual Report.
- (6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):- Comparable data is not available with company.
- (7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any. Sr. No. Name of the Director Shareholdings %of shareholding
01. Mr. Arvind Machhar 7,65,508 14.54%

III. Other information:

- (1) Reasons of loss or inadequate profits:- Because of limitation of financial resources company is unable to invest in technology up gradation and therefore facing savior competition from the competitors and losses and other factors reported in management discussion analysis.
 - (2) Steps taken or proposed to be taken for improvement:- As reported in Director's Report.
 - (3) Expected increase in productivity and profits in measurable terms:- Considering the prevailing market conditions it is not possible to predict the same.
- Mr. Arvind Machhar directors are interested in this resolution.

Item No. 5

Pursuant to the provisions of Regulations 30 and 31A(8) of the Listing Regulations, company has received request letters from under mentioned promoters, Mrs Prema Machhar, Anil Machhar, Mrs. Kiran Machhar, Mr Utsav Machhar, Ravi Krishnagopal Machhar, Mr. Parv Machhar, Garv Machhar, Gautam Kabra, Nawneet Machhar HUF, Sunil Machhar HUF, Kiran Machhar, Ankit Machhar, Master Garv N Machhar, Master Parva R Machhar, Ravi Machhar HUF, Anil Machhar HUF, Gopikishan Machhar person belonging to the promoter and promoter group of the Company, seeking re-classification from the 'promoter and promoter group' category to 'public' category shareholder in accordance with Regulation 31A of the Listing Regulations inter alia subject to approval from (a) the members of the Company in accordance with Regulation 31A(3)(a)(iii) of the Listing Regulations; and (b) the stock exchanges where the equity shares of the Company are listed namely, BSE Limited, Mumbai. Board of directors recommended the approval of members through passing ordinary resolution at the ensuing annual general meeting of the company. Mr. Arvind Machhar and Mr. Sandeep Machhar directors are interested in this resolution.

MANDATORY FURNISHING/UPDATING OF PAN, KYC AND NOMINATION DETAILS:-

With reference to the SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 read together with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 and SEBI Circular No. SEBI/HO/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023, it is mandatory for the physical shareholders to furnish the details of PAN, KYC, Bank, E- Mail Address, Mobile No. & Nomination. Folio wherein any one of the said details are not available on or after October 01, 2023, shall be frozen and shareholder will not be eligible to lodge grievances or avail service request from the RTA. Please note that the PAN to be furnished by you should be linked with Aadhar. In case the aforesaid details are not furnished, then w.e.f. October 1, 2023, your folio will be frozen by the Registrar, Such frozen securities shall be referred by the Registrars or the Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on December 31, 2025. Keeping in view of the above requirements, the members holding shares in physical mode are requested to submit the following documents to the RTA i.e. M/s. Link Intime India Private Limited at the earliest.

S. No.	Particulars	Form No.
01.	Request for registering PAN, KYC details, etc.	ISR-1
02.	Confirmation of signature (in case of change/mismatch in signature)	ISR-2
03.	Declaration form for opting –out Nomination	ISR-3
04.	Registration of Nomination	SH-13
05.	Cancellation or variation of existing nomination	SH-14

The forms can also be downloaded from the website from the RTA's at www.linkintime.co.in Kindly send the aforesaid self attested details/documents /forms to the RTA at following address:

Link Intime India Pvt. Ltd. C-101, Tower C, 247 Park, L.B.S. Marg, Vikhroli (W), Mumbai – 400 083 Tel No. 022 49186000 (Extn: 2331) E-Mail: rnt.helpdesk@linkintime.co.in

Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on “**Login**”.

► Select the “**Company**” and ‘**Event Date**’ and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

► Click “**Go to Meeting**” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request with the company.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panelist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

REMOTE E-VOTING: IMPORTANT DATES

Cut-off date : Saturday, 26th August, 2023
(for dispatch of Annual Reports)

Cut-off date Tuesday, 12th September, 2023

[for determining the Members entitled to vote on the resolutions set forth in this notice]

Remote e-voting period [During this period, members of the Company as on the cut-off date may cast their vote by remote e-voting]	Commence from	: 9:00 a.m., Sunday, September 17, 2023
	End at	: 5.00 p.m., Wednesday, September 20, 2023 [Remote e-voting module shall be disabled for voting thereafter by LIIPL]
URL for remote e-voting		: www.instavote.linkintime.co.in

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with **NSDL**
 1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsd.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
 2. If you are 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>
 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 hold 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 company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
2. Individual Shareholders holding securities in demat mode with **CDSL**
 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
 4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
3. Individual Shareholders (holding securities in demat mode) login through their depository participants
- You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. 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 the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -

A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

Shareholders holding shares in **physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above *Shareholders holding shares in **NSDL form**, shall provide ‘D’ above.*

►Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter). ►Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 : 022 - 4886 7000 and 022 - 2499 7000
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 toll free no. 1800 22 55 33

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the share holder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No +Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

InstaMeet Support Desk
Link Intime India Private Limited

OTHER INFORMATION RELATED TO E-VOTING

- a. A person, whose name is recorded in the register of members or in the register of beneficial owners of the Company, as on the cut-off date i.e. Tuesday, September 12, 2023 only shall be entitled to avail the facility of e-voting, either through remote e-voting and voting at the AGM. A person who is not a member as on the cut-off date should treat this notice for information purposes only.
- b. Members who have cast their vote by remote e-voting prior to the AGM will be entitled to attend the AGM and their presence shall be counted for the purpose of quorum. However, they shall not be entitled to cast their vote again. In case a member casts his vote by more than one mode of voting including remote e-voting, then voting done through remote e-voting shall prevail and other shall be treated as invalid.
- c. Voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Tuesday, September 12, 2023.
- d. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the notice and holds shares as of the cut-off date may follow the procedure for remote e-voting as enumerated in detail hereinabove. They may also refer to the FAQs and e-voting manual available at www.instavote.linkintime.co.in or write an e-mail to enotices@linkintime.co.in or rnt.helpdesk@linkintime.co.in
- e. Every client ID no./ folio no. will have one vote, irrespective of number of joint holders. However, in case the joint holders wish to attend the meeting, the joint holder whose name is higher in the order of names among the joint holders, will be entitled to vote at the AGM.
- f. The members may also update their mobile number and e-mail ID in the user profile details of the irrespective client ID no./folio no., which may be used for sending future communication(s).

GENERAL INSTRUCTIONS

- a. Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broad band for better experience.
- b. Shareholders/Members are required to use Internet with a good speed (preferably 2MBPS download stream) to avoid any disturbance during the meeting.
- c. Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

At the AGM, the Chairperson shall, at the end of discussion on the resolutions on which voting is to be held, allow e-voting at the AGM.

- d. The Scrutinizer shall submit a consolidated Scrutinizer’s Report of the total votes cast in favour or against, not later than 48 (forty eight) hours of the conclusion of the AGM, to the Chairman or a person authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith.
- e. The results along with the consolidated Scrutinizer’s Report shall be declared by means of:

Dissemination on the website of the company at www.aptpackaging.in and at LIPL website at www.instavote.linkintime.co.in

DIRECTOR'S REPORT

To,
The Members of
APT Packaging Limited
Aurangabad

Dear Members,

The Directors are pleased to present their 43rd Annual Report on the performance of the Company for the financial year ended on 31st March, 2023.

1. FINANCIAL PERFORMANCE:

(Amount in Lakh)

PARTICULARS	For the year ended March 31, 202	For the year ended March 31, 2022
Revenue from Operations	1421.84	1279.84
Other Income	142.36	23.52
Total Revenue	1564.21	1303.36
Finance Cost	186.68	173.35
Depreciation and Amortization	138.12	176.08
Profit/(Loss) before Exceptional & Extraordinary items	(116.08)	(358.32)
Profit before Tax	(116.08)	(284.95)
Tax Expenses	-	-
Income Tax- Earlier Period	-	-
Provision for Tax (Including Deferred Tax)	-	-
Profit/(Loss) after tax for the year	(116.08)	(284.95)

2. OPERATIONS:-

During the year under review company has achieved 1421.84 Lakhs turnover against the previous year of 1279.84 Lakhs. The company has booked loss of Rs. (116.08) Lakhs as against the previous year loss of Rs. (284.95) Lakhs.

3. ADOPTION OF IND AS:-

The board of directors adopted mandatory IND-AS from 1st October, 2022.

4. DIVIDEND:

During the year under review your Board of Directors do not recommend dividend for the financial year 2022-23.

5. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT-GO:

1. Conservation of Energy: The Company has installed the advanced machineries at its Haridwar base plant which consumed lower energy as compared to old machines. The company has replaced all the worn out electric bulbs, lights, LED lights for better process adopted for starting of plant to that the energy utilization will be minimum.

2. Technology Absorption: The Company has not carried any significant work on account of technology absorption.

3. Foreign Exchange Earning and Outflow: During the year company has earned 17.58 Lakhs as foreign exchange and total outflow was 05.44 Lakhs towards foreign currency expenses and other charges.

6. DEPOSIT:-

The Company has **not** accepted any deposits under section 73 of the Companies Act 2013 from the public during the financial year 2022-23.

7. REMUNERATION TO EMPLOYEES:

None of the directors, employees are getting the remuneration exceeding the prescribed limit under the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014; hence, the related information is not provided.

8. DIRECTORS RESPONSIBILITY STATEMENT:

Your Directors wish to inform the members that the Audited Accounts containing Financial Statements for the year 2022-23 are in full conformity with the requirements of the Companies Act, 2013. They believe that the Financial Statements reflect fairly, the form and substance of transactions carried out during the year and present the Company's financial position and result of operations. These Statements are audited by the Statutory Auditors M/s. Gautam N and Associates, Chartered Accountants Aurangabad.

- i) In the presentation of the financial statements, applicable Accounting Standards have been followed.
- ii) The accounting policies are consistently applied and reasonable, prudent judgment and estimates are made so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year.
- iii) That the Directors had taken proper and sufficient care 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.
- iv) That the Directors had prepared the financial statements on a going concern basis; and
- v) That the Directors had laid down internal financial control system which is followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

9. DIRECTOR'S COMMENTS ON STATUTORY AUDITORS REPORT

Disclaimers made by the statutory auditors:- The accumulated losses of the Company have exceeded its net worth. The accounts have, however, been prepared by the management on a going concern basis, as explained in Note No. 33 to the financial statement. Should, however, the company be unable to continue as a going concern, the extent of effect of the resultant adjustments on the assets and liabilities as at the end of the year and on the loss for the year has not been ascertained presently.

Reply :- The management is of the opinion that The company has not accounted for the liability of the Utarankhand Sales Tax (UKST) of Rs. 4.82 Lakhs and Central Sales Tax of Rs.2.04 Lakhs (including interest due from 1st October 2015 For the Financial Year 2015-16). The company has paid Central Sales Tax Rs.4.82 Lakhs through bank; however, Challan is under tracing due to which the demand is maintained. In respect of UKST, requisite submission of relevant forms/documents are being made and the company is hopeful of substantial reduction in liabilities.

Disclaimers made by the statutory auditors:- The company has not provided for sales tax liability aggregating to Rs.51.38 Lakhs for the financial year 2015-16 and 2016-17 for the reasons stated in note no - 32 to the financial statements.:-

Reply :- In the opinion of the management, the company has also not accounted for liability of Rs. 44.52 Lakhs (excluding interest due from 1st October 2016) under Uttarakhand Sales Tax for the financial year 2016-17. The management is in the process of submitting certain forms/documents which may result into a reduction of liability.

Disclaimers made by the statutory auditors:- The company has not provided/ paid interest on delayed payment to parties covered under the provisions of Micro, Small and Medium Enterprises Development Act, 2006. Refer note no 17.2 to the financial statements:-

Reply:- Interest on account of delayed payment to MSME amounting to Rs. 99,403 has not been provided due to financial exigencies.

Disclaimers made by the statutory auditors:- The balances of Trade Receivable, Trade Payable, Unsecured Loans, Employees, Loans and Advances are subject to confirmations and reconciliation. Refer note no 35 to the financial statements.

Reply:- Certain accounts of Trade Receivable, Trade Payable, Unsecured Loans, Employees, Loans and Advances are subject to confirmations and reconciliations, if any. The difference as may be noticed on reconciliation will be duly accounted for on completion thereof. In the opinion of the management, the ultimate difference will not be material.

10. AUDITORS:

M/s. Gautam N and Associates, Chartered Accountants were appointed as the Statutory Auditors of the company under Section 139(1) of the Companies Act, 2013, for a period of 5 years in the 42nd Annual General Meeting held on 29th September 2022 due to term of the previous auditors comes to an end. Hence, looking into the expertise in the field of taxation and vast experience board of directors recommended ratification of re-appointment of M/s. Gautam N. and Associates, Chartered Accountants firm No. 103117W, Aurangabad as a statutory auditors of the company for further period of one year subject to approval of members in ensuing annual general meeting of the company.

11. SECRETARIAL AUDITORS:-

The Board of director appointed M/s. Ganesh Palve and Associates, Practicing Company Secretaries, Aurangabad as a Secretarial Auditors of your Company to issue a Secretarial Audit Report pursuant to Section 204 of the Companies Act, 2013 for the Financial Year 2022-23. Accordingly the Secretarial Auditors given their reports which is annexed ass **Annexure-I**

Secretarial Auditors Comments/Observations:-

- a. Company is required to adopt mandatory IND –AS for the first two quarter i.e June- 2022 and Septemebr-2022 respectively.
- b. Company is required to file Share Holding Pattern & Reconciliation of Share Audit Report for the first two quarters
- c. Company has not furnished Compliance Certificate for first two quarters
- d. Company has not maintained website as per requirement of regulations 46 of LODR for the whole year.
- e. Company has not appointed Company Secretary for the period 1st April, 2022 to 30th June, 2022
- f. Company has not filed Statement of Investors Complaints for first two quarters
- g. Company has not filed Non-applicability of Corporate Governance Report for first two quarters
- h. Company has not filed intimation of closure of Window for first quarter i.e June- 2022
- i. Company has not installed/ taken SDD software till 18th December, 2022 and not furnishing proper certificate for the first two quarters i.e 30th June, 2022 and 30th September, 2022 respectively.
- j. Company has not paid outstanding ALF for the FY 2021-22 during the year.
- k. Company has not given option of dematerialization of shares and inactive ISIN till 20th July, 2022
- l. Company has made delay for the first two quarter for outcome and results, publication, etc.

Management Reply:- *Management of the view that, necessary compliances of the regulation was made applicable from the second Quarter of the FY 2022-23 due to trading approval was received in second quarter for which company has already clarified to BSE. Earlier company was suspended from trading due to procedural reasons till 19th July, 2022.

Management point wise Replies to Secretarial Audit Report:-

Point a:- Company has adopted mandatory IND-AS from 1st October, 2022 and the management is of the opinion that the impact Ind AS would not materially affects the financial result of a company for first and second quarters due to trading has been started from mid of second quarter.

Point b:- Company has furnished SHP and Reconciliation of Share Audit Report form Trading approval i.e from Second quarter of FY 2022-23.

Point c:- Company has furnished Compliance Certificate from Trading approval i.e from Second quarter of FY 2022-23.

Point d :- Company has maintained functional website since the month March, 2023.
www.aptpackaging.in.

Point e :- Company has appointed Company Secretary on 1st July, 2022.

Point f :- Company has filed Statement of investors since Trading approval i.e from Sept-2022 Qtr.

Point g :- Company has filed Non-applicability of Corporate Governance Report since Trading approval i.e from Sept-2022

Point h :- Company has filed intimation of closure of Window from Trading approval i.e from Sept-2022 Qtr

Point i:- Company has installed SSD software as per approval of board on 18th December, 2022 and filed proper Certificate thereafter to BSE

Point j:- Company has paid pending ALF for the FY 2021-22 recently in the month of April, 2023

Point k:- Company has given option for dematerialization since 18th July, 2022 from the trading approval of BSE and active ISIN from 21st July, 2022

Point l:- The application of revocation of suspension was under process in first two quarter. Now, company has taken care for the timely compliances as the Trading approval received from BSE

11. RELATED PARTY TRANSACTIONS

The company had entered into certain transaction with the related parties in terms of the Sec 188 (1) of Companies Act, 2013, and Form AOC- 2 is attached with this report and form part of this report. The statement of Related Party Transactions is also enclosed as a **Note No. 41** with Balance Sheet.

12. ABSTRACT OF ANNUAL RETURN

Extract of the annual return Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014 will be available on the website of the company under link:- <http://www.aptpackaging.in/investor/index-46-of-SEBI.html>

13. BOARD OF DIRECTORS

The Board of directors consists of following directors:

SR	NAME OF DIRECTOR	DESIGNATION
01.	Arvind Krishnagopal Machhar	Managing Director (Executive)
02.	Sandeep Bhagawatiprasad Machhar	Director (Non-Executive)
03.	Balaprasad Harinarayan Tapdiya	Independent Director
04.	Ghevarchand Motilal Bothara	Independent Director
05.	Rupali Abhijeet Bothara	Independent Director

During the year, the Board met on, 30th May, 2022 (Adj 6th June 11th June & 29th June & 6th July and 7th July, 2022 respectively), 10th August, 2022, 12th November, 2022 (Adj 14th November, 2022), 11th February, 2023 (Adj 14th February, 2023).

14. DECLARATION FROM DIRECTORS AND INDEPENDENT DIRECTORS

All executive directors, Non-executive directors and Independent Director of the Company, at the first meeting of the Board of directors given a declaration of non-disqualification and that he or she meets the criteria of independence as provided under the law and that he or she is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his or her ability to discharge his or her duties with an objective independent judgment and without any external influence.

15. RISK MANAGEMENT

The Board of the Company has formed a risk management committee to frame, implement and monitor the risk management plan for the Company. The committee is responsible for reviewing the risk management plan and ensuring its effectiveness. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

Sr No	Name of the Director	Designation
01.	Mr. Arvind Machhar	Chairman and Managing Director
02.	Mr. Gheverchand Bothara	Member - Independent Director

16. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The detailed note regarding guarantees or investments in accordance with section 186 of the Companies Act, 2013 given in the annual report. The advances to an associates company; the same has been reported in the financial statement.

17 DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during the year 2022-23.

No. of complaints received	-	Nil
No. of complaints disposed off-		Nil

18. INSURANCE:

All the properties of the Company including Plant & Machinery, Buildings, Vehicles wherever necessary and to the extent required have been adequately insured.

19. LISTING OF SHARES:

Company has received Trading approval for its 2763467 equity shares vide notice no. 20220718-41 of dated 18th July, 2022 and for its 2500000 equity shares vide notice no. 20220818-3 on 18th August, 2022 respectively from BSE. The trading of 2763467 equity shares were effected from 20th July, 2022 and Trading of 2500000 equity shares were effected from 19th August, 2022 respectively.

20. DE-MATERIALIZATION PROCESS:-

The amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. According to said Regulation, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. In view of the above, Company has received Letter No. CDSL/OPS/IPO-CA/2022-23/CA-480974.001 dated 21st July, 2022 for frozen dematerialized shares of 104219 from Central Depository Services Limited. The ISIN No. INE046E01025 is now activated and shareholders can convert their physical shares into dematerialization mode. Beside, company has taken additional connectivity facility for dematerialization of shares from National Depository Services Limited (NSDL) in addition to CDSL. Hence, members are informed that to convert their physical shares into dematerialization mode along with full KYC details in terms of SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 read together with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 and SEBI/HO/MIRSD/MIRSD-PoD-1/CIR/2023/37 dated 16th March, 2023.

As per record of the Registrar and Transfer agent as on date 4474 shares belonging to 50 shares holders are kept in suspense in the absence of their respective demat account is not traceable as and when these share holders with their details of respective demat account approaches to the company then company would take the necessary steps to credit the shares to their respective demat accounts.

21. REPORT ON CORPORATE GOVERNANCE:

As per listing application and regulation of SEBI your company on voluntary basis prepared a report on Corporate Governance as required under the Listing Agreement with the Bombay Stock Exchange containing required details are enclosed and forms part of the report of the Board of Directors on voluntary basis.

22. DETAILS OF APPLICATIONS MADE OR PROCEEDINGS UNDER INSOLVANCY AND BANKRUPTCY CODE 2016:-

During the year under review there were no applications made or proceedings in the name of the company under the Insolvency Bankruptcy Code, 2016.

23. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS:-

During the year under review there has been no one time settlement of loan taken from Bank and Financial institution.

24. ACKNOWLEDGEMENT:

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the banks, customers, vendors and members during the year under review. Your director also wish to place on record their deep sense of appreciation for the services rendered by executive, staff and workers.

For and on behalf of the Board

**Place: Aurangabad
Date: 14/08/2023**

Sd/-	Sd/-
Arvind Machhar	Sandeep Machhar
Managing Director	Director
DIN: 00251843	DIN: 00251892

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') is annexed with this report.

INDUSTRIES STRUCTURE AND DEVELOPMENT :-

During the year under review overall revenue of the company has increased from Rs. 1279.84 Lakhs to Rs. 1421.84 Lakhs.

OPPORTUNITIES:-

Company continues to focus on the reduction in overall cost and improve operational efficiency by augmenting and consolidating the resources.

THREATS:-

Because of limitation of financial resources company is unable to invest in technology up gradation and therefore facing savior competition from the competitors.

RISK AND CONCERN :-

Due to the savior competition it is difficult to predict the business of the company.

**By Order of the Board
APT Packaging Limited**

**Place:- Aurangabad
Date:-14th August, 2023**

Sd/-	Sd/-
Arvind Machhar	Sandeep Machhar
Managing Director	Director
DIN:- 00251843	DIN:- 00251892

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto. Details of contracts or arrangements or transactions not at Arm's length basis:-

Sr. No	Particulars	
1	Name of Related Parties	The details are disclosed in balance sheet
2	Relationship with related parties	
3	Nature of Contract/arrangement/transaction	
4	Duration of the contracts/ arrangements/ transaction	
5	Salient terms of the contracts or arrangements or transaction including the value, if any	
6	Date of approval by the Board	
7	Amount paid as advances, if any	
8	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

Details of contracts or arrangements or transactions at Arm's length basis: Party wise details are as under:-

1	Name of Related Parties	Arpit Machhar	Nischint Machhar
2	Relationship with related parties	Son of Managing Director & VP	Son of Managing Director & CFO
3	Nature of Contract/arrangement/transaction	Salary	Salary
4	Duration of the contracts/ arrangements/ transaction	Continuous Basis	Continuous Basis
5	Salient terms of the contracts or arrangements or transaction including the value, if any	As per Terms of Employment Salary Paid Rs. 03.31 Lakhs/-	As per Terms of Employment Salary Paid Rs.03.07/-Lakhs
6	Date of approval by the Board	01/07/2011	16/08/2011
7	Amount paid as advances, if any	Nil	Nil

**By Order of the Board
APT Packaging Limited**

**Place:- Aurangabad
Date:-14th August, 2022**

**Sd/-
Arvind Machhar
Managing Director
DIN:- 00251843**

**Sd/-
Sandeep Machhar
Director
DIN:- 00251892**

CORPORATE GOVERNANCE REPORT FOR THE FINANCIAL YEAR ENDED

31ST MARCH, 2023

(As per SEBI (Listing Obligations and Disclosure Regulations) 2015)

1. COMPANY'S PHILOSOPHY:

The Company believes that the code prescribes a minimum framework for governance of a business in corporate framework. The Company has set, as its mission, the implementation of a Corporate Governance system to ensure transparency, control, accountability and responsibility in all areas of operation by way of effective combination of dependent and independent Board members. Corporate Governance is considered as, to protect and achieve enhanced value for all its stakeholders i.e. shareholders, employees, customers and society in general.

2. BOARD OF DIRECTORS:

The Board of Directors of APT Packaging Limited consists of one executive director, One non-executive director of promoter and three non-executive independent directors who are acknowledged as leading professionals in their respective fields.

The constitution of Board is as under: (as on 31st March 2023)

Director	Category	No. of other Directorship (excluding APT)	Membership Committees/ Chairmanship
Mr. Arvind Machhar	Promoter & Managing Director	3	1/2
Mr. Sandeep Machhar	Promoter & Non-Executive Director	5	1/0
Mr. Ghevarchand Bothara	Non-Executive Independent Director	1	3/2
Mr. Balaprasad Tapdiya	Non-Executive Independent Director	4	3/0
Mrs. Rupali Abhijeet Bothara	Non-Executive Independent Director	1	3/0

None of the director hold directorship in more than 15 companies, membership in committees of board in more than 10 companies and chairmanship of committees of board in more than 5 committees.

BOARD MEETINGS

We decide about the Board meeting dates in consultation with all our Directors. Once confirmed by all the directors, notices of board meeting and committee are being sent to them. As a system, in most cases, information to Directors is submitted along with the agenda papers well in advance of the Board meeting. Inputs and feedback of Board Members are taken and considered while preparation of agenda and documents for the Board meeting. After the Board meeting, we have a formal system of follow up, review and reporting on actions taken by the management on the decisions of the Board and Committees of the Board.

APPOINTMENT OF DIRECTORS

Your Board comprises of well-rounded and experienced executive as well as non-executive and professional directors. Each of these members brings the required skills, competence and expertise to the table, which in effect benefits the Company as a whole.

The Nomination and Remuneration Committee ensures that the candidates identified for appointment to the post of directors are not disqualified under Section 164 of the Companies Act, 2013 or any other applicable provisions of the said Act.

ATTENDANCE OF DIRECTORS AT BOARD MEETING AND ANNUAL GENERAL MEETING

The Board of Directors of the Company met four times during the financial year, on the following dates: During the year, the Board met on, 30th May, 2022 (Adj 6th June 11th June & 29th June & 6th July and 7th July, ,2022 respectively), 10th August, 2022, 12th November, 2022 (Adj 14th November, 2022), 11th February, 2023 (Adj 14th February, 2023).

Sr. No	Date	Board Strength	No of Directors Present
1	30 th May, 2022 (Adj. 6 th , 11 th , and 29 th June & 6 th & 7 th July, 2022)	5	5
2	10 th August, 2022	5	4
3	12 th November, 2022 (Adj. 14 th November, 2022)	5	4
4	11/02/2023 (Adj. 14/02/2023)	5	5

The attendance at the Board Meetings and Annual General Meeting are as under:

Name of Director	Attendance in Board Meeting	Attendance in AGM held on 30 th Sept, 2022
Mr. Arvind K. Machhar	5	Yes
Mr. Sandeep B. Machhar	5	Yes
Mr. Ghevarchand M.Bothara	5	Yes
Mr. Balaprasad H.Tapdiya	5	Yes
Mrs. Rupali A.Bothara	5	Yes

3. AUDIT COMMITTEE:-

The Company has formed audit committee under the provisions of Rule 6 of Companies (Meeting of Board and its Power) Rule 2014. The constitution of the committee is as under;-

Director	Designation	Category
Mr. Ghevarchand Bothara	Chairman & Member	Independent
Mr. Balaprasad Tapdiya	Member	Independent
Mrs. Rupali Abhijeet Bothara	Member	Independent
Mr. Arvind Machhar	Member	Executive-Promoter

Role of Audit Committee:-

- Oversight of financial reporting process.
- Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval.
- Evaluation of internal financial controls and risk management Systems
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
- Review and monitor the auditor's independence and performance, and effectiveness of audit process.

During the year under review the Audit Committee met on 4 times which is as under:-

Sr. No	Date	Members Strength/Present Strength
1	29 th May, 2022	3
2	8 th August, 2022	3
3	14 th November, 2022	4
4	10 th February, 2023	4

4. NOMINATION AND REMUNERATION COMMITTEE:

a. Brief description of terms of reference: The Remuneration Committee comprising of Non-Executive Independent Directors, constitution of which is a non-mandatory requirement, was constituted by the Board during the year to recommend/review the Remuneration package of the Managing Director/ Whole-time directors/executive directors.

Role of Nomination and Remuneration Committee:-

Recommend to the board to setup and composition of the Board and its committees. • Recommend to the Board the appointment/re-appointment of Directors and Key Managerial Personnel. • Support the Board and Independent Directors in evaluation of the performance of the Board, its Committees and individual Directors. • Recommend to the Board the Remuneration Policy for Directors, executive team or Key Managerial Personnel as well as the rest of employees. • Oversee familiarization programs.

b. Composition, Name of members & Chairperson: The Remuneration Committee comprises of following members:

Name	Designation	Category
Mr. Ghevarchand M Bothara	Chairman	Independent
Mr. Balaprasad H Tapdiya	Member	Independent
Mrs. Rupali Abhijeet Bothara	Member	Independent

During the year, one meeting of the remuneration committee was held as on 10th July, 2022.

During the year one meeting of Independent Directors held on 10th July, 2022. A separate meeting of independent directors i.e. Mr. Ghevarchand Bothara, Mr. Balaprasad Tapdiya and Mrs. Rupali Bothara, was held on 10th July, 2022 to, inter alia, to review the performance of non-independent directors and the Board as a whole; To assess the quality, quantity and timeliness of flow of information between the Company's Management and the Board/Committee(s) that is necessary for the Board/ Committee(s) to effectively and reasonably perform their duties.

5. RISK MANAGEMENT COMMITTEE

The Board of directors has set up Risk Management Committee under the chairmanship of Mr. Arvind Machhar. Other member of the Committee is Mr. Ghevarchand Bothara. There is no formal meeting held during the year, however, both the members are regularly review the risk of the business and how to mitigate the same.

6. SHAREHOLDERS/INVESTORS GRIEVANCE REDRESSAL COMMITTEE:-

a. **Name of Non-Executive Director heading the Committee:** The Investors Grievance Redressal Committee comprises two Non- executive Independent Directors and one promoter Non-executive Director. The Committee was headed by Mr. Sandeep Machhar, Non- executive Director of the Company, Mr. Balaprasad Tapdiya and Mrs. Rupali Abhijeet Bothara are the members of the Committee.

b. **Name & designation of Compliance Officer:** Mr. Sandeep Machhar, Chairman of committee is the Compliance Officer. He is looking after/resolving the shareholders complaints/grievances.

c. **Role of Stakeholders Relationship Committee:-** •Transfer, transmission, split and consolidation of investors holding • Dematerialization/re-materialization of shares • Non-receipt of dividends and other corporate benefits. • Replacement of lost/mutilated/stolen share certificates • Non-receipt of Annual Reports and change of addresses, etc.

d. **Number of shareholders complaints received so far:** During the financial year 2022-23, No complaints were received at company end. The complaints which are received on BSE portal and RTA agent were resolved during the year.

Number of not solved to the satisfaction of shareholders: Nil

Number of pending complaints: Nil

GENERAL BODYMEETING:

The locations and time of the General Meetings held since inception of the Company are as follows:

GENERAL MEETINGS	DATE	TIME	VENUE	NO. OF SPECIAL RESOLUTIONS PASSED
VC/OAVM Annual General Meeting	30/09/2022	12.00 noon	Deemed Place :- Office No. 251, Golden City Center, Near Prozone Mall, Aurangabad – 431006	2
VC/OAVM Annual General Meeting	29/09/2021	12.00 noon	Deemed Place :- Office No. 251, Golden City Center, Near Prozone Mall, Aurangabad – 431006	3
VC/OAVM Annual General Meeting	31/12/2020 (Extension as per MCA Circular)	11.30 am	Deemed Place :- Office No. 251, Golden City Center, Near Prozone Mall, Aurangabad – 431006	3
Annual General Meeting	30/09/2019	11.00 am	Gut No. 72, village Pharola, Post BeedkinDist Aurangabad – 431105	1
Annual General Meeting	29/09/2018	11.30 am	J-18, MIDC Industrial Area, Chikalthana, Aurangabad (MS)	2
Annual General Meeting	30/09/2017	11.00 am	J-18, MIDC Industrial Area, Chikalthana, Aurangabad (MS)	2
Annual General Meeting	24/09/2016	11.30 am	J-18, MIDC Industrial Area, Chikalthana, Aurangabad (MS)	2

e) Disclosure:-

- No transaction of material nature has been entered into by the Company with directors or management and their relatives etc that may have a potential conflict with the interest of the Company.
- There are certain financial transactions with its Promoters & Directors, which are not conflicting Company's interest. The details of such transactions have been shown in Note No.41 forming part of the financial statement for the year ended 31st March, 2023.
- There has been no instance of non-compliance by the Company since the Trading approval received from BSE I.E FROM 18TH July, 2022.
- The Company has established mechanism as referred under Whistle Blower policy on 14th February, 2023.
- The Company's shares got listed on stock exchange and therefore, the Company has complied with all mandatory as well as non-mandatory requirements with stock exchange since 18th July, 2022.

7. GENERAL INFORMATION TOSHAREOLDERS:

- ANNUAL GENERAL MEETING

* **Day, Date and Time:** Thursday, 21st September, 2023 12.00 Noon

* **Venue:** Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM")

Book Closure Date : 17th Sept to 20th September, 2023*

Financial Year: The Financial year of the Company is 1st April 2022 to 31st March, 2023.

Dividend Payment Date : No dividend is recommended for the year.

Listing of Equity Shares on Stock Exchange:

During the financial year Trading was suspended till 19th July, 2022 and Company has received Trading approval for its 2763467 equity shares vide notice no. 20220718-41 of dated 18th July, 2022 and for its 2500000 equity shares vide notice no. 20220818-3 on 18th August, 2022 respectively from BSE. The trading of 2763467 equity shares were effected from 20th July, 2022 and Trading of 2500000 equity shares were effected from 19th August, 2022 respectively.

Market Price Data: High, Low during each month in last financial year: Since 18th July, 2022

MONTH	HIGH	LOW
JULY, 2022	29.60	29.60
AUGUST, 2022	61.00	31.05
SEPTEMBER, 2022	109.25	63.10
OCTOBER, 2022	59.95	42.00
NOVEMBER, 2022	49.95	41.50
DECEMBER, 2022	47.90	37.55
JANUARY, 2022	51.90	33.95
FEBRUARY, 2022	46.60	34.15
MARCH, 2023	57.21	38.95

Performance in comparison to broad-based indices such as BSE Sensex, CRISIL index etc.:
Not Applicable

Registrar and Transfer Agents:

Link Intime India Pvt. Ltd., C-101, Tower C, 247 Park, L. B. S. Marg, Vikhroli (W), Mumbai – 400 083;
Ph. 022-49186000, 49186270

Share Transfer System:

The Company has appointed Ms/ Link Intime India Private Limited, Mumbai as a Registrar & Share Transfer Agent to carry out the transfer related activities.

Distribution Schedule as on 31st March, 2023* is as given below based on nominal value:

Share Holding of Nominal Value of Rs.10		Shareholders No.	% of Total	Share Amount Rs.	% of Total
From	To				
1	5,000	10186	97.8228	7342440	13.9498
5001	10,000	108	1.0357	745400	1.3475
10001	20,000	47	0.4507	709230	1.3475
20001	30,000	16	0.1534	401050	0.7620
30001	40,000	10	0.0959	345700	0.6568
40001	50,000	6	0.0575	268280	0.5097
50001	1,00,000	14	0.1343	1022110	1.9419
1,00,001	*****	41	0.3932	1022110	1.9419

Dematerialization of shares and liquidity: Out of total shares of 5263467 only 422439 104219 shares have been dematerialized mode with CDSL. This amounts to only 8.0258% of the entire shares of the company. Out of 104219 which was frozen earlier now released 98713 by CDSL and kept in suspense account the remaining shares i.e 5506. Members are advised to convert their physical shares into dematerialization mode immediately and keep update with BSE portal.

Outstanding GDRs / ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity: Not Applicable

Manufacturing Plant Location of the company: Khasra529, 5th KM Stone, Akbarpur (urd), Laksar Haridwar, Dist. Haridwar (UT)

Address for correspondence:

M/s APT Packaging Limited Office No. 251, Second floor, Golden City Center, Aurangabad-431007
Mob:- 9960100449 Email ID: compliancewexecutive@aptpackaging.in

By order of the Board

**SD/-
Arvind Machhar
Managing Director
DIN: 00251843**

**Place: Aurangabad
Date: 14/08/2023**

SECRETARIAL AUDIT REPORT
Form No. MR-3
For the Financial year ended 31st March, 2023
[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,
APT Packaging Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by APT Packaging Limited (hereinafter called 'the Company' **which was suspended due to procedural reasons from BSE till 19th July, 2022**). 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 APT Packaging Limited'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 31st March 2023 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, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and the Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('The SEBI'):-
 - (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, 2009;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (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 / not applicable, since there is no delisting of equity shares during the year).
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
(Not relevant / not applicable, since there is no buyback of securities during the year)
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(vi) The following laws are specifically applicable to the Company in addition to laws mentioned above;

(a) Factories Act, 1948

(b) Contract Labour (Regulation and Abolition) Act, 1970 I have also examined compliance with the applicable clauses to the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India and approved by the Government of India, as applicable under the Companies Act, 2013;

(ii) The Listing Agreements entered into by the Company with BSE Limited in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

a. Company is required to adopt mandatory IND –AS for the first two quarter i.e June- 2022 and Septemebr-2022 respectively.

b. Company is required to file Share Holding Pattern & Reconciliation of Share Audit Report for the first two quarters

c. Company has not furnished Compliance Certificate for first two quarters

d. Company has not maintained website as per requirement of regulations 46 of LODR for the whole year.

e. Company has not appointed Company Secretary for the period 1st April, 2022 to 30th June, 2022

f. Company has not filed Statement of Investors Complaints for first two quarters

g. Company has not filed Non-applicability of Corporate Governance Report for first two quarters

h. Company has not filed intimation of closure of Window for first quarter i.e June- 2022

i. Company has not installed/ taken SDD software till 18th December, 2022 and not furnishing proper certificate for the first two quarters i.e 30th June, 2022 and 30th September, 2022 respectively.

j. Company has not paid outstanding ALF for the FY 2021-22 during the year.

k. Company has not given option of dematerialization of shares and inactive ISIN till 20th July, 2022

l. Company has made delay for the first two quarter for outcome and results, publication, etc.

I further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive, Non – Executive Directors and Independent Directors.

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

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

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 period under review, there were following major actions which have been done in compliance with applicable statutory provisions;

1. The Company had obtained approval of the members by way of passing Ordinary resolution in the Annual General Meeting held on 30th September, 2022 to receive, consider and adopt the Balance Sheet as on 31st March 2022, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the report of the Auditor's and Board's Report thereon

2. To re-appoint Mr. Arvind Machhar Director who retired by rotation.
3. To re-appoint Mr. B. H. Tapdiya Director who retired by rotation.
4. The Company has obtained approval of the members by way of passing ordinary Resolution in the Annual General Meeting held on 30th September, 2022 to appoint new Statutory Auditors of the company M/s. Gautam Nandawat and Associates.
5. The Company had obtained approval of the members by way of special resolution for related party transaction with M/s. Machhar Packaging Services Private Limited.
6. 5. The Company had obtained approval of the members by way of special resolution for related party transaction with M/s. Machhar Industries Limited.
7. Company was *suspended from Bombay Stock Exchange till 19th July, 2022 due to procedural reason but later received Trading approval from BSE vide Notice No. 20220718-41 dated 18th July, 2022 for its 2763467 equity shares and for its 2500000 equity shares received vide notice no. 20220818-3 on 18th August, 2022 for which trading has been effected from 19th August, 2022.*
5. During the year under review company old ISIN INE046E01017 of the company was frozen by the CDSL. Since, 21st July, 2022 the new ISIN No. INE046E01025 has been activated vide letter No. CDSL/OPS/IPO-CA/2022-23/CA-480974.001 dated 21st July, 2022.
6. Delay in filling of outcome of Annual and Quarterly results of the quarter year ended as on 31st March, 2022 and quarter ended as on 30th June, 2022 respectively.

We further report that, we have relied upon statutory audit report as provided by management of the company for compliance under Income Tax and other Indirect Taxation act and GST.

We further report that as per the explanations given to us and the representations made by the Management and relied upon by us, 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.

**For Ganesh Palve & Associates
Company Secretaries**

SD/-

Mr. Ganesh Palve

(Proprietor)

FCS. No: 42980

CP No: 23264

UDIN:- A042980E000831781

Date: 14th August, 2023

Place: Aurangabad

ANNEXURE A

The Members of,
APT PACKAGING LIMITED
Gut no 76, Village Pangra, Paithan Road,
Post Bidkeen, Dist Aurangabad

Our report dated 14th August, 2023 is to be read along with this letter. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on such secretarial records bases on our audit.

We have followed the audit practices and processes as we considered appropriate to obtain reasonable assurance on the correctness and completeness of the secretarial records. Our verification was conducted on a test basis to ensure that all entries have been made as per statutory requirements. We believe that the processes and practices we followed for this purpose provided a reasonable basis for our opinion.

We have not verified the correctness and appropriateness of the financial records and books of accounts of the company.

Wherever required we have obtained Management representation with respect to compliance of laws, rules and regulations and of significant events during the year.

The compliance of the provisions of corporate and other applicable laws, rules and regulations is the responsibility of the management. Our examination was limited to the verification of secretarial records on test basis to the extent applicable to the company.

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 Ganesh Palve & Associates

SD/-

Mr. Ganesh Palve

Company Secretaries

(Proprietor)

FCS. No: 42980

CP No: 23264

UDIN:- A042980E000831781

Date: 14th August, 2023

Place: Aurangabad

APT PACKAGING LIMITED

Gut No. 76, Village Pangra Paithan Road, Tq. Paithan Aurangabad.

Amount in Lakhs

FINANCIAL STATEMENT FOR THE YEAR 2022-23

AUDITED BY

GAUTAM N ASSOCIATES

CHARTERED ACCOUNTANTS

Plot no 30, GNA House, Behind ABC Complex,
Adalat Road, Chhatrapati Sambhajinagar -431001

Mail ID: office@cagna.org

Website: www.cagna.in

Ph no: 0240-2323426



Independent Auditors' Report

To,
The Members of
Apt Packaging Limited
Chhatrapati Sambhajnagar

Report on the Audit of the Standalone Financial Statements

Qualified Opinion

1. We have audited the accompanying standalone financial statements of **Apt Packaging Limited** having CIN: L24100MH1980PLC022746 ("the Company"), which comprise the Standalone Balance Sheet as at 31st March 2023, the Standalone Statement of Profit and Loss (including other comprehensive income), Standalone Statement of Cash Flows and Standalone Statement of Changes in Equity for the year then ended, and notes to the Standalone 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 effects of the matter described in the Basis for Qualified Opinion paragraph*, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with 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 other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2023 and its loss (financial performance including other 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 Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone 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 (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Qualification

4. a. The accumulated losses of the Company have exceeded its net worth. The accounts have, however, been prepared by the management on a going concern basis, as explained in Note No. 33 to the financial statement. Should, however, the company be unable to continue as a going concern, the extent of effect of the resultant adjustments on the assets and liabilities as at the end of the year and on the loss for the year has not been ascertained presently.
- b. The company has not provided for sales tax liability aggregating to Rs.51.38 Lakhs for the financial year 2015-16 and 2016-17 for the reasons stated in note no - 32 to the financial statements.
- c. The company has not provided/ paid interest on delayed payment to parties covered under the provisions of Micro, Small and Medium Enterprises Development Act, 2006. Refer note no 17.2 to the financial statements.
- d. The balances of Trade Receivable, Trade Payable, Unsecured Loans, Employees, Loans and Advances are subject to confirmations and reconciliation. Refer note no 35 to the financial statements.



Emphasis of Matter

5. a. Attention is invited to note no 40(h) to the financial statement in respect of non-provisioning of compensated absences based upon the actuarial valuation, which is accounted for based upon liability determined by the management considering balance leave of employee at the year end. In the opinion of the management, the difference, if any, would be insignificant.
- b. The company is valuing its stock on first in first out basis based upon the physical verification of inventory conducted by the management at the year end. The Company has yet to implement a system by which the valuation is derived based on the purchases and consumption records, maintained in the computer system.

Key Audit Matters

6. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current year. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there is no matter to be the key audit matters to be communicated in our report.

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

7. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the financial statements and our auditor's report thereon.
8. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
9. In connection with our audit of the financial statements, our responsibility is to read the other information 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. If, based on the work we have performed, we conclude that there is material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

10. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone 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 Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.
11. 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.
12. The Board of Directors is also responsible for overseeing the Company's financial reporting process.



17. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone 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

18. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable. 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) 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, and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (g) In our opinion and to the best of our information and according to the 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.
- (h) 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 on its financial position in its standalone financial statements – Refer Note 30 to the financial statements;
 - ii. The Company did not have any long-term contracts including derivative 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.
 - iv. (a) the Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;



(b) the Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and.

(c) Based on audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.

- v. The company has not declared dividend including interim dividend.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended 31st March, 2023.

For Gautam N Associates
Chartered Accountants
FRN: 103117W



Gautam
Gautam Nandawat
Partner
M No: 032742

UDIN:23032742B6SSLT7343

Place: Chhatrapati Sambhajnagar

Dated: 29 MAY 2023

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

The Annexure referred to in Independent Auditors' Report to the members of the Apt Packaging Limited on the Ind AS standalone financial statements for the year ended 31st March 2023, we report that:

1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment. The Company does not have any intangible asset.
 - (b) The company has regular program of physical verification of its Property, Plant and Equipment by which Property, Plant and Equipment are verified in a phased manner over a period of three years. In accordance with this program, certain Property, Plant and Equipment were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the company and nature of its business.
 - (c) According to the information and explanations given to us, and on the basis of our examination of the record of the company, the title deeds of the immovable properties are held in the name of the company.
 - (d) According to the information and explanations given to us, and on the basis of our examination of the record of the company, the company has not revalued any Property, Plant & Equipment (including Right of Use assets) or intangible assets during the year.
 - (e) According to the information and explanations given to us, and on the basis of our examination of the record of the company, no proceedings have been initiated or are pending against the company for holding any Benami property under the "Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder.
2. (a) The inventory has been physically verified during the year by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. There is no discrepancy of 10% or more noticed during verification between the physical stocks and book records. The discrepancies were not material, which have been properly dealt with in the books of account. The year-end inventory has been physically verified by the management and the same is incorporated as per inventory records and books of account maintained by the company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets;
3. As per the information and explanations given to us, the Company has not granted loans including advances in the nature of loan secured or unsecured, made investment, granted security / guarantee to any party.
 4. The company has not granted loans including advances in the nature of loan secured or unsecured, made investment, granted security / guarantee to any party covered under section 185 and 186 of the Act.
 5. The Company has not accepted deposits within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under.
 6. No maintenance cost records have been specified by the Central Government under section 148(1) of the Act for the products of the company.
 7. (a) The company has delayed in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities; however, there are not dues pending for more than six months as at the year end, except Sales Tax liabilities as reported in para 4(b) of our main report.



b) According to the information and explanations given to us, Income tax, Sales tax, Service tax, Customs Duty, Excise Duty and Value Added Tax which have not been deposited as on 31st March, 2023 on account of dispute and are not provided in the books except the following :-

Sr No	Name of the Statute	Nature of the dues	Forum where dispute is pending	Period to which the amount relates	Total disputed Dues (Rs in Lakhs)
1.	Income Tax Act, 1961	Income Tax	CIT (A)	AY 2018-19	9.43
2.	Income Tax Act, 1961	Income Tax	High Court	AY 2010-11	37.87
				Total	47.30

8. According to the information and explanations given to us, there are no transactions recorded in the books of account as have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
9. In our opinion and according to the information and explanations given to us:-
- the Company has not defaulted in payment of dues to financial institution or bank or debenture holders.
 - the company is not declared willful defaulter by any bank or financial institution or other lender.
 - term loans were applied for the purpose for which the loans were obtained.
 - no funds raised on short term basis have been utilised for long term purposes.
 - The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures; hence the clause (ix) (e) of the Order is not applicable.
 - The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies; hence the clause (ix) (f) of the Order is not applicable.
10. The company has not raised any moneys by way of initial public offer, further public offer (including debt instruments), preferential allotment or private placement of shares during the year.
11. (a) According to the information and explanations given to us, no fraud by the company or any fraud on the Company has been noticed or reported during the year.
(b) No report under sub-Section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government.
(c) We have not considered whistle-blower complaints, since, there is no complaint received during the year by the Company.
12. The company is not a Nidhi Company as such provisions of the clause (xii) of the Order are not applicable to the company.
13. 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 Ind AS standalone financial statements etc., as required by the applicable accounting standards.
14. (a) In our opinion, the internal audit system needs to be strengthened to be commensurate with the size of the company and nature of its business.
(b) In framing our Independent Audit Reports, we have considered Internal Auditor's Report for the period under audit.
15. The company has not entered into any non-cash transactions with directors or persons connected with him.



16. (a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
(b) In Our opinion, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act 1934.
(c) The Company is not a Core Investment Company (CIC) as defined under the Regulations by the Reserve Bank of India.
17. The Company has not incurred cash losses in the financial year; however, has incurred cash losses in the immediately preceding financial year.
18. There has been no resignation of the statutory auditors during the year.
19. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, we are of the opinion that no material uncertainty exists as on the date of the audit report that the company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
20. The company has not met with the applicability criteria of provisions of section 135 of the Act with respect to corporate social responsibility, hence clause (xx) of the Order is not applicable.
21. The company does not have subsidiary, associate and joint venture.



For Gautam N Associates
Chartered Accountants
FRN: 103117W

Gautam
Gautam Nandawat
Partner
M No: 032742

UDIN: 23032742BGSSLT7343

Place: Chhatrapati Sambhajnagar
Dated:

ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT

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")

1. We have audited the internal financial controls over financial reporting of Apt Packaging Limited ("the Company") as of 31st March, 2023 in conjunction with our audit of the Ind AS standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. 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 Act.

Auditors Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, 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 was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error.
5. 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 of the company.

Meaning of Internal Financial Controls Over Financial Reporting

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



Inherent Limitations of Internal Financial Controls Over Financial Reporting

7. 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

8. 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, 2023 subject to procedural deficiency in valuation of inventory and 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 ICAI.

For Gautam N Associates
Chartered Accountants
FRN: 103117W




Gautam Nandawat
Partner
M No: 032742

UDIN: 23032742BGSSLT7343

Place: Chhatrapati Sambhajnagar

Dated: 29 MAY 2023

APT PACKAGING LIMITED

BALANCE SHEET AS AT 31st MARCH, 2023

Rs. in Lakhs

	Note	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
Assets				
I) Non-Current Assets				
a) Property, Plant and Equipment	3	1,315.26	1,583.34	1,794.92
b) Capital Work In Progress				
c) Financial Assets				
(i) Investment	4	12.58	10.89	10.36
(ii) Loans				
d) Deferred Tax Assets (Net)				
e) Other Non-current Assets	5	172.77	12.61	12.87
		1,500.61	1,606.84	1,818.15
II) Current Assets				
a) Inventories	6	207.32	104.76	175.66
b) Financial Assets				
(i) Investment		-	-	-
(ii) Trade Receivables	7	320.47	388.52	353.91
(iii) Cash and cash equivalents	8	15.83	23.77	214.02
(iv) Loans	9	28.97	24.19	28.41
(v) Others		-	-	-
c) Current Tax Assets (Net)	10	3.93	6.79	7.44
d) Other current assets	11	51.20	79.01	148.02
		627.73	627.04	927.46
Total Assets		2,128.34	2,233.88	2,745.61
Equity and Liabilities				
Equity				
a) Equity Share Capital	12	580.40	580.40	580.40
b) Other Equity	13	(848.58)	(736.61)	(457.43)
		(268.18)	(156.21)	122.98
Liabilities				
I) Non-Current Liabilities				
a) Financial Liabilities				
(i) Borrowings	14	1,095.87	1,491.89	1,713.31
(ii) Trade Payables				
(iii) Other financial liabilities				
b) Provisions	15	39.98	64.19	50.15
c) Deferred tax liabilities (Net)				
d) Other non-current liabilities				
		1,135.85	1,556.08	1,763.46
II) Current Liabilities				
a) Financial Liabilities				
(i) Borrowings	16	973.72	462.80	527.79
(ii) Trade Payables				
(a) Dues to MSME	17	11.53	27.22	-
(b) Dues to Othes	17	196.40	229.80	245.20
(iii) Other financial liabilities				
b) Other current liabilities	18	78.94	113.91	86.19
c) Provisions	19	0.07	0.27	-
d) Current Tax Liabilities (Net)				
		1,260.66	834.00	859.17
Total Equities and Liabilities		2,128.33	2,233.88	2,745.61

Notes referred to above form an integral part of the financial statements

As per our report of even date attached
For Gautam N Associates
Chartered Accountants
FRN 103117W

Gautam
Gautam Mandawat
Partner
M No 32742
UDIN :23032742BGSSLT7343



For and on behalf of the Board of Director

Arvind Machhar
Arvind Machhar
Chairman Cum Managing Director
DIN: 00251843,

Sandeep Machhar
Sandeep Machhar
Director
DIN: 00251892

Shrikant Wani
Shrikant Wani
Chief Financial Officer
PAN: ABMPW8556C

Jyoti Bajpai
Jyoti Bajpai
Company Secretary
PAN: BJJPB1633F

Place : Chhatrapati Sambhajinagar
Date: 29-05-2023

APT PACKAGING LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH 2023

Rs. In Lakhs

PARTICULARS	Note No.	For the year ended on 31st March, 2023	For the year ended on 31st March, 2022
Income:-			
Revenue from operations	20	1,421.84	1,152.93
Other Income	21	142.36	111.60
Total Income		1,564.21	1,264.53
Expenses:-			
Cost of Material Consumed	22	622.11	453.25
Changes in Inventories of Finished Goods and Work-in-Progress	23	(95.31)	42.87
Employees Benefit Expenses	24	312.94	302.49
Finance Costs	25	186.68	166.75
Depreciation and Amortisation Expenses	3	138.12	176.07
Other Expenses	26	515.76	403.61
Total Expenses		1,680.29	1,545.04
Profit/(Loss) before Tax		(116.08)	(280.51)
Tax Expenses			
Income Tax - Current		-	-
Income Tax - Deferred		-	-
Profit/(Loss) for the period for the continuing operations		(116.08)	(280.51)
Other Comprehensive Income			
A. (i) Items that will not be reclassified to Profit and Loss		4.11	1.33
(ii) Income tax relating to items that will not be reclassified to Profit and Loss		-	-
B. (i) Items that will be reclassified to Profit and Loss on account of investments		-	-
(ii) Income tax relating to items that will be reclassified to Profit and Loss		-	-
Total Comprehensive Income		(111.97)	(279.18)

Earning per Equity Share

1) Basic	(2.13)	(5.30)
2) Diluted	(2.13)	(5.30)

Notes referred to above form an integral part of the financial statements

As per our report of even date attached
For Gautam N Associates
Chartered Accountants
FRN 103117W


Gautam Nandawat
Partner
M No 32742



UDIN:- 23032742BGSSLT7343

For and on behalf of the Board of Director


Arvind Machhar
Chairman Cum Managing Director
DIN: 00251843


Sandeep Machhar
Director
DIN: 00251892


Shrikant Wani
Chief Financial Officer
PAN: ABMPW8556C


Jyoti Bajpai
Company Secretary
PAN: BJJPB1633F

Place : Chhatrapati Sambhajinagar
Date: 29-05-2023

APT PACKAGING LIMITED

CASH FLOW STATEMENT FOR THE FINANCIAL YEAR 2022-23

(Rs. in Lakhs)

PARTICULARS		2022-2023		2021-2022	
A	Cash flow from operating activities				
	Profit Before Tax & Extra ordinary Items		(116.08)		(280.51)
	Adjustment for				
	i) Depreciation, Amortisation & Adjustment	138.12		176.07	
	ii) Interest paid / Financial Charges	186.68		166.75	
	iii) Provision for Grauity & Leave Encashment	(24.41)		14.31	
	iv) Interest Received	(1.18)		(1.30)	
	v) (Profit) on Sale of Fixed Assets	-		(77.50)	
	vi) (Profit) on sale of Investemt	(60.68)		-	
	vii) Deduction / Adjustment in Fixed Assets	(5.06)		35.51	
viii) Other Comprehensive Loss (Income)	4.11		1.33		
Total		237.57		315.17	
Operating profit / (loss) before working capital changes			121.49		34.66
i) Trade Receivable	68.04		(34.61)		
ii) Other Current Asset	27.82		69.01		
iii) Loans & Advances	(4.78)		4.22		
iv) Inventories	(102.56)		70.90		
v) Other Current Liabilities	(34.97)		27.71		
vi) Trade Payable	(49.09)	(95.55)	11.83	149.06	
vii) Income tax (paid)/Refund received		2.86		0.65	
Net cash from operating activities (Total a)		28.80		184.37	
B	Net flow from investment activities				
	i) Payment for Purchase of Fixed Assets	(19.11)		-	
	ii) Asset transferred to held for sale	154.14		-	
	iii) Payment for Purchase of Investment	(1.70)		(0.53)	
	iv) Long term advances	(160.16)		0.26	
	v) Sale Proceeds of Fixed Assets	-		77.50	
	vi) Profit on sale of Investment	60.68		-	
	vii) Interest Received	1.18		1.30	
Net flow from investment activities (Total b)		35.03		78.53	
C	Cash flow from financial activities				
	i) Repayment of Long Term Borrowings	(396.02)		(221.42)	
	ii) Proceeds from ((Repayment) of Short Term Borr	510.92		(64.99)	
	iii) Interest paid / Financial Charges	(186.68)		(166.75)	
Net flow from financial activities (Total c)		(71.78)		(453.15)	
Closing balance (a+b+c)			(7.95)		(190.25)
Cash and Cash equivalent opening balance			23.77		214.02
Cash and Cash equivalent closing balance			15.83		23.77

Cash & Cash Equivalent Comprise off

Cash On Hand	0.07	9.37
Balance in Banks in current account	0.22	0.22
Fixed deposit with Bank Incl accrued interest maturing within 12	15.54	14.19
	<u>15.83</u>	<u>23.77</u>

Note: The cash flow statement has been prepared as per Indirect Method according to Indian Accounting Standard - 7 "Cash Flow Statement".

As per our report of even date attached
For Gautam N Associates
Chartered Accountants
FRN 103117W


Gautam Nandawat
Partner
M No 32742
UDIN :23032742BGSSLT7343

Place : Chhatrapati Sambhajinagar
Date: 29-05-2023

For and on behalf of the Board of Director


Arvind Machhar
Chairman Cum Managing Director
DIN: 00251843


Shrikant Wani
Chlef Financial Officer
PAN: ABMPW8556C


Sandeep Machhar
Director
DIN: 00251892


Jyoti Bajpal
Company Secretary
PAN: BJJPB1633F

Statement of Changes in Equity for financial year ended on 31st March, 2023					
A. Capital					Rs. in Lakhs
Types of Capital				Balances at the beginning of the year at the reporting period	Balance at the end of the reporting period
Changes in the equity shares during the year					
A. Issued Equity Share Capital			603.64	-	603.64
B. Other Equity					
Particular	Reserves and Surplus			Other Comprehensive Income	Total
	Capital Reserve	Security Premium	Retained Earning		
Balances at the beginning of the year 01.04.2022	703.98	480.90	-1927.98	6.49	-736.61
Changes in the accounting policies or prior period errors	0.00	0.00	0.00	0.00	0.00
Restated balance at the beginning of the year on account of fair valuation	0.00	0.00	0.00	0.00	0.00
Profit for the year	0.00	0.00	-116.08	0.00	-116.08
Total Comprehensive Income for the year	0.00	0.00	0.00	4.11	4.11
Profit on sale of investment (reclassified)	0.00	0.00	0.00	0.00	0.00
Transfer to Retained Earnings	0.00	0.00	0.00	0.00	0.00
Balance at the end of the reporting period 31.03.2023	703.98	480.90	-2044.06	10.60	-848.58

Statement of Changes in Equity for financial year ended on 31st March, 2022					
A. Capital					Rs. in Lakhs
Types of Capital				Balances at the beginning of the year at the reporting period	Balance at the end of the reporting period
Changes in the equity shares during the year					
A. Equity Share Capital			603.64	0.00	603.64
B. Other Equity					
Particular	Reserves and Surplus			Other Comprehensive Income	Total
	Capital Reserve	Security Premium	Retained Earning		
Balances at the beginning of the year 01.04.2021	703.98	480.90	-1810.34	5.16	-620.31
Deferred Tax Liability on account of fair value of assets				0.00	0.00
Restated balance at the beginning of the year on account of fair valuation	0.00		162.88	0.00	162.88
Profit/(Loss) for the year			-280.5	0.00	-280.51
Total Comprehensive Income for the year	0.00		0.00	1.33	1.33
Transfer to Retained Earnings	0.00		0.00	0.00	0.00
Balance at the end of the reporting period 31.03.2022	703.98	480.90	-1927.98	6.49	-736.61

For Gautam N Associates
Chartered Accountants
FRN 103117W

Gautam

Gautam Nandawat
Partner
M No 32742

UDIN: 23032742BGSSLT7343

Place : Chhatrapati Sambhajinagar
Date:



For and on behalf of the Board of Director

Arvind Machhar

Arvind Machhar
Chairman Cum Managing Director
DIN: 00251843

Sandeep Machhar

Sandeep Machhar
Director
DIN: 00251892

Shrikant Wani

Shrikant Wani
Chief Financial Officer
PAN: ABMPW8556C

Jyoti Bajpai

Jyoti Bajpai
Company Secretary
PAN: BJJPB1633F

Ind AS Reconciliation
Balance Sheet

Particulars	Previous GAAP	Transition Effect	Ind AS As at	Previous GAAP As	Transition Effect	Ind AS As at
	As at 31/03/2022	As at 31/03/2022	31/03/2022	at 01/04/2021	As at 01/04/2021	01/04/2021
	Rs. in Lakhs	Rs. in Lakhs	Rs. in Lakhs	Rs. in Lakhs	Rs. in Lakhs	Rs. in Lakhs
Assets						
I) Non-Current Assets						
a) Property, plant and Equipment	1,583.34	-	1,583.34	1,618.66	176.27	1,794.92
b) Capital Work In Progress	-	-	-	-	-	-
c) Financial Assets	-	-	-	-	-	-
(i) Investment	10.89	-	10.89	3.87	6.49	10.36
(ii) Loans	-	-	-	-	-	-
d) Deferred Tax Assets (Net)	-	-	-	-	-	-
e) Other Non-current Assets	12.61	-	12.61	12.87	-	12.87
	1,606.84	-	1,606.84	1,635.39	182.76	1,818.15
II) Current Assets						
a) Inventories	104.76	-	104.76	175.66	-	175.66
b) Financial Assets	-	-	-	-	-	-
(i) Investment	-	-	-	-	-	-
(ii) Trade Receivables	388.52	-	388.52	353.91	-	353.91
(iii) Cash and cash equivalents	23.77	-	23.77	214.02	-	214.02
(v) Loans	24.19	-	24.19	28.41	-	28.41
(vi) Others	-	-	-	-	-	-
c) Current Tax Assets (Net)	6.79	-	6.79	7.44	-	7.44
d) Other current assets	79.01	-	79.01	148.02	-	148.02
	627.04	-	627.04	927.46	-	927.46
Total Assets	2,233.88	-	2,233.88	2,562.85	182.76	2,745.61
Equity and Liabilities						
Equity						
a) Equity Share Capital	580.40	-	580.40	580.40	-	580.40
b) Other Equity	(736.61)	-	(736.61)	(640.18)	182.76	(457.43)
	(156.21)	-	(156.21)	(59.78)	182.76	122.98
Liabilities						
I) Non-Current Liabilities						
a) Financial Liabilities						
(i) Borrowings	1,491.89	-	1,491.89	1,713.31	-	1,713.31
(ii) Trade Payables	-	-	-	-	-	-
(iii) Other financial liabilities	-	-	-	-	-	-
b) Provisions	64.19	-	64.19	50.15	-	50.15
c) Deferred tax liabilities (Net)	-	-	-	-	-	-
d) Other non-current liabilities	-	-	-	-	-	-
	1,556.08	-	1,556.08	1,763.46	-	1,763.46
II) Current Liabilities						
a) Financial Liabilities						
(i) Borrowings	462.80	-	462.80	527.79	-	527.79
(ii) Trade Payables	257.02	-	257.02	-	-	-
(iii) Other financial liabilities	-	-	-	-	-	-
b) Other current liabilities	113.91	-	113.91	245.20	-	245.20
c) Provisions	0.27	-	0.27	-	-	-
d) Current Tax Liabilities (Net)	-	-	-	86.19	-	86.19
	834.00	-	834.00	859.17	-	859.17
Total	2,233.88	-	2,233.88	2,562.85	182.76	2,745.61

Notes to the reconciliations

1) These financial statements of Company for the year ended 31st March, 2023 have been prepared in accordance with Ind AS. For the purposes of transitions to the Ind AS, the company has followed the guidance prescribed in AS 101, First time adoption of Indian Accounting Standards, with 1st April, 2021 as the transition date and IGAAP as per previous GAAP.

2) The Company has elected to measure its Property, Plant & Equipments at fair value at the date of transition to Ind AS. Gain on such fair valuation Rs.176.27 Lakhs has been recognised in the opening retained earnings as at 1st April, 2021. The Company has appreciated the fair value of freehold land based upon the valuation report submitted by external technical expert which is reflected in the Statement of Profit and Loss.



**Ind AS Reconciliation
Statement of Profit and Loss**

Rs. in Lakhs

	Previous GAP As at 31/03/2022	Transition Effect As at 31/03/2022	Ind AS As at 31/03/2022
Revenue from Operations (Gross)	1,152.93	-	1,152.93
Other Income	111.60	-	111.60
Total Revenue	1,264.53	-	1,264.53
Expenses			
Cost of Materials Consumed	453.25	-	453.25
Changes in Inventories of Finished Goods and Work-in-Progress	42.87	-	42.87
Employee Benefits Expense	302.49	-	302.49
Finance Costs	166.75	-	166.75
Depreciation Expense	176.07	-	176.07
Other Expenses	403.61	-	403.61
Total Expenses	1,545.04	-	1,545.04
Profit Before Exceptional Items and Tax	(280.51)	-	(280.51)
Prior period Items	(14.71)	14.71	-
Profit before tax	(295.22)	14.71	(280.51)
- Tax Expense			
Income Tax- Current Year	-	-	-
Deferred Tax Charge	-	-	-
Profit for the Year	(295.22)	14.71	(280.51)
Other Comprehensive Income			
A. (i) Items that will not be reclassified to Profit and Loss	-	1.33	1.33
(ii) Income tax relating to items that will not be reclassified to Profit and Loss	-	-	-
B. (i) Items that will be reclassified to Profit and Loss	-	-	-
(ii) Income tax relating to items that will be reclassified to Profit and Loss	-	-	-
Total Comprehensive Income	(295.22)	16.04	(279.18)



Ind AS Reconciliation

Reconciliation of Net Profit and Equity as reported under previous GAAP and Ind AS is as under

	Note	Net Profit Reconciliation	Other Equity Reconciliation	
		As at 31.03.2022 Rs. in Lakhs	As at 31.03.2022 Rs. in Lakhs	As at 01.04.2021 Rs. in Lakhs
Net Profit/Equity as per previous Indian GAAP		(295.22)	-	(1,810.34)
Reclassification of prior period items		14.71	-	(14.71)
Profit / (Loss) for the year		-	-	-
Fair value of Land and Factory Building	3	-	-	176.27
Fair value of Investment	4	-	-	1.32
Net Profit for the period as per Ind AS		(280.51)	-	(1,647.47)
Other Comprehensive Income (Net of Taxes)		-	-	-
Total Comprehensive Income (Net of Taxes)		(280.51)	-	(1,647.47)

Statement of Cash Flows

	Note	Previous GAP As at 31.03.2022 Rs. in Lakhs	Transition Effect As at 31.03.2022 Rs. in Lakhs	Ind AS As at 31.03.2022 Rs. in Lakhs
Net Cash Flow from Operating Activities		183.05	1.33	184.37
Net Cash Flow from Investing Activities		78.53		78.53
Net Cash Flow (used in) Financing Activities		(453.15)		(453.15)
Net Cash Inflow		(191.58)	1.33	(190.25)
Opening Cash and Cash Equivalents		214.02		214.02
Exchange fluctuation on foreign currency bank balances				
Closing Cash and Cash Equivalents		23.77		23.77
Profit for the Year		(280.51)	1.33	(279.18)



1 General Information

Apt Packaging Limited (CIN L24100MH1980PLC022746) is incorporated under the Companies Act, 1956 having its registered office at Gut No. 76, Village Pangra Pailhan Road, Tq. Paithan, Dist Chhatrapati Sambhajnagar MH. The company is engaged in the business of Production of Co-ex tube. The factory is situated at Laksar, Dist. Haridwar, Ultrakhand.

2 SIGNIFICANT ACCOUNTING POLICIES:

A Basis of Preparation and Presentation

i) The financial statements are prepared on historical cost basis in accordance with applicable Indian Accounting Standards (Ind AS) and on accounting principles of going concern except property, plant and equipments which are measured at fair values. These financial statements have been prepared to comply with all material aspects with the Indian accounting standards notified under section 133 of the Act, (the "Act") read with Rule 7 of the Companies (Accounts) Rules, 2014, and the other relevant provisions of the Act.

ii) Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policies hitherto in use.

iii) 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 Act. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current classification of assets and liabilities.

B REVENUE RECONGNITION

i) Revenue is measured at the transaction valued considered as fair value of the consideration received or receivable where the ownership and significant risk has been transferred to the buyer.

ii) Interest on overdue debtors is accounted for as and when received, as the collection cannot be ascertained with reasonable certainty.

iii) Sales return are accounted for / provided for in the year in which they pertain to, as ascertained till finalization of the books of account.

C PROPERTY, PLANT AND EQUIPMENTS

i) 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 deemed cost less and accumulated depreciation. Freehold land is not depreciated.

ii) Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

iii) Furniture and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

iv) An item of property, plant and equipment is derecognised upon disposal 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 to the standalone statement of profit and loss.



D CAPITAL WORK-IN-PROGRESS

Expenditure related to and incurred during the implementation of the projects is included under Capital Work-in-Progress and the same are capitalized under the appropriate heads on completion of the projects.

E DEPRECIATION / AMORTIZATION

i) Depreciation on tangible Fixed Assets is provided for on the basis of useful life specified in Schedule II to the Act.

iii) Depreciation is charged as per the provisions of Schedule II to the Act based upon useful life of assets. The useful life is adopted for the purpose of depreciation is as under.

Assets	Useful life year
i) Factory Building	30
ii) Plant & Machineries	15
iii) Office Equipments	15
iv) Computers	3
v) Furniture & Fixture	10
vi) Vehicles	8

F IMPAIRMENT

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased.

G INVENTORIES:

Stock of raw materials, Packing Materials stores and spares is valued at lower of cost, ascertained on weighted average cost (moving average basis) or net realizable value.

*Cost stated above comprises all costs of purchase (moving average basis), cost of conversion, overheads, cost incurred to bring inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and the estimated costs necessary to make the sale.

Obsolete, defective and unserviceable inventories including slow moving stocks are provided for, based on technical evaluation.

H FOREIGN CURRENCY TRANSACTIONS:

i) Transactions in foreign currency are recorded at the rate prevailing on the date of the transaction.

ii) Current Assets and Current Liabilities in foreign currency outstanding as at the year-end are stated at the rates of exchange prevailing at the close of the year. The resultant gains/losses of the year are recognized in the Statement of Profit and Loss.

I GOVERNMENT GRANTS

i) Grants are accounted for where it is reasonably certain that the ultimate collection will be made.

ii) Grants relating to Fixed Assets in the nature of Project Capital Subsidy are credited to Capital Reserve.

iii) Others are credited to Statement of Profit and Loss.



J EMPLOYEES BENEFITS:

Liability as at the year end in respect of retirement benefits in respect of gratuity is provided for based upon actuarial valuation and charged to Statement of Profit and Loss. Retirement benefit in compensated absences is calculated based on the company's policy and provided for. Other retirement benefits are charged as follows:

i) Provident Fund / Family Pensions:

At a percentage of salary/wages for eligible employees.

ii) Retirement benefit costs and termination benefit in respect of gratuity

The Company determines the present value of the defined benefit obligation and recognizes the liability or asset in the balance sheet.

The present value of the obligation is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each year

Defined benefit costs are composed of:

(a) service cost – recognized in profit or loss; service cost comprises (i) current cost which is the increase in the present value of defined benefit obligations resulting from employee service in the current period, (ii) past service cost which is the increase in the present value of defined benefit obligations resulting from employee service in the prior periods resulting from a plan amendment, and (iii) gain or loss on settlement.

(b) remeasurements of the liability or asset - recognized in other comprehensive income.

(c) remeasurements of the liability or asset essentially comprise of actuarial gains and losses (i.e. changes in the present value of defined benefit obligations resulting from experience adjustments and effects of changes in actuarial assumptions).

Short-term benefits: A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave and other short term benefits in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Other long-term benefits: Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group in respect of services provided by employees up to the reporting date.

iii) Bonus

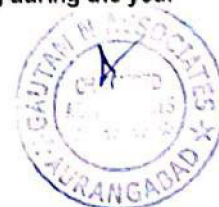
The company recognises a liability and expense for bonus. The company recognises a provision where contractually obliged or where there is past practice that has created a constructive obligation.

K BORROWING COST

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred. The Company determines the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the period less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are determined by applying a capitalisation rate to the expenditures on that asset. The Company suspends capitalisation of borrowing costs during extended periods in which it suspends active development of a qualifying asset

L EARNING PER SHARE

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Earnings considered in ascertaining the Company's earnings per share is the net profit for the year attributable to equity share holders. The weighted average number of equity shares outstanding during the year and for all years presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year is adjusted for the effects of all dilutive potential equity shares.



M TAXATION

INCOME TAX

Provision for Current Tax is made and retained in the accounts on the basis of estimated tax liability as per applicable provisions of Income Tax Act 1961.

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. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

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

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

Deferred tax assets and liabilities 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.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

The Company recognises interest levied and penalties related to Income Tax assessments in the tax expense.

N USE OF ESTIMATES

The preparation of Financial Statements requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of Financial Statements and the reported amounts of revenues and expenses during the reporting period. Difference between the actual results and the estimates are recognised in the period in which the results are known/ materialised.

O PROVISIONS AND CONTINGENT LIABILITIES

Provisions: Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.



Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

P CASH AND CASH EQUIVALENTS

In the Cash Flow Statement, cash and cash equivalents includes cash on hand, demand and short term deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

Q FINANCIAL ASSETS AT AMORTISED COST

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and 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.

R 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 collecting contractual cash flows and selling financial assets and a contractual terms of the financial assets give rise on the specified dates to cash flows that are solely payment of the principal and interest on the principal amount outstanding.

S 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 on initial recognition. The transaction costs directly attributable to the acquisition of assets and liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

T FINANCIAL LIABILITIES

Financial liabilities are measured at amortised cost using the effective interest method, if tenure of repayment of such liability exceeds one year.

U RECLASSIFICATION OF FINANCIAL ASSETS

The Company determines classification of the financial assets and liabilities on initial recognitions. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when a company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognized gains, losses (including impairment gains and losses) or interest.

V OFFSETTING OF FINANCIAL INSTRUMENTS

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet if there is currently enforceable legal right to offset the recognized amounts and there is on intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

W LEASES :

Leases which are short term and cancelable at the option of lessor / lessee are treated as operating leases and lease rent payable on such leases is charged to the Statement of Profit and Loss Account.



APT PACKAGING LIMITED

NOTE NO. 3
PROPERTY, PLANT AND EQUIPMENTS FOR THE YEAR ENDED ON 31ST MARCH 2023

Rs. in Lakhs

PARTICULARS	Gross Block				Depreciation/ Impairment					Net Block	
	As at 01.04.2022	Addition	Deduction	As at 31.03.2023	Upto 01.04.2022	For the year	Deduction	Adjustments/ Impairment	Upto 31.03.2023	As at 31.03.2023	As at 31.03.2022
Tangible Assets :											
Freehold Land	277.47	-	-	277.47	-	-	-	-	-	277.47	277.47
Factory Building	313.67	-	-	313.67	108.68	8.92	-	-	117.61	198.06	204.99
Plant and Equipment	4,473.54	17.51	761.86	3,619.38	3,459.09	124.77	607.72	180.40	2,795.75	823.64	1,014.45
Office Equipments	28.41	-	-	19.79	8.62	24.65	-	-	6.47	2.15	3.76
Vehicles	104.20	-	-	104.20	87.48	4.27	-	18.18	90.68	13.52	16.72
Computers	57.75	1.60	-	51.01	8.34	6.47	0.15	(0.01)	6.63	1.71	51.28
Furniture and Fixtures	29.05	-	-	15.05	14.00	14.38	-	1.08	13.30	0.70	14.67
Total	5,284.09	19.11	761.86	4,345.89	3,700.75	138.12	607.72	200.72	3,030.43	1,315.26	1,583.34

PROPERTY, PLANT AND EQUIPMENTS FOR THE YEAR ENDED ON 31ST MARCH 2022

Rs. in Lakhs

PARTICULARS	Gross Block				Depreciation/ Impairment					Net Block	
	As at 01.04.2021	Addition	Deduction	As at 31.03.2022	Upto 01.04.2021	For the year	Deduction	Adjustments/ Impairment	Upto 31.03.2022	As at 31.03.2022	As at 31.03.2021
Tangible Assets :											
Freehold Land	277.47	-	-	277.47	-	-	-	-	-	277.47	277.47
Factory Building	313.67	-	-	313.67	99.29	9.40	-	-	108.68	204.99	214.38
Plant and Equipment	4,473.54	-	-	4,473.54	3,225.64	162.68	138.48	(209.25)	3,459.09	1,014.45	1,247.90
Office Equipments	28.41	-	-	28.41	22.09	-	15.62	(18.18)	24.65	3.76	6.32
Vehicles	104.20	-	-	104.20	83.68	3.80	-	-	87.48	16.72	20.52
Computers	57.75	-	-	57.75	31.80	0.10	25.43	-	6.47	51.29	25.95
Furniture and Fixtures	29.05	-	-	29.05	26.68	0.09	12.39	-	14.38	14.67	2.38
Total	5,284.09	-	-	5,284.09	3,489.17	176.07	191.92	(227.43)	3,700.75	1,583.34	1,794.92

3.1 There is no capital work in progress at the year end.

3.2 The Company has elected to measure land, factory building and plant & machinery at fair value at the date of transition to Ind AS (1st April, 2021) and use those fair values as their deemed cost. This valuation is based on the report of an independent third party valuer. The carrying amounts of land, factory building and Plant & Machinery under the previous GAAP are as follows:

Description of assets	Carrying value Rs	Fair Value Rs
Freehold Land	122.56	277.47
Factory Building	292.31	313.67
Plant and Equipment	4,473.54	4,473.54
Office Equipments	28.41	28.41
Vehicles	104.20	104.20
Computers	57.75	57.75
Furniture and Fixtures	29.05	29.05
Total	5,107.83	5,284.09



NOTE – 4

NON-CURRENT INVESTMENTS

Rs. In Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
Unquoted Investments:-			
1050 Shares of Rs. 10 each fully paid up in Devgirl Nagri Sahkari Bank Equity Shares	0.11	0.11	0.11
Total (a)	3.39	3.39	3.39
Quoted Investments:-			
Mutual Funds	0.12	0.12	0.12
Equity Shares	8.97	7.28	6.75
Total (b)	9.09	7.39	6.87
Total (a+b)	12.58	10.89	10.36

NOTE – 5

OTHERS NON CURRENT ASSETS

Rs. In Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
Unsecured; considered good			
Security Deposits	16.74	10.72	10.98
Plant & Equipments held for sale	154.14	-	-
Income tax - Appeal Deposit	1.89	1.89	1.89
	172.77	12.61	12.87

NOTE – 6

INVENTORIES

Rs. In Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
Raw Material	32.24	21.60	68.00
Finished & Semi Finished goods	67.33	31.30	36.97
Work In Progress	90.90	31.63	41.35
Packing Material	5.37	4.29	4.69
Stores and Spares	11.48	15.94	13.27
Goods in Transit	-	-	11.39
	207.32	104.76	175.66

NOTE – 7

TRADE RECEIVABLES

Rs. In Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
Secured	-	-	-
Others	350.19	388.52	353.91
Less : Provision for Bad and Doubtful debts	(29.72)	-	-
	320.47	388.52	353.91

7.1 Trade Receivable ageing as on 31st March 2023

Rs. in Lakhs

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables – considered good	308.24	8.23	3.60	-	0.40	320.47
ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-
v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	18.91	10.80	29.72
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-
Total	308.24	8.23	3.60	18.91	11.20	350.19

7.2 Trade Receivable ageing as on 31st March 2022

Rs. in Lakhs

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables – considered good	358.33	-	3.31	2.08	24.80	388.52
ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-
v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-
Total	358.33	-	3.31	2.08	24.80	388.52



**NOTE – 8
CASH AND CASH EQUIVALENTS**

Rs. in Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
Cash on Hand	0.07	9.37	9.95
Cheque In Hand	-	-	179.65
Balance with Banks	-	-	-
In Current Account	0.22	0.22	0.22
In Fixed Deposit Account including interest accrued (having maturity period within 12 months)	15.54	14.19	24.20
	15.83	23.77	214.02

**NOTE – 9
SHORT TERM LOANS AND ADVANCES**

Rs. in Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
Unsecured; considered good			
Advance to Suppliers	28.26	15.75	16.02
Advances recoverable in cash or in kind or for value to be received	0.71	8.44	12.39
	28.97	24.19	28.41

**NOTE – 10
CURRENT TAX ASSETS (NET)**

Rs. in Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
Income tax refund receivable	3.93	6.79	7.44
	3.93	6.79	7.44

**NOTE – 11
OTHER CURRENT ASSETS**

Rs. in Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
Pre-paid Expenses	2.16	0.82	1.74
GST Receivables	17.33	10.24	20.60
Interest Receivable	0.40	-	-
Export Incentives Receivables	31.31	67.95	125.68
	51.20	79.01	148.02

**NOTE – 12
SHARE CAPITAL**

Rs. in Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
Authorised 1,00,00,000 (Previous year: 1,00,00,000) Equity Shares of Rs 10 each	1,000.00	1,000.00	1,000.00
ISSUED: 60,36,417 (Previous year: 60,36,417) Equity shares of Rs10 each	603.64	603.64	603.64
PAID UP: 52,63,467 (Previous year: 52,63,467) Equity Shares of Rs 10 each fully paid up	526.35	526.35	526.35
Add: 7,72,920 (Previous year 7,72,920) Forfeited Shares (amount originally paid up)	54.06	54.06	54.06
	580.40	580.40	580.40



**NOTE – 13
OTHERS EQUITY**

Rs. In Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
Capital Reserves	703.98	703.98	703.98
Securities Premium	480.90	480.90	480.90
Retained Earnings	(2,044.06)	(1,927.98)	(1,647.47)
Other Comprehensive Income	10.60	6.49	5.16
	(848.58)	(736.61)	(457.43)

**NOTE – 14
NON-CURRENT BORROWINGS**

Rs. In Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
SECURED LOANS:			
Term Loans From Banks (Refer Note No 14.1)	51.45	139.96	343.43
Vehicle Term Loans (Refer Note No 14.2)	-	-	2.10
Total (a)	51.45	139.96	345.53
UNSECURED LOANS:			
Inter-corporate deposits from related companies	246.42	211.62	175.38
Inter-corporate deposits from others	48.00	100.50	131.81
Directors	750.00	1,039.81	1,060.59
Total (b)	1,044.42	1,351.93	1,367.78
Total (a+b)	1,095.87	1,491.89	1,713.31

14.1 Term Loan from Bank are secured by way of hypothecation of entire present and future current assets and second charge by way of hypothecation / mortgage over entire fixed assets of the company carrying rate of interest in the range of 7.65% to 11.95% p.a. The loans are personally guaranteed by two promoter-directors of the Company.

14.2 Secured by way of hypothecation of the vehicle acquired.

**NOTE – 15
NON CURRENT PROVISIONS**

Rs. In Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
PROVISIONS FOR EMPLOYEE BENEFITS			
Gratuity	33.55	42.96	35.82
Compensated Absence	6.43	21.23	14.33
	39.98	64.19	50.15

**NOTE – 16
CURRENT BORROWINGS**

Rs. in Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
SECURED			
Cash credit	193.41	333.89	306.57
Packing credit, post shipment and ILC acceptance	94.11	0.00	0.00
Current Maturities of long term debts	686.21	128.91	221.21
	973.72	462.80	527.79

16.1 Cash credit from bank are secured by hypothecation of entire current assets, present & future, including entire stocks (raw materials, SFG, Finished Goods) Book Debts, Loans and advances etc. The cash credit facility availed carries the rate of interest at the rate of 11.95%.. Packing credit and post shipment credit are repayable on demand and carry interest rates of 7.55% and secured by hypothecation of raw material, stock in process, finished goods or any security required for the purpose of execution of export order. All working capital limits are personally guaranteed by two Promoter-Directors of the Company.



NOTE – 17
TRADE PAYABLES

Rs. in Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
MSME	11.53	27.22	-
Others	196.40	229.80	245.20
	207.93	257.02	245.20

17.1 The parties covered under the MSME Act have been identified based on the information regarding their status submitted to the company.

17.2 Interest on account of delayed payment to MSME amounting to Rs. 99,403 has not been provided for due to financial exigencies.

17.3 Trade Payables ageing schedule as on 31st March 2023						Rs. in Lakhs
Particulars	Unbilled	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
i) MSME	2.97	7.38	-	1.18	-	11.53
ii) Others	-	147.48	13.52	10.21	25.20	196.40
iii) Disputed dues- MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	2.97	154.86	13.52	11.39	25.20	207.93

17.4 Trade Payables ageing schedule as on 31st March 2022						Rs. in Lakhs
Particulars	Unbilled	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
i) MSME	-	20.48	5.48	1.04	0.22	27.22
ii) Others	-	185.71	34.10	3.73	6.26	229.80
iii) Disputed dues- MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	-	206.19	39.58	4.77	6.48	257.02

NOTE – 18
OTHER CURRENT LIABILITIES

Rs. in Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
Advances from Customers	7.57	6.65	13.34
Statutory Liabilities	18.24	17.12	13.93
Employee Benefit Payables	47.86	75.41	37.02
Expenses Payables	5.27	14.72	21.91
	78.94	113.91	86.19

NOTE – 19
CURRENT PROVISIONS

Rs. in Lakhs

PARTICULARS	As at 31/03/2023	As at 31/03/2022	As at 01/04/2021
PROVISIONS FOR EMPLOYEE BENEFITS			
Gratuity	0.07	0.27	-
	0.07	0.27	-



APT PACKAGING LIMITED

NOTE – 20
REVENUE FROM OPERATIONS

Rs. in Lakhs

PARTICULARS	For the year ended on 31st March, 2023	For the year ended on 31st March, 2022
Sale of goods (Co-ex Tube)	1,417.72	1,151.85
Jobwork Receipt (Processing Charge)	4.12	1.08
	1,421.84	1,152.93

NOTE – 21
OTHER INCOME

Rs. in Lakhs

PARTICULARS	For the year ended on 31st March, 2023	For the year ended on 31st March, 2022
Dividend on Shares	0.09	0.20
Interest on Fixed Deposit & Others	1.18	1.30
Sundry Credit Balances written back	25.93	2.66
Export Incentives	9.18	9.34
Miscellaneous Income	4.09	4.75
Profit on sale of Fixed Assets	-	77.50
Profit on sale of Investments	60.68	10.58
Reversal of provision for gratuity	-	-
Reversal of provision for compensated absences	6.51	-
ICD Balance written back	17.50	-
Excess Provision For Depreciation written back	5.06	-
Gain on Foreign Currency Transactions	12.14	5.28
	142.36	111.60

NOTE – 22
COST OF MATERIAL CONSUMED

Rs. in Lakhs

PARTICULARS	For the year ended on 31st March, 2023	For the year ended on 31st March, 2022
Opening Stock	21.60	40.53
Purchases	632.75	434.32
Less: Closing Stock	-32.24	-21.60
	622.11	453.25
Material consumption under broad head:		
Polyethylene	333.34	208.30
Polypropylene	126.29	128.55
Master Batch	27.96	20.92
Labels	80.30	54.52
Other Materials	54.22	40.96
	622.11	453.25

NOTE – 23
CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS

PARTICULARS	For the year ended on 31st March, 2023	For the year ended on 31st March, 2022
Opening Finished Goods	31.29	64.44
Closing Finished Goods	67.33	31.29
(Increase)/Decrease (a)	(36.04)	33.15
Opening Work-in-Progress	31.63	41.35
Closing Work-in-Progress	90.90	31.63
(Increase)/Decrease (b)	(59.27)	9.72
Net (Increase)/Decrease (a+b)	(95.31)	42.87

