



# POLYMAC THERMOFORMERS LIMITED

CIN No. L25201WB1999PLC090774

29A, WESTON STREET, 3RD FLOOR, ROOM NO. : C-5, KOLKATA - 700 012

Ref. No. ....

Date.....

**Date: 29/08/2022**

To,  
**Corporate Compliance Department**  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

Dear Sir/Madam,

**Sub: Intimation under Regulation 30 and Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to the Regulation 30 and 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we inform you that a Meeting of the Shareholders of the Company will be held on Wednesday, 28<sup>th</sup> September, 2022, at 01:30 P.M. at **29A, Weston Street, 3<sup>rd</sup> Floor, Room No. C5, Kolkata-700012** inter alia, to convene the 23<sup>rd</sup> Annual General Meeting of the Company.

Thanking you,  
Yours faithfully

**For POLYMAC THERMOFORMERS LIMITED**

*Polymac Thermoformers Limited*  
*Anjali Gupta*  
*Company Secretary*

**ANJALI GUPTA**  
**(Company Secretary & Compliance Officer)**  
**M. No.: 63182**

Encl: 1. Annual Report

CC:

To,

- National Securities Depository Limited**  
"Exchange Plaza", 5<sup>th</sup> Floor,  
Plot No. C/1, G Block,  
Bandra- Kurla Complex, Bandra (East),  
Mumbai - 400051

2. **Central Depository Services Limited**

Marathon Futurex,  
A-Wing, 25<sup>th</sup> Floor,  
NM Joshi Marg, Lower Parel,  
Mumbai 400013



**September 28**

**2022**

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***POLYMAC THERMOFORMERS  
LIMITED***

***23RD ANNUAL REPORT***

Twenty Third Annual Report  
**POLYMAC THERMOFORMERS LIMITED**  
(CIN: L25201WB1999PLC090774)

**BOARD OF DIRECTORS**

1. Mr. Pramod Kumar Agrawal (Director)
2. Mr. Puspjeet Kumar (Director)
3. Mrs. Sunita Shroff ( Wholetime Director)
4. Mr. Abhay Goenka (Director)

**CHIEF FINANCIAL OFFICER**

Mr. Sourav Mondal

**COMPANY SECRETARY**

Mrs. Anjali Gupta

**BANKERS**

ICICI Bank

**AUDITORS**

Pankaj Verma & Associates

**Annual Report**  
**2021-2022**

**REGISTERED OFFICE**

29A Weston Street 3rd Floor,  
Room No C5 Kolkata – 700012  
Tele: 033-4601 2317

**Email:**

polymacthermo@gmail.com

**WEBSITE:**

www.polymacthermoformers.com

**SHARE REGISTRARS**

M/S Purva Sharegistry (India) Private  
Limited

9 Shiv Shakti Ind. Estt. Ground Floor

J R Boricha Marg Lower Parel

East Mumbai – 400011

Email: support@purvashare.com

**STOCK EXCHANGES WHERE SHARES  
OF THE COMPANY ARE LISTED**

**BSE Limited**

Phiroze Jeejee bhoy Towers, Dalal  
Street, Mumbai- 400001

Fax No. (022)

22723121/8013/8390/8307

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### **Notice for Twenty Third Annual General Meeting**

Notice is hereby given that the Twenty Third Annual General Meeting (AGM) of **POLYMAC THERMOFORMERS LIMITED** will be held on Wednesday, the 28<sup>th</sup> Day of September, 2022 at 01:30 P.M. at **29A, Weston Street, 3<sup>rd</sup> Floor, Room No. C5, Kolkata-700012** to transact the following business:

#### **ORDINARY BUSINESS:**

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as Ordinary Resolutions:

**“RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

2. To appoint Mr. Puspjeet Kumar (DIN: 00548463), who retires by rotation as a Director and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Puspjeet Kumar (DIN: 00548463), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company.”

#### **SPECIAL BUSINESS:-**

#### **3. Appointment of Mr. Abhay Goenka (DIN 09286187) as Independent Director of the company and to consider, and if thought fit, to pass the following resolution with or without modification as a Special resolution :**

**“RESOLVED THAT** pursuant to the provisions of section 149, 152 and read with Schedule IV and all other applicable provisions of the Companies Act, 2013, if any, and read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Abhay Goenka (DIN 09286187) who was appointed as an Additional Independent Director by the Board of Directors at their meeting with effect from 17<sup>th</sup> December, 2021 pursuant to provision of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and being eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for 5 consecutive years for a term.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized, on behalf of the Company, to do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this resolution.

**4. Approval of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013 and to consider, and if thought fit, to pass the following resolution with or without modification as a Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 185 of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017, approval of shareholders of the Company be and is hereby accorded for making of loan(s), including loan represented by way of Book Debt (the “Loan”) to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any loan taken/ to be taken by any entity, being an entity under the category of a person in whom any of the director of the company is interested’, of an aggregate outstanding amount not exceeding Rs. 50,00,00,000/- (Rupees Fifty Crores only).”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee thereof) be and is hereby authorized to negotiate, finalise and agree the terms and conditions of the aforesaid loan/guarantee/security, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.”

**5. Approval of Inter-corporate Loans, Investment, Guarantee or security and acquisition under Section 186 of Companies Act, 2013 and to consider, and if thought fit, to pass the following resolution with or without modification as a Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of section 186 and all other applicable provisions of the Companies Act, 2013, if any, and rules made there under (including any Statutory modification or re-enactment thereof or of any other law for the time being in force)and such approvals as may be required in that behalf, the consent of the Members of the company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee) to make investment in shares or securities, mutual funds etc. or to grant loans or giving of guarantee(s) or provide any security(ies) to any bank, financial institutions or any lending institutions, firms, proprietorship concern, body corporate or persons upto the monetary limit of Rs. 50,00,00,000/- (Rupees Fifty Crores only) in one or more tranches and on such terms and conditions as may be considered suitable in the interest of the company.

**RESOLVED FURTHER THAT** Board of Directors be and are hereby severally authorized to finalize, settle and execute such documents / deeds / writings / papers / agreements as may be required in this regard and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

**6. Borrowings by the Company under Section 180 of Companies Act, 2013 and to consider, and if thought fit, to pass the following resolution with or without modification as a Special Resolution:**

“**RESOLVED FURTHER THAT** pursuant to the provision of section 180 and other applicable provisions, if any, of the Companies Act 2013 (including any Statutory modification or re-enactment thereof, if any for the time being in force), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the company to borrow money / sums in one or more tranches from Banks and / or Financial / Lending Institutions and/ or Body Corporate(s) or from any other sources or other Bodies or such other Persons / Individuals, Authorities / Entities to the extent of Rs. 50,00,00,000/- (Rupees Fifty Crores only) and on such terms and conditions as may be considered suitable in the interest of the company.”

**RESOLVED FURTHER THAT** Board of Directors be and are hereby authorized to finalize, settle and execute such documents / deeds / writings / papers / agreements as may be required in this regard and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

**Date: 26/08/2022**  
**Place: Kolkata**

**By Order of the Board**  
**For POLYMAC THERMOFORMERS LIMITED**

**Sd/-**  
**ANJALI GUPTA**  
**(Company Secretary & Compliance Officer)**  
**M. No.: 63182**



**Notes:-**

1. A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a Member of the company. The instrument appointing the proxy form must be duly filled in all respect, in order to be effective, should be lodged with the Company at its Registered Office not less than 48 hours before the commencement of the meeting.

In term of Rule 19 of the Companies (Management and Administration) Rules, 2014, a person can act as a proxy on behalf of Member not exceeding 50 and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy of any other shareholder.

2. Members / Proxies should bring their copy of Annual Report and the Attendance Slip duly filled-in and signed for attending the Annual General Meeting. Copies of Annual Report and Attendance Slip will not be available for distribution at the AGM.

3. Corporate Members intending to send their authorized representative to attend the meeting are requested to send certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Annual General Meeting.

4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.

5. All documents referred to in the accompanying Notice shall be available for inspection by the Members at the Registered Office of the Company on all working days (except Saturdays, Sundays and Holidays) between 11.00 A.M. to 1.00 P.M, upto the date of the AGM.

6. The Register of Members and Share Transfer Books of the Company will remain closed from **Thursday, September 22, 2022 to Wednesday, September 28, 2022** (both days inclusive) for the purpose of Annual General Meeting.

7. The voting rights shall be in proportion to the shares held by the members as on the the cut-off date (record date) i.e. **Wednesday, 21<sup>st</sup> September, 2022**. Members holding shares on the said cut-off date, are eligible to cast their vote electronically or at the AGM. Any member who acquires shares of the Company after dispatch of Notice of AGM may approach the company / NSDL for User ID and Password.

8. Members desiring any information on the Accounts and operations of the company are requested to send their queries to the Company at least 10 days in advance so as to enable the Company to keep the information ready at the meeting.

9. Members are requested to notify immediately on any change in their address to the Company / Registrar and Share Transfer Agent of the Company.

10. In line with the measures of Green Initiatives, the Companies Act, 2013 provides for sending notice of the meeting and other member correspondence through electronic mode. Members holding shares in physical mode are requested to register their e-mail ids with the company / RTA. Members holding shares in demat mode are requested to register their email id's with their respective Depository Participants. If there is any change in the email id already registered with the company /RTA, members are requested to immediately notify the same to the company.

11. Electronic Copy of the Notice of Annual General Meeting of the Company is being sent to all the members whose email addresses are registered with the Company/ Depository Participant and physical copies have been dispatched through permitted mode to all other members who have not registered their e-mail-ID's or who have requested for physical copy.

12. The Annual Report for the Financial Year – 2021-2022, the Notice of AGM, is being sent to all the members whose email addresses are registered with the Company/ Depository Participant and physical copies have been dispatched through permitted mode to all other members who have not registered their e-mail-ID's or who have requested for physical copy. The aforesaid documents can also be accessed on Company's website: [www.polymacthermoformers.com](http://www.polymacthermoformers.com) under home/ investors/financial reports.

13. Members may also note that the Annual Report for 2021-2022 and the Notice of AGM has been placed on the website of the Company i.e. [www.polymacthermoformers.com](http://www.polymacthermoformers.com).

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar and Share Transfer Agent or to the Registered Office of the Company.

15. A route map giving directions to reach the venue of the Annual General Meeting is given at the end of the Notice.

16. Pursuant to Section 72 of the Companies Act, 2013, facility for making nomination is available for Members in respect of shares held by them. Members holding shares in single name and who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members holding shares in electronic form may file the Nomination form with their respective Depository Participant.

17. In case of joint holders attending the meeting, only such joint holders who are higher in the order of names will be entitled to vote at the meeting.

18. Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the resolutions for consideration at this AGM will be transacted through remote e-voting (facility to cast vote from a place other than the venue of the AGM) and also e-voting at the AGM venue, for

which purpose the Board of Directors of the Company ('the Board') have engaged the services of NSDL.

19. The facility for e-voting will be available at the AGM venue to those Members who do not cast their votes by remote e-voting prior to the AGM. Members, who cast their votes by remote e-voting, may attend the AGM but will not be entitled to cast their votes once again.

**20. Procedure and instructions for Members opting to Voting through electronic means:**

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences from **Sunday, 25<sup>th</sup> September, 2022 (09:00 A.M.)** and ends on **Tuesday, 27<sup>th</sup> September, 2022 (5:00 P.M.)**. During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **Wednesday, 21<sup>st</sup> September, 2022**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
- V. The process and manner for remote e-voting are as under:

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting for Individual shareholders holding securities in demat mode.**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

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

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

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

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

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

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
  - c) How to retrieve your ‘initial password’?
    - (i) If your email ID is registered in your demat account or with the company,

your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
    - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
  7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
  8. Now, you will have to click on "Login" button.
  9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

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

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cssantoshsingh@gmail.com](mailto:cssantoshsingh@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Amit Vishal, Senior Manager and /or Ms. Pallavi Mhatre, Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

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

**General Guidelines for shareholders:**

i) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cssantoshsingh@gmail.com](mailto:cssantoshsingh@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).



ii) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

iii) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

iv) If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote. If you forgot your password, you can reset your password by using “Forgot user Details/Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password.

v) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

vi) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **Wednesday, 21<sup>st</sup> September, 2022**.

vii) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **Wednesday, 21<sup>st</sup> September, 2022**, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [support@purvashare.com](mailto:support@purvashare.com).

viii) A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

ix) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

x) **M/S Santosh Singh & Associates**, Practising Company Secretaries has been appointed by the Board as the Scrutinizer to scrutinize the remote e-voting as well as voting by Ballot paper at the AGM in a fair and transparent manner.

xi) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “remote e-voting” or “Ballot Paper” or “Poling Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

xii) The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated

scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

xiii) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.vmvholidays.com](http://www.vmvholidays.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

**Date: 26/08/2022**  
**Place: Kolkata**

**By Order of the Board**  
**For POLYMAC THERMOFORMERS LIMITED**

**Sd/-**  
**ANJALI GUPTA**  
**(Company Secretary & Compliance Officer)**  
**M. No.: 63182**

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**Explanatory statement pursuant to section 102 of the Companies Act, 2013**

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**Item No. 3:**

**Mr. Abhay Goenka (DIN 09286187)** was appointed as an Additional (Independent) Director of the Company by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, **Mr. Abhay Goenka (DIN 09286187)** holds office upto the date of this Annual General Meeting but he is eligible for the appointment as a Director. The Company has received a consent from **Mr. Abhay Goenka (DIN 09286187)** under Companies Act, proposing his candidature for the office of Independent Director. **Mr. Abhay Goenka (DIN 09286187)** has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act. The Board thinks that his presence in the Management will be beneficial for the Company.

The Board recommends resolution to be passed as an Special Resolution.

None of the directors or Key Managerial Personnel and / or their relatives is deemed to be interested or concerned financial or otherwise, in this resolution, except to the extent of their shareholding, if any, in the Company.

**Item No. 4:**

The Company is expected to render support for the business requirements of other companies in the group, from time to time. However, owing to certain restrictive provisions contained in the Section 185 of the Companies Act, 2013, the Company was unable to extend financial assistance by way of loan, guarantee or security to other entities in the Group.

In the light of amendments notified effective May 7, 2018, inter-alia replacing the provisions Section 185 of Companies Act, 2013, the Company with the approval of members by way of special resolution, would be in a position to provide financial assistance by way of loan to other entities in the group or give guarantee or provide security in respect of loans taken by such entities, for their principal business activities.

The members may note that board of directors would carefully evaluate proposals and provide such loan, guarantee or security proposals through deployment of funds out of internal resources / accruals and / or any other appropriate sources, from time to time, only for principal business activities of the entities in the Group.

The Board recommends resolution to be passed as a Special Resolution.

None of the directors or Key Managerial Personnel and / or their relatives is deemed to be interested or concerned financial or otherwise, in this resolution, except to the extent of their shareholding, if any, in the Company.

**Item No. 5:**

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate or as and when required.

Pursuant to the provisions of section 186 of the Companies Act, 2013 and rules made there under, the Company needs to obtain prior approval of shareholders / members by way of special resolution passed at the General Meeting in case the amount of investment, loan, guarantee or security proposed to be made is more than the higher of sixty percent of the paid up share capital, free reserves and securities premium account or one hundred percent of free reserves and securities premium account.

Accordingly, the Board of Directors of the Company proposes to obtain approval of shareholders by way of special resolution as contained in the notice of the Annual General Meeting for an amount not exceeding Rs. 50,00,00,000/- (Rupees Fifty Crores only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

The Board recommends resolution to be passed as a Special Resolution.

None of the directors or Key Managerial Personnel and / or their relatives is deemed to be interested or concerned financial or otherwise, in this resolution, except to the extent of their shareholding, if any, in the Company.

**Item No. 6:**

Pursuant to the provision of section 180(1)(c) of the Companies Act, 2013 and other applicable provisions rules made there under, the Board of Directors of the Company proposes to obtain approval of shareholders by way of special resolution as contained in the notice of the Annual General Meeting to borrow money to the extent of Rs. Rs. 50,00,00,000/- (Rupees Fifty Crores only) from any Bank or any other financial institution or any other entity, on such terms and condition as to repayment, interest or otherwise as it may think fit.

The Board recommends resolution to be passed as a Special Resolution.

None of the directors or Key Managerial Personnel and / or their relatives is deemed to be interested or concerned financial or otherwise, in this resolution, except to the extent of their shareholding, if any, in the Company.

**Date: 26/08/2022**  
**Place: Kolkata**

**By Order of the Board**  
**For POLYMAC THERMOFORMERS LIMITED**

**Sd/-**  
**ANJALI GUPTA**  
**(Company Secretary & Compliance Officer)**  
**M. No.: 63182**

**DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT  
AT THE ENSUING ANNUAL GENERAL MEETING OF THE COMPANY**

(Pursuant to the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings)

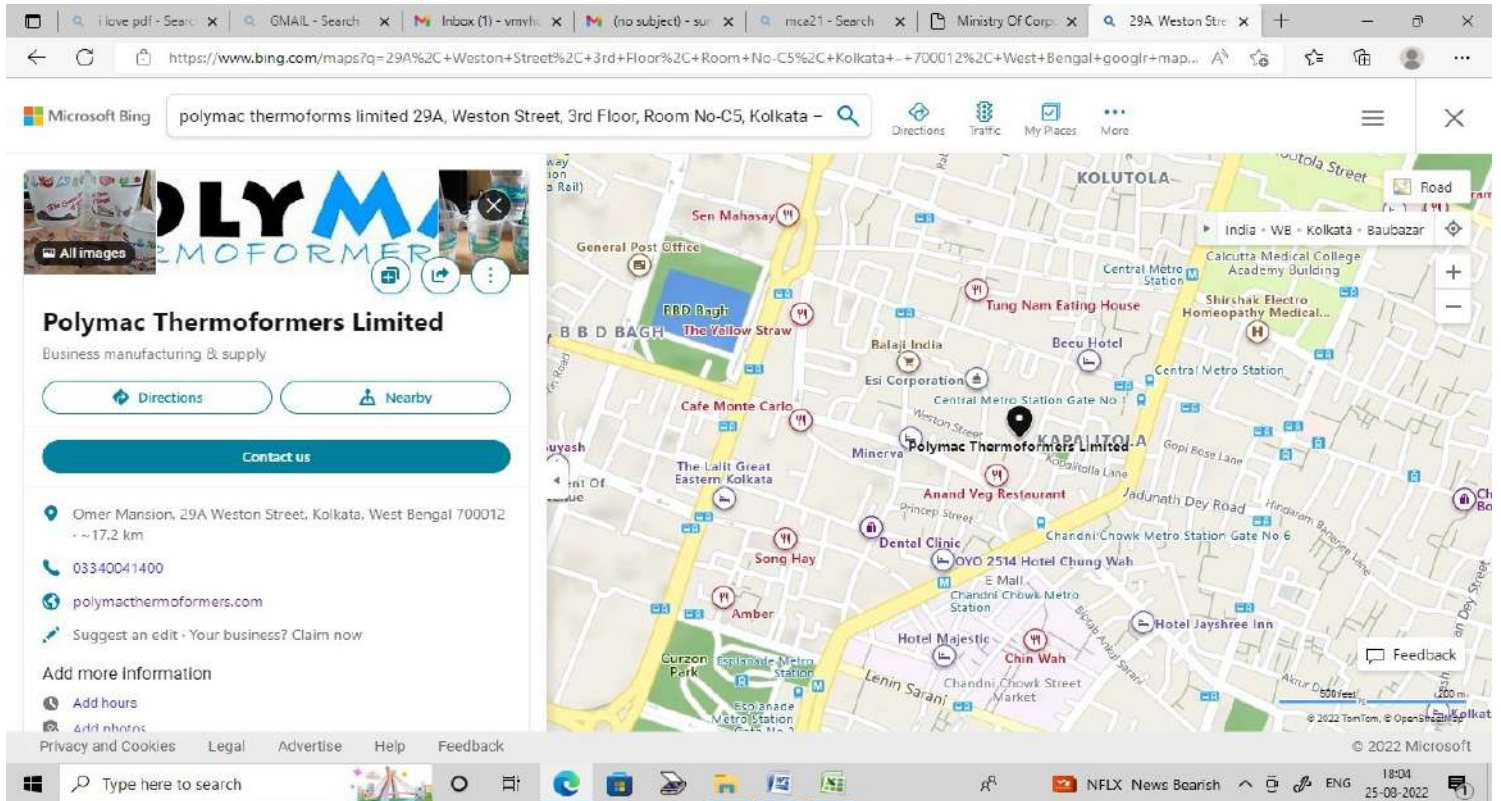
Name of Director	Mr. Puspjeet Kumar
DIN	00548463
Designation	Non-Executive Director
Age	44 years
Date of Birth	01/03/1977
Number of Shares held in the Company	799750
Qualification	Chartered Accountant
Nature of expertise in specific functional areas	Mr. Puspjeet Kumar has been associated with the company since 2017. He is in charge of the operations of the Group and has been responsible for developing its business relationships. His proactive, personalised approach to the business and competitive spirit has helped towards the growth of the Group and its various businesses.
Name of the group company in which he holds directorship as on March 31, 2022 (other than <b>Polymac Thermoformers Limited</b> )	1. Yaduka Coaching Centre Pvt. Ltd
Name of committees of the group company in which he/she holds membership/ chairmanship as on March 31, 2022 (other than <b>Polymac Thermoformers Limited</b> )	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not related to any other Director / Key Managerial Personnel of the Company.

**DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AS INDEPENDENT DIRECTOR  
AT THE ENSUING ANNUAL GENERAL MEETING OF THE COMPANY**

(Pursuant to the SEBI Listing Regulations and Secretarial Standard-2 on  
General Meetings)

Name of Director	Mr. Abhay Goenka
DIN	09286187
Designation	Independent Director (Non-Executive)
Age	24 years
Date of Birth	08-12-1998
Number of Shares held in the Company	NIL
Qualification	B.B.A
Nature of expertise in specific functional areas	Finance and Company related matters
Name of the group company in which he holds directorship as on March 31, 2022 (other than <b>Polymac Thermoformers Limited</b> )	NIL
Name of committees of the group company in which he/she holds membership/ chairmanship as on March 31, 2022 (other than <b>Polymac Thermoformers Limited</b> )	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not related to any other Director / Key Managerial Personnel of the Company.

**ROUTE MAP TO THE VENUE OF THE AGM OF POLYMAC THERMOFORMERS LIMITED**



## DIRECTORS' REPORT

*Dear Members,*

Your Directors are pleased to present their Twenty Third Annual Report and the Company's Audited Financial Statement for the financial year ended 31<sup>st</sup> March 2022.

### 1. FINANCIAL RESULTS:

The Company's financial performance, for the year ended 31<sup>st</sup> March, 2022 is summarized below:

PARTICULARS	STANDALONE	
	31.03.2022	31.03.2021
Net Sales /Income from Business Operations	7,18,18,128.00	6,13,97,46 6.00
Other Income	1,05,64,935.00	79,06,643. 00
<b>Total Income</b>	<b>8,23,83,062.00</b>	<b>6,93,04,10 9.00</b>
Less Total Expenses	7,58,80,993.00	6,74,75,58 3.00
<b>Profit after depreciation and Interest</b>	<b>65,02,070.00</b>	<b>18,28,526. 00</b>
Less Current Income Tax	12,50,000.00	9,03,799.0 0
Less Previous year adjustment of Income Tax ,	0	0
Less Deferred Tax	2,40,531.00	0
<b>Net Profit after Tax</b>	<b>50,11,539.00</b>	<b>11,00,862. 46</b>
Dividend (including Interim if any and final )		
<b>Net Profit after dividend and Tax</b>	<b>50,11,539.00</b>	<b>11,00,862. 46</b>
Amount transferred to General Reserve		
<b>Balance carried to Balance Sheet</b>	<b>50,11,539.00</b>	<b>11,00,862. 46</b>
<b>No. of Shares</b>	<b>47,81,600</b>	<b>4,781,600</b>
Earnings per share (Basic)	1.05	0.23
Earnings per Share (Diluted)	1.05	0.23

### 2. State of Company's Affairs and Future Outlook:

The year 2021-2022 was indeed a challenging year but instead of constantly keeping a close watch on the various fluctuation and by putting best effort to overcome from it, company able to achieve profit.

The lockdown imposed due to COVID-19 pandemic had a negative impact on the business of the Company. In compliance with the directions issued by Central Government/State Government/ Municipal Corporations with a view to prevent and contain the spread of COVID-19, the Company had temporarily shut down its office to ensure the safety and well-being of all its employees, customers and other stakeholders. The company starts its office operations after the demand for our products rised in the market and the CoVid-19 situation is was controlled.

The Company is taking all necessary steps to reduce wastages and make production cost efficient and will surely be able to achieve its target.



On a standalone basis, the revenue from operations for FY 2021-22, increased to **Rs. 8,23,83,062.00** as compare from the previous year is **Rs. 6,93,04,109** (FY 2020-2021). However, the Net Profit after Tax is **Rs. 50,11,539.00** as compare from the previous year is **Rs. 11,00,862.00** for FY 2020-2021.

The Management discussion and analysis report, focuses on your Company's strategies for growth and the performance review of the businesses / operations in depth and forms part of this Annual Report.

**3. Change In Nature of Business, If Any:**

There is no change in the nature of business of the company.

**4. Dividend:**

In order to conserve the resources, and to improve the financial position of the Company, the Directors of your Company do not recommend any dividend for the current year.

**5. Transfer of unclaimed dividend to Investor Education and Protection Fund:**

There was no unpaid/unclaimed Dividend declared and paid last year and hence the provisions of Section 125 of the Companies Act, 2013 do not apply.

**6. Amounts Transferred to Reserves in terms of Section 134(3)(j) of the Companies Act, 2013**

During the year under review, this item is explained under the head "Reserves and Surplus" forming part of the Balance Sheet, as mentioned in the Note No. 2 of the Significant accounting policies and notes forming part of the financial statements.

**7. Changes in Share Capital, If Any:**

During the Financial Year 2021-2022, the share capital of the Company remained unchanged.

**8. Details pertaining to shares in suspense account**

There is nil shares in suspense account.

**9. Details under Section 67(3) of the Companies Act, 2013 in respect of any scheme of provision of money for purchase of own shares by employees or by trustee for the benefits of employees**

There is no such shares as per Section 67(3) of the Companies Act, 2013.

**10. Material changes and commitments if any affecting the financial position of the company occurred between the ends of the financial year to which these financial statements relate and the date of the report:**

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statement relate on the date of this report.

**11. Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo:**

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in **Annexure I** and is attached to this report.

**12. Statutory Auditors:**

Pursuant to applicable provisions of the Act, the Members of the Company at the AGM held on 29-09-2021, appointed M/s. Pankaj Verma & Associates (FRN No: 322593E), as the Statutory Auditors of the Company for a period of five years, from the conclusion of 22<sup>nd</sup> AGM till the conclusion of 27<sup>th</sup> AGM of the company. Therefore, M/s. Pankaj Verma & Associates (FRN No: 322593E), Chartered Accountants, shall continue as statutory auditors of the Company. They have also confirmed that they hold a valid peer review certificate as prescribed under Regulation 33(1) (d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Auditors' Report for the financial year ended 31st March, 2022 on the financial statements of the Company is a part of this Annual Report. There is no qualification, reservation or adverse remark made by the Statutory Auditors in their report. The Auditors have not reported any incident of fraud in terms of Section 143 (12) of the Act. The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

### 13. Secretarial Audit Report:

In accordance with provisions of Section 204, of the Companies Act, 2013, the Company had appointed **M/S Agarwal Priti & Associates**, Practicing Company Secretaries to conduct the secretarial audit of the Company for the Financial Year 2022-23.

In accordance with the Companies Act, 2013, the Company had appointed M/S Santosh Singh & Associates, Practicing Company Secretaries on resignation of M/S Hemant Sharma & Associates dated 30<sup>th</sup> day of May, 2022 to conduct the secretarial audit of the Company for the Financial Year 2021-22.

The Secretarial Audit Report for the financial year ended on March 31, 2022, is annexed herewith marked as **Annexure-II** to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

### 14. Internal Auditors:

The Company has appointed **Prem Suman (M. No. 066806) partner of P. Suman & Associates (Firm Registration No. 327089E)** as Internal Auditor of the Company for the Financial Year 2022-2023 in accordance with Section 138 of the Act, read with the Companies (Accounts) Rules, 2014.

### 15. Cost Auditors:

The provision for conducting Cost Audit and or maintaining Cost Record as per the Act does not apply to your Company during the financial year under report.

### 16. Audit Qualifications on Auditor's Report:

There were no qualifications, reservations or adverse remarks made by the Auditors.

### 17. Directors and Key Managerial Personnel:

The Key Managerial Personnel of the Company are as follows:

Mr. Sourav Mondal	Chief Financial Officer
Ms. Sunita Shroff	Whole-time Director
Ms. Anjali Gupta	Company Secretary

### 18. Changes in Directors and KMP:

During the financial year 2021-2022 under review, Mr. Abhay Goenka was appointed as Independent Director as on 17-12-2021. Ms. Anjali Gupta was appointed as Company Secretary as on 08-10-2021 and Mr. Sourav Mondal was appointed as CFO as on 31-08-2021 of the company

### 19. Declaration by Independent Director(s) and reappointment, if any.

The Company has received declaration from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under Section 149(6) of the Companies Act, 2013 and under LODR guidelines, 2016 of Listing Agreement entered into with the Stock Exchanges.

As required under Regulation 25(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Schedule IV of the Act, Mr. Pramod Kumar Agrawal and Mr. Abhay Goenka, the Independent Directors of the Company had a separate meeting held on 11<sup>th</sup> February, 2022

**Annual Performance and Board Evaluation.**

A declaration by the Independent director(s) under sub-section (6) of section 149 of the Companies Act, 2013 has been received in the meeting. Pursuant to provision of the Companies Act 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendation of the Nomination and Remuneration Committee of the Company a structured questionnaire was prepared after taking into consideration the various aspect of the Board Functioning, composition of the Board and its Committee, culture execution and performance of specific duties, obligations and governance.

A certificate has been received from Practicing Company Secretaries – M/S Santosh Singh & Associates, pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority. The same is annexed to this Report as **Annexure - III**

**20. Number of Board Meetings:**

The Board of Directors duly met on 21.04.2021; 28.05.2021; 30.08.2021; 01.09.2021; 08.10.2021; 13.12.2021; 14.12.2021; 17.12.2021; 24.12.2021; 29.01.2022; 11.02.2022 and 31.03.2022. The maximum gap between two Board meetings was not more than one hundred and twenty days as per the Section 173(1) of the Companies Act, 2013. The details of Board meetings held during the financial year, attendance of Directors at the meetings, etc., have been provided separately in the report on corporate governance forming part of this Annual Report.

**21. COMMITTEES OF BOARD:**

Pursuant to various requirements under the Act and the Listing Regulations, the Board of Directors has constituted various committees such as Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Risk Management Committee and Sexual Harassment Committee.

The details of all the above committees along with composition, terms of reference, attendance at meetings and meetings held during the year, are provided in the “Corporate Governance Report” forming part of this Annual Report

**(a) Company’s policy relating to directors appointment, payment of remuneration and discharge of their duties:**

The Committee has formulated the Nomination and Remuneration Policy which broadly laid down the various principles of remuneration and covers the procedure for selection, appointment and compensation structure of Board members, Key Managerial Personnel (KMPs) and Senior Management Personnel (SMPs) of your Company.

**(b) Performance evaluation:**

The Nomination and Remuneration Committee (NRC) of your Company has formulated and laid down criteria for Performance Evaluation of the Board (including Committees) and every Director (including Independent Directors) pursuant to provisions of Section 134, Section 149 read with Code of Independent Directors (Schedule IV) and Section 178 of the Companies Act, 2013 and the regulation 19 of SEBI LODR guidelines, 2015 covering inter-alia the following parameters namely:

1. Board Evaluation
2. Board Committee Evaluation
3. Individual Director Evaluation

Based on these criteria, the performance of the Board, various Board Committees viz. Audit Committee, Nomination and Remuneration Committee and Individual Directors (including Independent Directors) was evaluated to be satisfactory.

During the year under review, the Independent Directors of your Company reviewed the performance of Non-Independent Directors and Chairperson of your Company, taking into account the views of Executive Directors and Non-Executive Directors.

The policy aims to attract, retain and motivate qualified people at the executive and at the board levels and ensures that the interests of Board members & senior executives are aligned with the business strategy, objectives, values and long-term interests of the Company. The Policy is available as an annexure IV

## **22. Subsidiaries, Joint Ventures and Associate Companies:**

The Company does not have any Subsidiaries, Joint Ventures or Associates Companies during the year under review.

## **23. Vigil Mechanism/Whistle Blower Policy**

The Company has formulated a Whistle Blower Policy to establish a vigil mechanism for Directors and employees of the Company to report concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy. The Whistle Blower Policy is available on the website of the Company

## **24. Extract of Annual Return:**

As provided under Section 92(3) and 134(3)(a) of the Act, read with Rule 12 of Chapter VII Rules of the Companies (Management and Administration) Amendment Rules, 2021, Annual Return in Form MGT-7 for FY 2021-22 is uploaded on the website of the Company i.e. [www.polymac thermoformers.com](http://www.polymac thermoformers.com).

## **25. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future:**

No such orders have been passed against the Company.

## **26. Internal Financial Controls:**

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

## **27. Deposits:**

During the year under review, the Company has not accepted any deposits, within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014.

## **28. Details of Policy Developed and Implemented by The Company on Its Corporate Social Responsibility Initiatives:**

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the provisions of section 135 of the Companies Act, 2013 along with Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable.

## **29. Particulars of Loans, Guarantees or Investments made Under Section 186 of The Companies Act, 2013:**

There were no loans, guarantees, investments made by the Companies under Section 186 of the Companies Act, 2013 during the year under review which was as per section 186 of the Companies Act, 2013.

**30. Particulars of Contracts or Arrangements made with Related Parties:**

All the related party transactions of your Company are entered on arm's length basis and are in compliance with the applicable provisions of the Companies Act, 2013 and the Listing Agreement. There are no materially significant transactions made by the Company with Promoters, Directors or Key Managerial Personnel (KMPs) which have potential conflict with the interest of your Company at large. Members may refer to the notes to the financial statements for details of related party transactions. Since all related party transactions entered into by your Company were in the ordinary course of business and were on an arm's length basis, Form AOC-2 is not applicable to your Company.

**31. Particulars of Employees and Related Disclosures:**

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, there were no such employees drawing remuneration in excess of the limits set out in the said rules.

In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard.

**32. Corporate Governance:**

As per regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 "15(2) The compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V shall not apply, in respect of -15(2)(b): the listed entity which has listed its specified securities on the SME Exchange Provided that for other listed entities which are not companies, but body corporate or are subject to regulations under other statutes, the provisions of corporate governance provisions as specified in regulation 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V shall apply to the extent that it does not violate their respective statutes and guidelines or directives issued by the relevant authorities. Hence your company is exempted to comply with aforesaid provisions of the SEBI (LODR) Regulation, 2015

**33. Sexual Harassment Of Women At Work Place (Prevention, Prohibition And Redressal Act, 2013**

There were no complaints received during the financial year 2021-2022 and hence no complaint is outstanding as on 31.03.2022 for redressal. Further Company ensures that there is a healthy and safe atmosphere for every women employee at the workplace and made the necessary policies for safe and secure environment for women employee.

**34. Risk Management Policy:**

Your company already has "Risk Management Policy" in writing which is also uploaded on the website of the company. The policy is regularly updated taking into consideration the changes taking place in the business environment. Your company manages monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives.

**35. Secretarial Standards:**

The Company has adhered to applicable Secretarial Standard i.e. SS-1 and SS-2, relating to "Meeting of the Board of Directors' and "General Meetings".

**36. Directors Responsibility Statement:**

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

- (a) in the preparation of the annual accounts for the financial year ended 31st March, 2022, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2022 and of the profit /loss of the Company for that period;
- (c) 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;
- (d) the directors had prepared the annual accounts on a going concern basis;
- (e) 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.
- (f) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

**37. Management's Discussion and Analysis Report:**

Management's Discussion and Analysis Report for the year under review, as stipulated under LODR Guidelines is presented in a separate section forming part of the Annual Report and enclosed as **Annexure V**.

**38. Response to COVID-19:**

The COVID- 19 pandemic emerged as a global challenge for everyone and every country leading to disruption across the world. Considering the health and safety of the employees, the company tried to adopt work from home model as much as possible. We tried to conduct the business with some modification to employee travel and employee work location but not limited to work from home. In factories where complete halt down was not possible due to manufacturing business, safety measures / initiatives were taken to ensure the well-being of the employees.

**39. Acknowledgment:**

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

**By Order of the Board  
For POLYMAC THERMOFORMERS LIMITED**

**Place: Kolkata**

**Date: 26/08/2022**

Sd/-  
**PUSPJEET KUMAR**  
(Director)  
DIN.: 00548463

Sd/-  
**SUNITA SHROFF**  
(Whole time Director)  
DIN: 08797136

## Annexure - I

**A statement pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 on conservation of energy, technology absorption, foreign exchange earnings & outgo.**

## A. Conservation of Energy:

i	The steps taken or impact on conservation of energy	NIL
ii	The steps taken by the Company for utilizing alternate sources of energy	
iii	The capital investment on energy conservation equipment	

## B. Technology Absorption:

i	Efforts made towards technology absorption	NIL
ii	Benefits derived like product improvement, cost reduction, product development or imports substitution	NIL
iii	l) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year), following information may be furnished: (a) Technology imported. (b) Year of import. (c) Whether technology been fully absorbed (d) If not fully absorbed, areas where absorption has not taken place and the reasons thereof	N.A
iv	The expenditure incurred on research or development	N.A

## C. Foreign Exchange Earnings and Outgo:

Particulars	F.Y. 2021-22	F.Y. 2020-21
Foreign Exchange Earning	NIL	NIL
Foreign Exchange Outgoings	NIL	NIL

**By Order of the Board  
For POLYMAC THERMOFORMERS LIMITED**

**Place: Kolkata  
Date: 26/08/2022**

**Sd/-  
PUSPJEET KUMAR  
(Director)  
DIN.: 00548463**

**Sd/-  
SUNITA SHROFF  
(Whole time Director)  
DIN: 08797136**

**Annexure - II**

**FORM NO. MR-3**

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2022

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

To,  
The Members,  
**POLYMAC THERMOFORMERS LIMITED**  
29A Weston Street  
3rd Floor, Room No C5  
Kolkata - 700012

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **POLYMAC THERMOFORMERS LIMITED** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

The Company's Management is responsible for preparation and maintenance of secretarial and other records and for devising proper systems to ensure compliance with the provisions of applicable laws and Regulations.

Based on our verification of the 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, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2022 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2022, to the extent applicable, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct investment and External Commercial Borrowings;



(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), to the extent applicable:

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; as amended
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; as amended
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, as replaced by the SEBI (Share Based Employee Benefits) Regulations, 2014: Not Applicable during the year under review.
- e) The Securities & Exchange Board of India (Issue and listing of Debt securities) Regulations, 2008: No instances were reported during the year under review.
- f) The Securities & Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- g) The Securities & Exchange Board of India (Delisting of Equity Shares) Regulations, 2009: No delisting was done during the year under review.
- h) The Securities & Exchange Board of India (Buyback of Securities) Regulations, 1998; as amended : No buy-back was done during the year under review.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) Provisions of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as applicable on the Company being listed on SME Platform of the Bombay Stock Exchange;

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

**We further report that:**

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

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

c) None of the Directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

It is stated that the compliance of all the applicable provisions of the Companies Act, 2013 and other laws is the responsibility of the management. We have relied on the representation made by the Company and its officers for systems and mechanism set-up by the Company for compliances under applicable Laws. Our examination, on a test-check basis, was limited to procedures followed by the Company for ensuring the compliance with the said provisions. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted its affairs. We further state that this is neither an audit nor an expression of opinion on the financial activities / statements of the Company

**We 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.

**Note:** This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part of this report.

*For M/S Santosh Singh & Associates  
Company Secretaries*

*Sd/-  
**Santosh Kumar Singh**  
Proprietor*

*Membership No.: ACS-15964*

*COP No.: 17638*

*COP No.: 17638 & P.R.: 1289 of 2021*

*UDIN: A015964D000839490*

*Date : 26/08/2022*

*Place: Mumbai*

**ANNEXURE- I TO SECRETARIAL AUDIT REPORT**

To,  
The Members,  
**M/s Polymac Thermoformers Limited.**  
29A, Weston Street,  
3<sup>rd</sup> Floor, Room No. – C5,  
Kolkata - 700 012.  
CIN: L25201WB1999PLC090774

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. Where ever required, I have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.

5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.

1. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

*For M/S Santosh Singh & Associates*  
*Company Secretaries*

*Sd/-*  
***Santosh Kumar Singh***

*Proprietor*  
*Membership No.: ACS-15964*

*COP No.: 17638*

*COP No.: 17638 & P.R.: 1289 of 2021*

*UDIN: A015964D000839490*

*Date: 26/08/2022*

*Place: Mumbai*

## Annexure – III

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members of **POLYMAC THERMOFORMERS LIMITED**  
29A Weston Street  
3rd Floor, Room No C5  
Kolkata - 700012

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **POLYMAC THERMOFORMERS LIMITED** having CIN-L25201WB1999PLC090774 and having registered office at 29A Weston Street 3rd Floor, Room No C5 Kolkata - 700012 (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr.No.	Name of Director	DIN	Date of appointment in Company
1	PUSPJEET KUMAR	00548463	04/12/2017
2	PRAMOD KUMAR AGRAWAL	03268014	26/12/2016
3	AMIT RATHI	07039219	15/12/2014
4	SUNITA SHROFF	08797136	07/07/2020

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

*For M/S Santosh Singh & Associates  
Company Secretaries*

*Sd/-  
**Santosh Kumar Singh**  
Proprietor  
Membership No.: ACS-15964  
COP No.: 17638  
COP No.: 17638& P.R.: 1289 of 2021  
UDIN: A015964D000839468*

*Date: 26/08/2022  
Place: Mumbai*

## ANNEXURE: IV

### **NOMINATION & REMUNERATION POLICY & PERFORMANCE EVALUTION OF DIRECTORS**

#### *Introduction*

The Board of Directors (herein after referred as 'Board') of the company at its meeting held on 10<sup>TH</sup> June 2014 have re-constituted the existing Remuneration Committee by changing its nomenclature as Nomination & remuneration Committee (herein after referred as 'committee') of the Board of Director in accordance with the provision of section 178 of the companies Act, 2013 and also stipulated additional terms of reference in line with the Companies Act, 2013.

The committee in their meeting held on June 10, 2014 has formulated the criteria for identification and selection of the suitable candidates for various positions in senior management and also candidates who are qualified to be appointed as director on the Board of the company. The committee also recommended a policy relating to the remuneration for the directors, key managerial personnel and other senior management personnel and a process by which the performance of the directors could be evaluated.

#### **1. Criteria for selection of members on the board of directors and senior management**

The committee has adopted the following criteria for selection of members on the Board of the company and also candidates eligible to be appointed in the senior management of the company.

##### **A) Criteria for selection of Directors**

Before making any recommendation to the Board for appointment of any director, the committee shall ensure that the candidate:

- a) Possess positive attributes/ qualities such as leadership, acumen, and experience in running industrial units, entrepreneurship or such other attributes which in the opinion of the committee the candidate possess and are in the interest of the company.
- b) Is not disqualified under sections 164 and 167 of the companies act, 2013
- c) Complies with the conditions of being independent as stipulated under the Companies Act, 2013 and listing Agreement entered into with stock Exchanges in case of appointment as an independent director.
- d) Possesses appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, and administration.

##### **B) Criteria for selection of senior Management Personnel**

The term senior Management shall have the same meaning as provided under the explanation to section 178 of the Companies Act, 2013.

The committee shall, before making any recommendation to the Board for appointment should ensure that the candidate has the following attributes:

- a) Rich experience in any of the areas viz. Banking, financial, management, legal, sales, marketing, administration, corporate governance, technical operations, or such other areas or disciplines which in the opinion of the management and committee are relevant for the company's business.

- b) Possesses qualities that demonstrate leadership skills, decision making skills, effective communication, hard work, commitment and such other attributes which in the opinion of the committee the candidate possess and are in the interest of the company.

If the committee after due deliberation finds that the candidate meets the above criteria for appointment (as director on the board or in senior management), hence it shall make its recommendation to the Board.

Any amendment to the above criteria for directors and senior management shall be subject to the prior approval of the committee and any such amendment shall be informed to the Board of Directors.

## **II. Remuneration policy for directors, senior management and key managerial personnel**

### **A) Remuneration of Managing Director, whole Time Director and Manager:**

The committee while considering the remuneration of the Managing Director, the whole Time Director and Manager (wherein there is no Managing Director), may take into consideration the performance, the experience of the person, his/her background, job-profile and suitability, his/her past remuneration, the comparative remuneration profile in the industry, size of the company, responsibility shouldered by the Managing Director/Whole time Director etc. Provided that any remuneration considered by the committee shall be in accordance and within the limits stipulated under the companies Act, 2013.

### **B) Remuneration of Non- Executive Director (NED)**

- a) The remuneration to the NEDs may be restricted to the sitting fees being paid for attendance of the meeting of the Board of the Directors.
- b) The Independent Directors of the company shall be entitled to remuneration restricted to the sitting fees being paid for attendance of the meeting of the Board of the Directors provided that any sitting fees paid to non-executive directors.
- c) Independent Directors should not be eligible for stock options of the company, if any
- d) The NEDs and independent Directors of the company shall be paid in addition to the sitting fees a percentage of net profit in a Financial Year, subject to the approval of the Shareholders in the General Meeting.

### **C) Remuneration of senior Management Personnel and KMPs**

The Remuneration of the senior Management Personnel and KMPs shall be in accordance with the policy of the company which is applicable to the employees. The committee may consider the remuneration of a senior Management Personnel keeping in view of the achieving yearly targets, Performance of Business/ Functions under his control, contribution for long term & strategic growth of the company.

## **III. Evaluation of the performance of Directors**

### **A) Evaluation of performance of Managing Director/ Whole Time Director**

The performance of the Managing Director/ Whole time Time Director of the company may be carried out taking into consideration the performance of the company vis-a-vis the budgets as well as performance of its competitors, emphasis on achieving top line and bottom line targets, influencing the executives to achieve specific and predetermined goals during the financial year, looking after the interest of shareholders and ensuring sustained long-term goals.

**B) Evaluation of the performance of Non-Executive Directors and Independent Directors ( NEDs and IDs) The committee while evaluating the performance of the NEDs and IDS may take into consideration various factors as mentioned below:**

- a) Attendance at meeting –attendance at Board Meeting, AGMs, committee Meetings
- b) Other Directorship held by NED- in listed or unlisted companies
- c) Other companies in which NED is a chairperson

- d) Participation at Board/ Committee Meetings
- e) Input in strategy decisions
- f) Review of Minutes – Board Minutes, Committee Meeting Minutes and AGM Minutes.
- g) Review of Financial Statements, risks and business performance
- h) Time devoted towards discussion with Management

**By Order of the Board  
For POLYMAC THERMOFORMERS LIMITED**

**Place: Kolkata**

**Date: 26/08/2022**

**Sd/-  
PUSPJEET KUMAR  
(Director)  
DIN.: 00548463**

**Sd/-  
SUNITA SHROFF  
(Whole time Director)  
DIN: 08797136**



## Annexure V

### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

#### ***Industry Structure and Developments***

Your Company is engaged as a commercial and agro – industry; however your management is focused to diversify into certain core business activities.

#### ***Opportunities & Threats***

The Company bears the normal risk in terms of inherent business risk in the kind of business the company is into. The Board of the company has taken a balanced approach for investing in these activities and evaluating the potential as well as the risk to return on capital.

#### ***Business Outlook***

Your Management is evaluating various business opportunities and evaluating the potential as well as the risk to return on capital.

#### ***Risk & Concerns***

Over the years, your Company has achieved an appropriate balance between risk and returns by setting up an efficient risk mitigation system to meet various forms of financial and other risks. The primary risks that the company is exposed to are, credit risk, market risk and operational risk. The Risk Management framework is dynamic and will continue to evolve in line with the emerging risk perceptions.

#### ***Information Technology***

Our company constantly upgrades its technology both in terms of hardware and software. This also helped installing a good management information system for the management to get timely information for decision making.

#### ***Internal Control System and their Adequacy***

Internal Control measures and systems are established to ensure the correctness of the transactions and safe guarding of the assets. The control systems set on place are checked and further supplemented by MIS which provided for planned expenditure and information on disposal and acquisition of assets.

#### ***Financial Performance***

The Company had a profit of **Rs. 50,11,539.00** /- in the current year.

#### ***Human Resources***

Your Company continues to lay great stress on its most valuable resource - people. Continuous training, both on the job and in an academic setting, is a critical input to ensure that employees at all levels are fully equipped to deliver a wide variety of products and services to the customer of the company.

***Cautionary Statement***

Statements in the Management Discussion and Analysis Report describing our Company's objectives, expectations or predictions may be forward looking within the meaning of applicable regulations and other legislations. Actual results may differ materially from those expressed in the statement. Important factors that could influence Company's operations include global and domestic financial market conditions affecting the interest rates, availability of resources for the financial sector, market for lending, changes in regulatory directions issued by the Government, tax laws, economic situation and other relevant factors.

**By Order of the Board  
For POLYMAC THERMOFORMERS LIMITED**

**Place: Kolkata**

**Date: 26/08/2022**

**Sd/-  
PUSPJEET KUMAR  
(Director)  
DIN.: 00548463**

**Sd/-  
SUNITA SHROFF  
(Whole time Director)  
DIN: 08797136**

## **CORPORATE GOVERNANCE REPORT**

The Directors present the Company's Report on Corporate Governance for the year ended 31<sup>st</sup> March, 2022 in terms of Regulation 34(3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement), Regulations, 2015 ("Listing Regulation").

The shares of **POLYMAC THERMOFORMERS LIMITED** (hereinafter referred to as "the Company") have been listed on Bombay Stock Exchange Limited (BSE) SME Platform with effect from July 14, 2015.

### **PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE**

Corporate Governance encompasses laws, procedures, practices and implicit rules that determine management's ability to take sound decisions vis-a-vis its entire stakeholders-in particular, its shareholders, creditors, the state and employees. There is a global consensus on the objective of Good Corporate Governance is Maximizing long- term shareholder value.

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. The company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large.

Since shareholders are residual claimants, this objective follows from a premise that in well –performing capital and financial markets, whatever maximizes shareholder value must necessarily maximize corporate value, best satisfy the claims of creditors, employees and thestate.

A Company which proactively complies with the law and adds value to it through Corporate Governance initiatives would also command a higher value in the eyes of present and prospective shareholders.

The basic philosophy of the Company is that Corporate Governance is not an end in itself but is a catalyst in the process of maximization of shareholder value. Therefore, shareholder value as an objective is the basic premise in all aspects of corporate governance.

### **Compliance with the Clause of Corporate Governance**

The Company has complied with the clause of Corporate Governance but under clause 15 (2) of the LODR it is exempt from the same.

The information provided in this Report on Corporate Governance for the purpose of unanimity is as on 31<sup>st</sup> March, 2022. This Report is updated as on the date of the Report wherever applicable.

### **GOVERNANCE STRUCTURE:**

The Corporate Governance Structure at **POLYMAC THERMOFORMERS LIMITED** is as follows:

#### **1. BOARD OF DIRECTORS:**

##### **A. Composition and categories of Directors as on 31.03.2022:**

The composition of the Board is in conformity with Section 149 of the Companies Act, 2013 and Regulation 17 of Listing Regulation. The Board is comprised of 4 Directors as on March 31, 2022. The name and categories of the Directors and Board Committees position held by them in the companies along with details of attendance of Directors at Board Meetings, Annual General Meeting are given below. None of the Directors on the Board is a member on more than 10 Committees and Chairman of more than 5 committees.

<b>Name of Director</b>	<b>Category</b>	<b>No. of Board Meetings Attended</b>	<b>Attendance at Last AGM</b>	<b>No. of other directorship (except Private Company, Foreign Company, director in section 8 co. &amp; Alternate Director)</b>	<b>** Membership of Other Board Committees</b>	<b>** Chairmanship of Other Board Committees</b>
Puspjeet Kumar	Promoter, Non Executive	12	Yes	-	4	-
Sunita Shroff	Whole-time Director	12	Yes	-	1	-
Pramod Kumar Agrawal	Independent Director	12	Yes	-	5	5
Abhay Goenka	Independent Director	5	Yes	-	5	-

\*\* none of the Directors on the Board is a member of more than 10 Committees or Chairman of more than 5 Committees as specified across all Listed Entities in which he/she is a Director.

### Details of Board Meetings:

Fifteen Board Meetings were held during the year. The dates on which the meetings were held are 21<sup>st</sup> April, 2021; 28<sup>th</sup> May, 2021; 30<sup>th</sup> August, 2021; 01<sup>st</sup> September, 2021; 08<sup>th</sup> October, 2021; 13<sup>th</sup> December, 2021; 14<sup>th</sup> December, 2021; 17<sup>th</sup> December, 2021; 24<sup>th</sup> December, 2021; 29<sup>th</sup> January, 2022; 11<sup>th</sup> February, 2022 and 31<sup>st</sup> March, 2022. The maximum gap between two Board Meetings was not more than one hundred and twenty days as per the Section 173(1) of the Companies Act, 2013.

The Board has identified the following skills/expertise/competencies fundamental in the context of the Company's business and the industry or sector in which it operates.

- **Business & Strategic Planning:** Expert knowledge of the Company's business and understanding of the business environment in which it functions or operates, benefitting the Company and its business prospects.
- **Financial Expertise:** Proficiency in financial management and reporting processes, capital allocation and understanding the financial policies.
- **Leadership:** Keeping the organization focused on its primary goals. Ability to motivate, inspire, analyze and bring in objectivity in decision making. Leading management teams help them to make decisions in present uncertain environments.
- **Board Service and Governance:** Develop insights about maintaining board and management accountability. Encouraging, developing and observing good corporate governance practices, driving corporate ethics and values, serving towards the best interest of the stakeholders and maximizing stakeholders' value.
- **Environment:** Experience in leading the Sustainability and Environment, Social and Governance visions of the organization to be able to integrate these into the strategy of the Company.
- **Sales & Marketing:** Experience in sales and marketing, understanding of brand equity, provide guidance in developing strategies for increasing sales, enhancing brand value customer satisfaction etc

### B. Code of Conduct:

The Code of business conduct and ethics for directors and Senior Management Personnel as adopted by the Board is comprehensive code applicable to all Directors and Senior Management Personnel. The Company has posted the code of conduct on its website [www.polymacthermoformers.com](http://www.polymacthermoformers.com) All Board members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the period ended March 31, 2022.

## 2. AUDIT COMMITTEE:

In accordance with the provisions of the Companies Act, 2013, the Board has constituted the Audit Committee. The objective of the Audit committee is to assist the Board in its responsibility for overseeing the quality and integrity of the accounting, auditing and reporting practices of the company and its compliance with the legal and regulatory requirement.

### (a) The terms of reference:

The terms of reference of the Audit committee are as stated in Regulation 18 of Listing Regulations and Section 177 of the Companies Act, 2013 and more particularly include the following;

#### An extract of the terms of reference of the Audit Committee is given below:

- reviewing half yearly and annual financial statements along with Limited Review Report and auditors' report thereon before submission to the Board;
- appointment and reviewing of performance of internal and statutory auditors;
- evaluation of internal financial controls and risk management systems and vigil mechanism;
- oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- scrutiny of inter corporate loans and investments;
- matters required to be included in the Directors' Report in terms of sub-section (3) of Section 134 of the Act to be included in the Directors Responsibility Statement;
- changes if any, in accounting policies and practices and reasons for the same;
- disclosure of related party transactions;
- major accounting entries involving estimates based on the exercise of judgment by management;
- significant adjustments made in the financial statements arising out of audit findings;
- compliance with listing and other legal requirements relating to financial statements;
- modified opinion(s) in the draft audit report if any.

### (b) Composition of Audit Committee as on 31.03.2022:

Name of Directors	Position held
Pramod Kumar Agrawal	Chairman
Abhay Goenka	Member
Sunita Shroff	Member

All the members of the Committee are financially literate.

### (c) Meeting during the year:

During the year under review, the Audit Committee met 28<sup>th</sup> May, 2021; 30<sup>th</sup> August, 2021; 13<sup>th</sup> December, 2021; 14<sup>th</sup> December, 2021; 17<sup>th</sup> December, 2021; 24<sup>th</sup> December, 2021; 29<sup>th</sup> January, 2022 and 11<sup>th</sup> February, 2022

### 3. NOMINATION AND REMUNERATION COMMITTEE:

The Company has in place a Nomination and Remuneration Committee in line with the provision of Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulation. The Committee comprises of two Independent Director and one Executive Director.

#### (a) Terms of reference

The objective of the remuneration committee is to determine the Company's policy on executive remuneration. The role of the nomination and remuneration Committee is also to review market practices and to decide remuneration packages of Managerial Personnel or Director's remuneration of the Company. No commission has been paid to any Director. Sitting fees are paid to the Directors for attending the meetings of the Board.

#### An extract of the terms of reference of the N&RC is given below:

- To review, assess and recommend to the Board the appointment and removal of Directors and Senior Management;
- To recommend remuneration payable to them;
- To approve the annual remuneration plan of the Company;
- Formulation of criteria for evaluation of directors' performance and
- Formulate the criteria for determining qualifications, positive attributes, and Independence of a Director, and recommend to the Board of Directors a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees.

#### (b) Composition of Nomination and Remuneration Committee as on 31.03.2022

Name of Directors	Position held
Pramod Kumar Agrawal	Chairman
Abhay Goenka	Member
Sunita Shroff	Member

#### (c) Meeting during theyear:

During the year under review, nomination and remuneration committee met on 30<sup>th</sup> August, 2021; 08<sup>th</sup> October, 2021 and 17<sup>th</sup> December, 2021.

### 4. STAKEHOLDER RELATIONSHIP COMMITTEE:

The Company has in place the Stakeholder Relationship Committee in line with the provision of Section 178(5) of the Companies At, 2013 and Regulation 20 of Listing Regulations. The committee has been assigned the work of redressal of Investors complaints on quarterly basis as per Clause 20 of Listing Regulations.

**(a) Terms of reference**

Terms of Reference of the committee is to look into the redressing of shareholders requests/complaints like issue of duplicate share certificate, non-receipt of Annual Report, non-receipt of dividend etc. During the year under review, the Company has not received any complaints from the investors.

**The role of the committee shall inter-alia include the following:**

- Resolving issues relating to shareholders, including redressal of complaints relating to transfer of shares, dividend etc;
- Review of corporate actions, if any and documents submitted to Stock Exchange;
- Review of measures and steps taken for unclaimed dividend and timely receipt of dividend, annual report, notices by the shareholders of the Company and
- Any allied matter(s) out of and incidental to these functions and not herein above specifically provided for.

**(b) Composition of Stakeholder Relationship Committee as on 31.03.2022**

The Committee comprises of following Directors:

<b>Name of Directors</b>	<b>Position held</b>
Pramod Kumar Agrawal	Chairman
Abhay Goenka	Member
Sunita Shroff	Member

**(c) Meeting during the year:**

During the year, under review Investor Grievance Committee met on 28<sup>th</sup> May, 2021; 30<sup>th</sup> August, 2021; 13<sup>th</sup> December, 2021; 14<sup>th</sup> December, 2021 and 11<sup>th</sup> February, 2022.

**Details of shareholders' complaints received, resolved and outstanding during the financial year 2021-2022 are given below:**

<b>Particulars</b>	<b>No. of Complaints</b>
Complaint outstanding on April 1, 2021	0
Complaints received during the financial year ended March 31, 2022	0
Complaints resolved during the financial year ended March 31, 2022	0
Complaints outstanding on March 31, 2022	0



**5. RISK MANAGEMENT COMMITTEE:**

The Company has the Risk Management Committee as per Regulation 21 of Listing Regulations. The committee has been assigned the work of identifying, assessing and monitoring risk associated with Organization's business operations and the implementation and maintenance of policies and control procedures to give adequate protection against key risk. During the year under review, Risk Management Committee met once on 30<sup>th</sup> August, 2021 & 11<sup>th</sup> February, 2022.

**Composition of Risk Management Committee as on 31.03.2022**

The Committee comprises of following Directors:

<b>Name of Directors</b>	<b>Position held</b>
Pramod Kumar Agrawal	Chairman
Abhay Goenka	Member
Sunita Shroff	Member

**6. SEXUAL HARASSMENT COMMITTEE:**

The Company has the Sexual Harassment Committee for the welfare of the staff. The committee has been assigned the work of looking after the welfare of the employees and to see that they are not harassed by any means. During the year, under review Sexual Harassment Committee met once on 11<sup>th</sup> February, 2022 and it was noted that no complaint of sexual harassment against any officers of the Company has been received.

**Composition of Sexual Harassment Committee as on 31.03.2022**

The Committee comprises of following Directors:

<b>Name of Directors</b>	<b>Position held</b>
Pramod Kumar Agrawal	Chairman
Abhay Goenka	Member
Sunita Shroff	Member

**GENERAL BODY MEETING:****(a) Annual General Meeting**

Location, date, time and venue, where last three Annual General Meetings were held:

AGM	Financial Year	Date	Location of Meeting	Time
20 <sup>th</sup>	2018-2019	September 16, 2019	29A Weston Street 3rd Floor, Room No C5 Kolkata - 700012	01:00 P.M.
21 <sup>st</sup>	2019-2020	September 30, 2020	29A Weston Street 3rd Floor, Room No C5 Kolkata - 700012	01:00 P.M.
22 <sup>nd</sup>	2020-2021	September 29, 2021	29A Weston Street 3rd Floor, Room No C5 Kolkata - 700012	01:00 P.M.

### (b) Extraordinary General Meeting

NIL

### DISCLOSURES :

- (a) None of the transaction with any of the related parties was in conflict with the interests of the Company. None of the Senior Management Personnel had any material transaction with any of the related parties, which were in conflict with the interests of the Company.
- (b) All the mandatory requirements of the LODR have been complied with.

### MEANS OF COMMUNICATION:

The Company has its own website and all vital information relating to the Company and its performance, including reports, official press releases and presentation to analyst are posted on the website. The Company's website address is [www.polymacthermoformers.com](http://www.polymacthermoformers.com) Further the designated e-mail address for investor complaints is [polymacthermo@gmail.com](mailto:polymacthermo@gmail.com).

## **GENERAL SHAREHOLDER INFORMATION**

### (a) 23<sup>rd</sup> Annual General Meeting

Date: Wednesday, 28<sup>th</sup> September, 2022

Time: 01:30 P.M.

Venue: 29A Weston Street 3rd Floor, Room No C5 Kolkata - 700012

### (b) FINANCIAL YEAR

Financial Year: 1<sup>st</sup> April, 2021 to 31<sup>st</sup> March, 2022

### (c) Date of Book Closure

Thursday, 22<sup>nd</sup> September, 2022 to Wednesday, 28<sup>th</sup> September, 2022 (both days inclusive).

**(d) Listing on Stock Exchanges and Stock Codes:**

The Company's Shares are currently listed and traded on the following Stock Exchange:

S.N	Name of the Stock Exchanges	Address	Scrip Name, Scrip Code & Scrip ID
1	Bombay Stock Exchange Limited (BSE)	Floor 25, Phiroze Jeejeeboy Towers, Dalal Street, Mumbai – 400001	<b>Scrip Name:</b> Polymac Thermoformers Ltd <b>Scrip Code:</b> 537573 <b>Scrip ID:</b> POLYMAC <b>ISIN:</b> INE826P01018

Annual listing fee for the year 2021-22, as applicable, has been paid by the Company to BSE on due time.

**(e) Market Price data:**

The Equity shares of the Company are listed on Bombay Stock Exchange Limited. The details of high and low market price data for the financial year ended March 31, 2022 are as under:

Month	Share Price		Volume of Shares Traded
	High (Rs.)	Low (Rs.)	
May 2021	13.88	7.51	49600
June 2021	10.5	7.21	50400
July 2021	15.05	9.9	66400
August 2021	27	15.05	31200
September 2021	28	24.45	38400
October 2021	35.95	25.25	59200
November 2021	36.5	33.75	19200
December 2021	38	35.5	71200
January 2022	36.25	32.9	84800
February 2022	35.45	33.1	416800
March 2022	34.9	33.2	331200

Source – EQ Report, BSE India

**(f) Registrar and Transfer Agent:**

Purva Sharegistry (India) Private Limited  
9 Shiv Shakti Ind. Estt., J. R. Boricha Marg,  
Lower Parel E Mumbai-400011

**Share Transfer System:**

The Company has outsourced its share transfer function to its RTA which is registered with SEBI for all work related to share registry.

Pursuant to amendments in the Act and the Listing Regulations with effect from April 1, 2019 securities of listed companies can be transferred only in dematerialized form. Accordingly, to avail benefits of dematerialization, members are advised to dematerialize their shares which are held with them in physical form. The shareholders can contact to Company or RTA to dematerialize the shares.

**(g) Grievance Redressal Division/ Compliance Officer:**

Ms. Anjali Gupta

Company Secretary and Compliance Officer

**POLYMAC THERMOFORMERS LIMITED**

29A Weston Street 3rd Floor, Room No C5 Kolkata - 700012

**(h) Distribution of Shareholding as on March 31, 2022:**

No. of Equity Shares held	No. of shareholders	% of shareholders	Holdings (IN RS)	% of shareholding
Upo-5000	6	2.33	16,000	0.03
5001-10000	10	3.89	78,000	0.16
10001-20000	7	2.72	1,12,000	0.23
20001-30000	3	1.17	72,000	0.15
30001-40000	123	47.86	48,88,000	10.22
40001-50000	9	3.50	4,42,000	0.92
50001-100000	42	16.34	32,96,000	6.89
100001-above	57	22.18	3,89,12,000	81.38
<b>Grand Total</b>	<b>257</b>	<b>100</b>	<b>4,78,16,000.00</b>	<b>100</b>

**(i) Dematerialization of Shares and liquidity as on March 31,2022:**

No. of Equity Shares held	No. of shares held	% of Total Issued Capital
No. of shareholders having shares in Physical Mode	58000	1.21
No. of Beneficial Owner and shares in Demat mode		
---NSDL	2979000	62.30
---CDSL	1744600	36.49
<b>Grand Total</b>	<b>4781600</b>	<b>100</b>

**(j) Categories of Shareholders as on March 31,2022**

Category	No. of shares held	% to total shareholding	No. of holders	% of holders
Promoters, Director and Relatives	1070100	22.38	2	0.78
Banks, Financial Institutions	-	-	-	--
Central / State Government	-	-	-	-
Venture Capital Fund	-	-	-	-
Private Corporate Bodies	651300	13.62	7	2.72
NRI/OCBs	-	-	-	-
Public (Resident Individuals & LLP)	2870600	60.03	216	84.05
HUF	189600	3.97	32	12.45
Clearing Members	-	-	-	-
<b>Grand Total</b>	<b>4781600</b>	<b>100</b>	<b>257</b>	<b>100</b>

**(k) Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity**

There are no ADR/ GDR/ Warrants or any convertible instruments issued by the Company.

**(l) Certificate on Corporate Governance**

As required by Part E of Schedule V of Listing Regulations, a certificate from **M/S Santosh Singh & Associates**, Practicing Company Secretaries, confirming compliance with the conditions of Corporate Governance is attached to the Board's Report forming part of Annual Report.

**By Order of the Board**  
**For POLYMAC THERMOFORMERS LIMITED**

**Place: Kolkata**

**Date: 26/08/2022**

Sd/-  
**PUSPJEET KUMAR**  
(Director)  
DIN.: 00548463

Sd/-  
**SUNITA SHROFF**  
(Whole time Director)  
DIN: 08797136

**CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE**

**For the Financial year ended 31<sup>st</sup> March, 2022**

**To,**

**The Members,**

**POLYMAC THERMOFORMERS LIMITED**

We have examined the compliance of conditions of Corporate Governance by **POLYMAC THERMOFORMERS LIMITED** ('the Company') for the year ended March 31, 2022. As the Company is listed on SME platform of Bombay Stock Exchange, it is exempted from the compliance of corporate governance requirements as provided under Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and paragraph C, D and E of Schedule V of the Securities and Exchange of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (collectively referred to as "SEBI Listing Regulation, 2015"). Further as per the decision of the Management and better internal control system, the Company has complied with the Annual Corporate Governance Disclosure Requirement.

The compliance of conditions is the responsibility of the management of the Company. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions Securities and Exchange of India (Listing Obligations and Disclosure Requirements) Regulation, 2015. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

*For M/S Santosh Singh & Associates  
Company Secretaries*

*Sd/-  
Santosh Kumar Singh  
Proprietor*

*Membership No.: ACS-15964*

*COP No.: 17638*

*COP No.: 17638& P.R.: 1289 of 2021*

*UDIN: A015964D000839380*

*Date: 26/08/2022*

*Place: Mumbai*

## **CERTIFICATION BY CHIEF FINANCIAL OFFICER**

To,  
The Board of Directors,  
**Polymac Thermoformers Limited**  
29A Weston Street  
3rd Floor, Room No C5  
Kolkata – 700012

I, Sourav Mondal, Chief Financial Officer of **Polymac Thermoformers Limited**, certify that:

1. I have reviewed the financial statements and the cash flow statement of the Company for the financial year ended on 31<sup>st</sup> March, 2022 and that to the best of my knowledge and belief:
  - a) These Statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - b) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and/or applicable laws and regulations.
2. There are to the best of my knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative to the company's code of conduct.
3. For the purposes of financial reporting, I accept the responsibility for establishing and maintaining the internal controls which are monitored by the Company's Internal Audit Team and have evaluated based on feedbacks received from the Company's Internal Audit Team, the effectiveness of the internal control systems of the company pertaining to financial reporting and have reported to the Auditors and the Audit Committee, the deficiencies, if any, in the operation and design of such internal controls.
4. I indicate to the Auditors and the Audit Committee:
  - a) Significant changes, if any in the internal control over financial reporting during the year;
  - b) Significant changes, if any in accounting policies made during the year and the same have been disclosed in the notes to the financial statements; and

- c) Instances of significant fraud, if any of which have become aware of and the involvement therein, if any of the management or an employee having a significant role in the Company's internal control system over financial reporting. However, during the year there was no such instance.

**DECLARATION REGARDING COMPLIANCE OF CODE OF CONDUCT:**

The Board has laid down the Code of Conduct for all Board Members and Senior Management of the Company pursuant to clause D of the Schedule V of Listing regulation with Stock Exchanges.

I hereby confirm that, All the members of the Board and senior Management of the Company have affirmed Compliance with the said Code of Conduct on an annual basis.

**For Polymac Thermoformers Limited**

Place: Kolkata  
Date: 26/08/2022

Sd/-  
Sourav Mondal  
(Chief Financial Officer)



## **INDEPENDENT AUDITOR'S REPORT**

### **TO THE MEMBERS OF POLYMAC THERMOFORMERS LIMITED**

#### **REPORT ON THE FINANCIAL STATEMENTS:**

We have audited the accompanying financial statements of **POLYMAC THERMOFORMERS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2022, Statement of Profit & Loss A/c, and Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

#### **OPINION:**

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

- a. In the case of the Balance Sheet, of the state of affairs of the company as at March 31<sup>st</sup>, 2022;
- b. In the case of the Statement of Profit & Loss Account, of the Profit of the company for the year ended on that date.
- c. In the case of the Cash Flow Statement, of the cash flows of the company for the year ended on that date.

#### **BASIS FOR OPINION**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of Financial statements section of our report. We are independent of the company in accordance of the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS:**

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

**AUDITORS' RESPONSIBILITY:**

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

**REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS:**

(1) 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 Act, we give in the "**Annexure A**" a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

(2) As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit & Loss Account and the cash flow statement dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid financial statements comply with the Accounting standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31<sup>st</sup>, 2022 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 with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**"

(g) According to information and explanation given to us and based on our examination of the records of the company, the company has not paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 of the Act.

(h) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Accounts) Rules, 2014;

a. The Company does not have any pending litigations which would impact its financial positions in future.

b. The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise

c. There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. -/The question of delay in transferring such sums does not arise

d. (i) the management has represented that, to the best of their knowledge and belief, no funds 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 persons or entities, including foreign entities ("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;

(ii) the management has represented that, to the best of their knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign ("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 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  
Based on the audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub- clauses (i) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

e. No dividend has been declared and paid during the year by the Company.

For **PANKAJ VERMA & ASSOCIATES**

Chartered Accountants

Firm Regn.No.322593E

Sd/-

**(PANKAJ K VERMA)**

Proprietor

Membership No.056691

ICAI UDIN: 22056691AJWGGD6902

Place: **KOLKATA**

Date: 30/05/2022

**"ANNEXURE A" TO THE INDEPENDENT AUDITORS' REPORT**

Referred to in paragraph 1 under the heading 'Report on Other Legal and Regulatory Requirements' of our report of even date to the financial statements of the Company for the year ended March 31<sup>st</sup>, 2022:

I. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) The Fixed Assets have been physically verified by the Management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed assets has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.

(c) The title deeds of immovable properties are held in the name of the Company.

II. (a) As explained to us, inventories have been physically verified by the management during the period at reasonable intervals.

(b) In our opinion, the procedures of physical verification of inventory followed by the Management are reasonable and adequate in relation to the size of the Company and the nature of its business.

(c) In our opinion, the Company has maintained proper records of inventories and no material discrepancies were noticed on physical verification.

III. According to the information and explanations provided to us, the company has provided loans or advances in the nature of loans, or given guarantee or provided security to any other entity.

(a) (i) The details of such loans or advances and guarantees or security to parties other than subsidiary, joint ventures and Associates are as follows.

Particulars	Advances in the nature of Loan (Rs. In Lakh)
(A) Aggregate amount granted during the year	
- Other than subsidiaries, joint ventures and associates	3356.19
(B) Balance outstanding as at Balance Sheet date In respect of above cases	
- Other than subsidiaries, joint ventures and associates	2969.99

(ii) The details of such loans or advances and guarantees or security to subsidiary, joint ventures and Associates are as follows.

Particulars	Advances in the nature of Loan (Rs.in Lakh)
(A) Aggregate amount granted during the year	
- Subsidiaries, joint ventures and associates	1682.10
(B) Balance outstanding as at Balance Sheet date In respect of above cases	
- Subsidiaries, joint ventures and associates	0.00

(b) According to the information and explanations provided to us and based on the audit procedures performed by us, the terms and conditions of trade advances in the nature of loans granted by the company during the year to other entities amounting to Rs. 3356.19 Lakh and having an outstanding balance as at march 31<sup>st</sup>, 2022 amounting to Rs. 2969.99 Lakh, are prejudicial to the interest of the company as these trade advances are non-interest bearing. The company has not made any investment, provided any guarantees, given and security or granted any loans.

(c) In respect of trade advances in the nature of loans provided by the company, there is no stipulated repayment schedule and hence we are unable to comment on the regularity of the repayment. As the trade advances in the nature of loan are non- interest bearing, there is no question of commenting on regularity of the payment of interest.

The company has not granted any loans.

(d) As the repayment schedule is not stipulated in the agreement for trade advances in the nature of loans provided by the company, we are unable to comment on amount overdue as at balance sheet date and reasonable steps taken by the company for recovery of the principal and interest.

(e) As the repayment schedule is not stipulated in the agreement for trade advances in the nature of loans provided by the company, the provisions of paragraph 3(iii)(e) of the order are not applicable.

(f) (i) According to the information and explanations provided to us the company has granted advances in the nature of loan to the parties which are repayable on demand; details whereof are given below:

Particulars	Advances in the nature of Loan (Rs.in Lakh)
Aggregate amount of advances in the nature of loans	2969.99
- Repayable on Demand	2969.99
Percentage of advances in the nature of loans to total loans	100%

(ii) According to the information and explanations provided to us the company has granted advances in the nature of loan to subsidiary, joint ventures and associates which are repayable on demand; details whereof are given below

<b>Particulars</b>	<b>Advances in the nature of Loan (Rs.in Lakh)</b>
Aggregate amount of advances in the nature of loans	NIL
- Repayable on Demand	NIL
Percentage of advances in the nature of loans to total loans	0.00

**IV.** In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, investments, guarantees, and security.

**V.** The Company has not accepted any deposits during the period from the public and hence the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

**VI.** As informed to us, the Central Government has not prescribed for the maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of the activities carried on by the company.

**VII.** (a) According to the record of the Company examined by us, the Company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess and any other statutory dues applicable to it with appropriate authorities. According to the information and explanations given to us, there is no undisputed outstanding statutory dues as at the end of the year for a period exceeding six months from the date they became payable.

(b) On the basis of our examination of records and according to explanations given to us, there are no dues as on 31<sup>st</sup> March, 2022 of sales tax, income tax, customs duty, wealth tax, Goods & service tax and Cess which have not been deposited on account of any disputes.

**VIII.** According to the information and explanations given to us and on the basis of our examination of the records of the company, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961 (43 of 1961 ).

**IX.** (a) According to the information and explanations provided to us and based on the documents and records produced before us, the company has not defaulted in repayment of borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations provided to us and on the basis of our audit procedure, the company has not been declared wilful defaulter by any bank, financial institution or any other lender.

(c) In our opinion and according to the information and explanations provided to us, the company has not taken any term loans during the year. Hence the provision of paragraph 3(ix)(c) of the order are not applicable.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the Financial Statements of the company, we report that funds raised on short-terms basis have, prime facie, not been used for long-term purposes by the company.

(e) According to the information and explanation provided to us, the company does not have any subsidiaries, associates or joint ventures. Hence, the provisions of paragraph 3(ix)(e) of the order are not applicable.

(f) According to the information and explanation provided to us, the company has not raised any loan during the year. Hence, the provisions of paragraph 3(ix)(e) of the order are not applicable.

**X.** (a) According to the information and explanation provided to us, the company has neither raised money through initial public offer or further public offer (including debt instruments). Hence, the provisions of paragraph 3(x)(a) of the order are not applicable.

(b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally) during the year. Hence, the provisions of paragraph 3(x)(b) of the order are not applicable.

**XI.** (a) During the course of our audit, examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the company nor on the company.

(b) We have not come across of any instance of fraud by the company or on the company during the course of audit of the Standalone Financial Statement for the year ended March 31<sup>st</sup>, 2022 accordingly the provisions stated in paragraph (xi)(b) of the order is not applicable to the company.

(c) As represented to us by the management, there are no whistle-blower complaints received by the company during the year. Accordingly, the provisions stated in paragraph (xi)(c) of the order is not applicable to the company.

**XII.** In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

**XIII.** According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with section 177 and 188 of the Act, where applicable, and details of such transactions have been disclosed in the Financial Statements as required by the applicable Indian Accounting Standards.

**XIV** In our opinion and based on our examination, the company does not require to comply with provisions of section 138 of the Act. Hence, the provisions stated in paragraph 3(xiv)(a) to (b) of the order are not applicable to the company.

**XV** According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with the Directors or persons connected with him and hence the question of commenting on compliance with provisions of Section 192 does not arise.

**XVI** (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1935. Hence the provisions of paragraph 3(xvi)(a) and (b) of the Order are not applicable.

(b) The Company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Hence, the provisions of paragraph 3(xvi)(c) of the Order are not applicable.

(c) The Group does not have any CIC. Hence, the provisions of paragraph 3(xvi)(d) of the Order are not applicable.

**XVII** The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year. Hence, the provisions stated in paragraph clause 3(xvii) of the order are not applicable to the company.

**XVIII** There has been resignation of the Statutory Auditor during the year, there were no issues, objections or concerns raised by the outgoing auditors.

**XIX** According to the information and explanations given to us and 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, our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any 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. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

**XX** According to the information and explanations provided to us and based on our examination of the records of the company, the provision of section 135 of the Act are not applicable to the company. Hence, the provisions of paragraph (xx)(a) to (b) of the order are not applicable to the company.

For **PANKAJ VERMA & ASSOCIATES**

Chartered Accountants

Firm Regn.No.322593E

Sd/-

**(PANKAJ K VERMA)**

Proprietor

Membership No.056691

ICAI UDIN: 22056691AJWGGD6902

Place: **KOLKATA**

Date: 30/05/2022



**ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT**

Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of sub-section 3 of Section 143 of the Act.

We have audited the internal financial controls with reference to Financial Statements of **POLYMAC THERMOFORMERS LIMITED** ("the Company") as of March 31st, 2022, in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

**MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS**

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

**AUDITORS' RESPONSIBILITY**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements based on our audit, We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. 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 with reference to Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Financial Statements included obtaining an understanding of internal financial controls with reference to Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to Financial Statements.

**MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS**

A Company's internal financial controls with reference to Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Financial Statements.

**INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS**

Because of the inherent limitations of internal financial controls with reference to Financial Statements, 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 with reference to Financial Statements to future periods are subject to the risk that the internal financial control with reference to Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**OPINION**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to Financial Statements and such internal financial controls with reference to Financial Statements were operating effectively as at March 31<sup>st</sup>, 2022, 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 **PANKAJ VERMA & ASSOCIATES**

Chartered Accountants  
Firm Regn.No.322593E

Sd/-  
**(PANKAJ K VERMA)**  
Proprietor  
Membership No.056691  
ICAI UDIN: 22056691AJWGGD6902  
Place: **KOLKATA**  
Date: 30/05/2022

**POLYMAC THERMOFORMERS LIMITED**  
**Balance Sheet as at 31 March 2022**

		₹	₹	
	Particulars	Note No.	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
<b>I</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>Shareholders' Funds</b>			
	(a) Share Capital	1	4,78,16,000	4,78,16,000
	(b) Reserves & Surplus	2	6,23,77,753	5,73,66,215
<b>2</b>	<b>Non-Current Liabilities</b>			
	(a) Long Term Borrowings	3	9,50,458	33,34,303
	(b) Deferred Tax Liabilities (Net)	4	2,40,531	-
	(c) Other Long Term Liabilities		-	-
	(d) Long Term Provisions		-	-
<b>3</b>	<b>Current Liabilities</b>			
	(a) Short-Term Borrowings	5	28,61,08,497	1,22,45,197
	(b) Trade Payables	6		
	(i) Total outstanding dues of Micro Enterprises and Small Enterprises; and		-	-
	(ii) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises.		64,01,144	28,83,037
	(c) Other Current Liabilities	7	29,29,453	32,59,916
	(d) Short Term Provisions	8	12,50,000	3,00,000
	<b>TOTAL</b>		<b>40,80,73,836</b>	<b>12,72,04,668</b>
<b>II</b>	<b>ASSETS</b>			
<b>1</b>	<b>Non-current Assets</b>			
	(a) Property, Plant, Equipment and Intangible Assets			
	(i) Property, Plant, Equipments	9	2,00,07,451	1,19,74,987
	(ii) Intangible Assets		-	-
	(iii) Capital Work in Progress		-	-
	(iv) Intangible Assets under developments		-	-
	(b) Non-current Investments	10	65,00,000	88,29,217
	(c) Deferred Tax Assets (Net)			
	(d) Long-term Loans and Advances	11	21,28,095	82,46,811
	(e) Other Non Current Assets	12	1,41,33,616	1,25,27,754
<b>2</b>	<b>Current Assets</b>			
	(a) Current Investments	13	38,30,660	-
	(b) Inventories	14	3,21,07,995	3,03,63,319
	(c) Trade Receivables	15	1,46,92,790	89,02,389
	(d) Cash and Cash Equivalents	16	1,56,91,076	18,26,625
	(e) Short Term Loans and Advances	17	29,89,76,652	4,45,03,565
	(f) Other Current Assets	18	5,501	30,000
	<b>TOTAL</b>		<b>40,80,73,836</b>	<b>12,72,04,668</b>
	<b>Accounting Policies &amp; notes to accounts</b>	<b>26</b>		

As per our report of even date annexed

For and on Behalf of the board

For PANKAJ VERMA & ASSOCIATES

Chartered Accountants

Firm Regn No. 322593E

Sd/-

(PANKAJ K VERMA)

Proprietor

Membership No: 056691

ICAI UDIN: 22056691AJWGGD6902

PLACE: KOLKATA

DATED: 30/05/2022

Sd/-

SUNITA SHROFF

(Director)

(DIN: 08797136)

Sd/-

SOURAV MONDAL

(Chief Financial Officer)

Sd/-

PUSPJEET KUMAR

(Director)

(DIN: 00548463)

Sd/-

ANJALI GUPTA

(Company Secretary)

M No. 63182

**POLYMAC THERMOFORMERS LIMITED**  
**Statement of Profit and Loss for the year ended 31 March 2022**

		₹	₹	
	Particulars	Note No.	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
I	Revenue from Operations	19	7,18,18,128	6,13,97,466
II	Other Income	20	1,05,64,935	79,06,643
	<b>Total Income (I+II)</b>		<b>8,23,83,062</b>	<b>6,93,04,109</b>
III	Expenses			
	Cost of Material consumed	21	5,09,63,093	4,91,89,401
	<u>Changes in Inventories of</u>	22		
	-Finished Goods and		(32,02,618)	(53,14,834)
	-Work in Progress		4,69,858	(4,43,958)
	Employee Benefit Expenses	23	51,71,900	52,17,723
	Finance Costs	24	25,01,948	9,94,430
	Depreciation and Amortisation	9	12,94,950	9,84,375
	Other Operating Expenses	25	1,86,81,862	1,68,48,446
	<b>Total Expenses (III)</b>		<b>7,58,80,993</b>	<b>6,74,75,583</b>
IV	<b>Profit /( Loss ) Before Exceptional and extraordinary items and tax (I+II-III)</b>		<b>65,02,070</b>	<b>18,28,526</b>
	Add:/( less) Prior period item		-	1,76,136
	<b>Profit before extraordinary items and tax</b>		<b>65,02,070</b>	<b>20,04,662</b>
	Extraordinary items		-	-
V	<b>Profit /(Loss) before Tax</b>		<b>65,02,070</b>	<b>20,04,662</b>
VI	Tax Expenses			
	Current Tax		12,50,000	9,03,799
	Deferred Tax		2,40,531	-
VII	<b>Profit (Loss) for the Period</b>		<b>50,11,539</b>	<b>11,00,862</b>
VIII	Earnings Per Equity share			
	Basic		1.05	0.23
	Diluted		1.05	0.23
<b>Accounting policies &amp; notes to accounts</b>		<b>26</b>		

As per our report of even date annexed

For and on Behalf of the Board

For PANKAJ VERMA & ASSOCIATES

Chartered Accountants

Firm Regn No. 322593E

Sd/-

(PANKAJ K VERMA)

Proprietor

Membership No: 056691

ICAI UDIN: 22056691AJWGGD6902

PLACE: KOLKATA

DATED: 30/05/2022

Sd/-

SUNITA SHROFF

(Director)

(DIN: 08797136)

Sd/-

SOURAV MONDAL

(Chief Financial Officer)

Sd/-

PUSPJEET KUMAR

(Director)

(DIN: 00548463)

Sd/-

ANJALI GUPTA

(Company Secretary)

M No. 63182

**POLYMAC THERMOFORMERS LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022**

PARTICULARS	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
<b>1 CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit Before Tax	65,02,070	18,28,526
<i>Addition:</i>		
Depreciation	12,94,950	9,84,375
Finance cost	24,14,898	8,99,924
Interest Income	(1,04,80,485)	(56,84,286)
<b>Cash Flow from Operating Activities before Working Capital changes</b>	<b>(2,68,568)</b>	<b>(19,71,462)</b>
<i>Adjustments:</i>		
Inventories of raw materials	9,88,085	(2,86,971)
Inventories of WIP	4,69,858	(4,43,958)
Inventories of Finished goods	(32,02,618)	(53,14,833)
Trade Receivable	(57,90,401)	(17,52,313)
Long Term Loans & Advances	61,18,716	(2,42,162)
Short Term Loans & Advances	(25,44,73,086)	81,00,479
Trade Payables	35,18,107	(28,45,598)
Other Current Liabilities	(3,30,463)	(3,68,461)
Other Current Assets	(15,81,363)	-
<b>Cash Generated From Operation</b>	<b>(25,45,51,734)</b>	<b>(51,25,278)</b>
Taxes Paid	(3,00,000)	(9,03,799)
<b>Cash Flow from Operating Activities</b>	<b>(25,48,51,734)</b>	<b>(60,29,078)</b>
<b>2 CASH FLOW FROM INVESTING ACTIVITIES</b>		
Increase/Decrease in Fixed Assets & Capital WIP	(93,27,414)	(9,51,456)
Increase/Decrease in Investment	(15,01,443)	(1,73,355)
Interest Received	1,04,80,485	56,84,286
<b>Net Cash Flow from Investing Activities</b>	<b>(3,48,372)</b>	<b>45,59,475</b>
<b>3 CASH FLOW FROM FINANCING ACTIVITIES</b>		
Repayment of long term borrowings	(23,83,845)	-
Proceed from other short term borrowings	27,38,63,300	28,22,611
Repayment of other short term borrowings	-	-
Finance cost	(24,14,898)	(8,99,924)
<b>Net Cash Flow from Financing Activities</b>	<b>26,90,64,557</b>	<b>19,22,687</b>
<b>NET CHANGE IN CASH &amp; CASH EQUIVALENT</b>	<b>1,38,64,451</b>	<b>4,53,084</b>
Opening Balance of Cash & Cash Equivalent	18,26,625	13,73,541
<b>CLOSING BALANCE OF CASH &amp; CASH EQUIVALENT</b>	<b>1,56,91,076</b>	<b>18,26,625</b>

As per our report of even date annexed  
For PANKAJ VERMA & ASSOCIATES  
Chartered Accountants  
Firm Regn No. 322593E

(PANKAJ K VERMA)  
Proprietor  
Membership No: 056691  
ICAI UDIN: 22056691AJWGGD6902  
PLACE: KOLKATA  
DATED: 30/05/2022

For and on Behalf of the board

Sd/- SUNITA SHROFF (Director) (DIN: 08797136)	Sd/- PUSPJEET KUMAR (Director) (DIN: 00548463)
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Sd/- SOURAV MONDAL (Chief Financial Officer)	Sd/- ANJALI GUPTA (Company Secretary) M No. 63182
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**NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR 2021-22**

**Note No.:01**

**Share Capital**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
<b>Equity Share Capital</b>		
<b>Authorised share capital</b>		
47,05,000 Equity Shares of Rs. 10 each for cash	4,70,50,000	4,70,50,000
3,00,000 Preference Shares of Rs. 10 each for cash	30,00,000	30,00,000
	<b>5,00,50,000</b>	<b>5,00,50,000</b>
<b>Issued, Subscribed and fully paid share capital</b>		
46,81,600 Equity Shares of Rs. 10 each paid up for cash	4,78,16,000	4,78,16,000
<b>Total</b>	<b>4,78,16,000</b>	<b>4,78,16,000</b>

**Note No.:02**

**Reserves and Surplus**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
Securities Premium Reserves	5,82,51,000	5,82,51,000
Surplus/(Defecits) in the statements of profit & loss A/c Balance as per last year	(8,84,785)	(19,85,648)
Add/(Less): Profit/(loss) for the year	50,11,539	11,00,862
	41,26,753	(8,84,785)
Add/(Less) : MAT Credit (Asst Year 2018-19 & 2019-20)	-	-
Add/(Less) : Adjustment of taxes for earlier year	-	-
Add/(Less) : Adjustment of ITC Reversal	-	-
	41,26,753	(8,84,785)
<b>Total</b>	<b>6,23,77,753</b>	<b>5,73,66,215</b>

**Note No.:03**

**Long Term Borrowings**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
<b>Unsecured Loan</b>		
(a) Term Loan	-	
(i) From Banks	-	33,34,303
(ii) From other Parties	-	-
	-	33,34,303
(b) Secured Loan		
Long term liabilities of finance lease obligations		
(i) Loan for Super Maxi Truck From Hdfe	3,78,524	-
(ii) Personal Loan Against Car	5,71,934	-
	9,50,458	-
<b>Total</b>	<b>9,50,458</b>	<b>33,34,303</b>

**Note No.:04****Deferred Tax Liabilities/Assets (Net)**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
<u>Deferred Tax Assets</u>		
-Provision for debts considered bad	-	-
-On Other timing differences	-	-
<u>less: Deferred Tax liabilities</u>		
Difference between book balance and tax balance of fixed asset	2,40,531	-
<b>Deferred Tax Asset (net)</b>	<b>2,40,531</b>	<b>-</b>

**Note No.:05****Short Term Borrowings**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
(a) Loan repayable on demand		
(i) From Banks	-	-
(b) Current maturities of Long term borrowings		
(i) Loan for Maruti Swift From Hdfc Bank	4,66,223	-
(ii) Loan for Nexon Xza From Icici	1,40,480	-
(iii) Loan for BMW From Canara Bank	28,68,337	-
(iv) Loan for TRIBER RXT From HDFC Bank	6,83,457	-
(iv) Cash Credit from Banks (Secured/Unsecured)	-	53,02,919
(v) Unsecured Borrowings	-	27,21,000
(vi) GECL Loan	-	17,58,000
(c) Other Advances		
(i) Ananta Vyapaar	-	24,63,278
(d) <u>Loans from others</u>		
(i) EMTA Coal Limited	28,19,50,000	-
<b>Total</b>	<b>28,61,08,497</b>	<b>1,22,45,197</b>

**Note No.:06****Trade Payables**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
(i) MSME	-	-
(ii) Others		
1 Abhinav Electrical Industries	-	1,21,277
2 Dairyflex Packaging Solutions Pvt Ltd	9,58,349	-
3 D Fine Colour	87,500	2,20,750
4 Enn Aar Engineering	-	7,000
5 Entek Packaging	-	64,740
6 Ethos Overseas Pvt.Ltd.	52,675	-
7 Khushi Poly Plastic Industries	-	-
8 Multiflex Polyfilms Private Limited	31,677	31,677
9 NSDL E-Governance Infrastructure	-	10,620
10 Okay International	-	1,31,600
11 Purva Sharegistry (I) Pvt Ltd	4,320	-
12 Rajshree Polypack Pvt Ltd	5,611	-
13 Rupayan	-	18,808
14 Sanyam Tie Up Pvt Ltd	1,34,577	71,631
15 S D International Pvt.Ltd.	65,290	8,34,972
16 Seal Pack Solutions	74,399	1,21,540
17 Sobha Foamex & Poly Product	34,01,250	-
18 Solution Infotech	12,036	5,664
19 S S Plast	15,73,460	11,42,427
20 Techno Pack	-	1,00,331
	64,01,144	28,83,037
(iii) Disputed dues - MSME	-	-
(iv) Disputed dues - Others	-	-
	-	-
Total	64,01,144	28,83,037

**Note No.:07****Other Current Liabilities**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
(a) <u>Other payables :-</u>		
(a) TDS Payable	1,78,900	30,000
(b) Electricity Payable	11,45,920	10,52,876
(d) ESI Payable	15,737	15,867
(e) Salary & Wages Payable	3,73,209	3,35,726
(f) Audit Fees Payable	80,000	40,000
(g) Tax Audit Fees Payable	-	20,000
(h) Kalimata Stock Broking Pvt Ltd	3,04,000	-
(i) PF Payable	68,890	71,121
(j) GST Payable	4,44,870	(2,48,798)
(k) Tcs	-	(5,741)
(b) <u>Advance from Customers</u>	3,17,927	19,48,865
	29,29,453	32,59,916



**Note No.:8****Short-term Provisions**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
(a) Other Provision		
(i) Provision for Income Tax	12,50,000	3,00,000
<b>Total</b>	<b>12,50,000</b>	<b>3,00,000</b>

**Note No.10****Non Current Investment**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
(a) <u>Investment Property</u>		
(b) <u>Investments in Equity Instruments</u>		
(i) Rampur Agrifresh Pvt Ltd	65,00,000	65,00,000
<b>Total</b>	<b>65,00,000</b>	<b>65,00,000</b>

**Note No.:11****Long-term Loans And Advances**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
<b><u>Unsecured, Considered Good</u></b>		
(a) <u>Capital Advances</u>	-	-
(b) <u>Loans to related parties</u>		
(i) Yaduka Agrotech Pvt Ltd	-	55,86,454
	-	55,86,454
(c) <u>Balance with Government authorities</u>		
(i) Security Deposit with WBSEB	10,56,095	10,56,095
(ii) Security Deposit with BSE	7,70,000	7,70,000
(iii) Deposit in Bond	1,02,000	1,02,000
	19,28,095	19,28,095
(d) <u>Advances to related parties</u>		
(i) Jayavaa Exim Pvt Ltd	2,00,000	2,00,000
(ii) Yaduka Coaching Centre	-	5,32,262
	2,00,000	7,32,262
<b>Total</b>	<b>21,28,095</b>	<b>82,46,811</b>

**SCHEDULE : 9**  
**FIXED ASSETS :**

**ANNEXURE - "A"**

Name of Assets	Rate of Dep	GROSS BLOCK				DEPRECIATION			NET BLOCK	
		AS ON 01.04.2021	Addition during the year	Sales/del etion	AS ON 31.3.2022	UPTO 31.3.2021	For the Year	Upto 31.3.2022	AS ON 31.3.2022	AS ON 31.3.2021
Land		6,00,000.00	-	-	6,00,000.00	-	-	-	6,00,000.00	6,00,000.00
Building	5.00	40,06,987.00	-	-	40,06,987.00	26,42,681.55	68,215.27	27,10,896.82	12,96,090.18	13,64,305.45
Plant & Machinery	6.33	1,63,02,946.00	28,00,000	-	1,91,02,946.00	1,18,40,760.96	3,71,297.31	1,22,12,058.27	68,25,879.73	43,97,177.04
Printing Machine	6.33	16,67,000.00	-	-	16,67,000.00	3,21,860.40	85,147.34	4,07,007.73	12,59,992.27	13,45,139.60
AC Mode Chiller	7.14	6,63,000.00	-	-	6,63,000.00	2,77,112.84	27,552.34	3,04,665.18	3,58,334.82	3,85,887.16
AC Chiller Scroll	6.33	4,25,000.00	-	-	4,25,000.00	13,488.10	26,048.70	39,536.81	3,85,463.19	4,11,511.90
Dies & Moulds	10.00	10,35,453.00	-	-	10,35,453.00	9,72,005.70	6,344.73	9,78,350.43	57,102.57	63,447.30
Air Compressor	8.16	6,54,075.00	-	-	6,54,075.00	2,30,585.15	34,556.77	2,65,141.92	3,88,933.08	4,23,489.85
Electrical Installment & Equipment	18.10	18,17,882.00	5,00,000	-	23,17,882.00	17,43,443.09	80,914.44	18,24,357.53	4,93,524.47	74,438.91
Office Equipment	6.33	4,72,412.00	-	-	4,72,412.00	1,62,541.00	19,614.83	1,82,155.83	2,90,256.17	3,09,871.00
Motor Vehicles	11.88	34,31,325.00	60,27,414	-	94,58,738.98	13,53,708.00	5,14,499.26	18,68,207.26	75,90,534.72	20,77,620.00
Computer	31.67	2,81,720.01	-	-	2,81,720.01	2,14,273.46	21,360.32	2,35,633.78	46,086.23	67,446.55
Old Mould	6.33	42,500.00	-	-	42,500.00	847.61	2,636.60	3,484.21	39,015.79	41,652.39
Plastic Scrap Grinder	6.33	1,50,000.00	-	-	1,50,000.00	2,757.45	9,320.45	12,077.91	1,37,922.09	1,47,242.55
Samsung TV	6.33	48,437.50	-	-	48,437.50	546.02	3,031.53	3,577.55	44,859.95	47,891.48
Mobile 1	11.88	16,949.15	-	-	16,949.15	1,621.88	1,820.88	3,442.76	13,506.39	15,327.27
Mobile 2	11.88	1,02,542.37	-	-	1,02,542.37	7,909.98	11,242.33	19,152.31	83,390.06	94,632.39
Mobile 3	11.88	69,321.22	-	-	69,321.22	2,075.76	7,988.76	10,064.52	59,256.70	67,245.46
Camera	19.00	18,540.00	-	-	18,540.00	865.55	3,358.15	4,223.69	14,316.31	17,674.45
Weight Scale		13,800.00	-	-	13,800.00	13,110.00	-	13,110.00	690.00	690.00
Generator		4,46,000.00	-	-	4,46,000.00	4,23,702.00	-	4,23,702.00	22,298.00	22,298.00
<b>GRAND TOTAL</b>		<b>3,22,65,890</b>	<b>93,27,414</b>		<b>4,15,93,304</b>	<b>2,02,25,896</b>	<b>12,94,950</b>	<b>2,15,20,847</b>	<b>2,00,07,453</b>	<b>1,19,74,989</b>

**Note No.: 12****Other Non Current Assets**

Particulars	₹	₹
	Figures as at the end of 30th September, 2022	Figures as at the end of 31st March, 2022
<b>(i) Security Deposits</b>		
(a) Electricity to WBDCL	1,25,27,754	1,25,27,754
(b) Deposit with Wbsedcl	16,05,862	-
	1,41,33,616	1,25,27,754
<b>Total</b>	<b>1,41,33,616</b>	<b>1,25,27,754</b>

**Note No.:13****Current Investments**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
<b>(a) Investment in Fixed Deposit</b>	38,30,660	-
<b>Total</b>	<b>38,30,660</b>	<b>-</b>

**Note No.:14****Inventories**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
(a) Raw Materials	6,92,416	16,80,502
(b) Work in Progress	2,95,125	7,64,983
(c) Finished Goods	3,11,20,453	2,79,17,835
	3,21,07,995	3,03,63,319

**Note No.:15****Trade Receivables**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
(a) Secured, considered good;		
(b) Unsecured, considered good;		
<u>More than Six Months</u>	1,22,48,892	74,19,251
<u>Less than Six Months</u>	24,43,898	14,83,138
(c) Doubtful.*	-	-
<b>Total</b>	<b>1,46,92,790</b>	<b>89,02,389</b>

**Note No.:16****Cash and Cash Equivalents**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
(i) <b>Balances with Banks</b>		
(a) Axis Bank Escrow A/c	60	60
(b) Icici Acct No. 129605000823	28,19,690	1,34,344
(c) Sbi A/c No:35084346328	9,367	10,428
(d) Icici Bank Acct No.694705602700 (OD A/C)	1,06,86,704	-
	<b>1,35,15,821</b>	<b>1,44,832</b>
(ii) Cash in Hand (as Certified by the Management)	21,75,255	16,81,793
<b>Total</b>	<b>1,56,91,076</b>	<b>18,26,625</b>

**Note No.:17****Short-term Loans and Advances**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
(a) <b>Loans to related parties</b>		
(i) Ambition Tradecom Pvt Ltd	-	4,11,37,527
(ii) R. Yaduka	-	1,08,506
(b) <b>Balances with Govt Authorities;</b>		
(i) TDS and TCS Receivable	17,37,556	18,30,788
(ii) Income Tax Refundable	2,92,176	-
(iii) Input GST	1,14,891	-
(c) <b>Other Loans &amp; Advances</b>		
(i) Tikri Management Pvt.Ltd.	22,74,00,000	-
(ii) Shree Sadguru Textiles	1,50,00,000	-
(iii) Machfin Business Solution IMF Pvt.Ltd.	2,94,00,000	-
(iv) Ratan Lal	1,00,00,000	-
(v) Vinod Kumar Jain	15,00,000	-
(vi) Boltola Entertainment Pvt Ltd	50,00,000	-
(vii) Alien Brains Pvt Ltd	85,00,000	-
(viii) Advance to Suppliers	32,028	14,26,744
<b>Total</b>	<b>29,89,76,652</b>	<b>4,45,03,565</b>

**Note No.:18****Other Current Assets**

Particulars	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
	(i) Demat Account	501
(ii) Liquid Fund	5,000	-
(iii) Life Manufacturer Membership Fees	-	30,000
	<b>5,501</b>	<b>30,000</b>

**NOTES FORMING PARTS OF PROFIT & LOSS ACCOUNTS FOR THE YEAR 2021-22**

**Note No.:19**

**Revenue from Operations**

Particulars	₹	₹
	Figures as at the end of 31st March,2022	Figures as at the end of 31st March,2021
(a) Sale of Products	6,01,15,128	4,97,21,466
(b) Sale of Services	1,17,03,000	1,16,76,000
(c) Other Operating Revenue	-	-
	7,18,18,128	6,13,97,466
<b>Total</b>	<b>7,18,18,128</b>	<b>6,13,97,466</b>

**Note No.:20**

**Other Income**

Particulars	₹	₹
	Figures as at the end of 31st March,2022	Figures as at the end of 31st March,2021
(a) Other non-operating income	-	-
(i) Interest income		
-Fixed Deposit	84,450	74,098
-Others	1,04,80,485	56,10,188
(ii) Insurance Claim Received	-	13,39,522
(iii) Miscellaneous Income	-	2,161
(iv) Stock Loss from Amphan	-	8,80,674
<b>Total</b>	<b>1,05,64,935</b>	<b>79,06,643</b>

**Note No.:21**

**Cost of Materials Consumed**

Particulars	₹	₹
	Figures as at the end of 31st March,2022	Figures as at the end of 31st March,2021
Opening Stock	16,80,502	13,93,530
Add:Purchases	4,99,75,008	4,94,76,372
	5,16,55,510	5,08,69,903
Less:Closing Stock	6,92,416	16,80,502
<b>Total</b>	<b>5,09,63,093</b>	<b>4,91,89,401</b>

**Note No.: 22****Changes of Inventories of Finished Goods and Work-in-Progress**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
Opening Stock of Finished Goods	2,79,17,835	2,26,03,001
Opening Stock of Work-in Progress	7,64,983	3,21,025
	2,86,82,817	2,29,24,026
Less: Closing Stock of Finished Goods	3,11,20,453	2,79,17,835
Closing Stock of Work-in-Progress	2,95,125	7,64,983
	3,14,15,578	2,86,82,817
(Increase)/Decrease in stock of finished goods	(32,02,618)	(53,14,834)
(Increase)/Decrease in stock of Work-in-Progress	4,69,858	(4,43,958)
<b>Total</b>	<b>(27,32,761)</b>	<b>(57,58,791)</b>

**Note No.:23****Employee Benefits Expenses**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
Salary & Wages	44,60,010	47,74,567
Contribution to P.F and ESI fund	5,74,934	1,40,998
Staff Welfare	1,36,956	3,02,158
<b>Total</b>	<b>51,71,900</b>	<b>52,17,723</b>

**Note No.:24****Finance Costs**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
Interest -Banks		
(a) Interest on car loan	2,47,996	60,527
(b) Interest on unsecured loan	18,11,594	4,84,422
(c) Interest on Term Loan	1,07,141	3,54,975
Other Processing charges	2,48,167	-
Bank Charges	87,050	94,506
<b>Total</b>	<b>25,01,948</b>	<b>9,94,430</b>

**Note No.:25****Other Operating Expenses**

Particulars	₹	₹
	Figures as at the end of 31st March, 2022	Figures as at the end of 31st March, 2021
<b><u>Manufacturing &amp; Administrative Expenses</u></b>		
Advertising	27,288	-
Audit Fees	1,04,000	35,000
Carriage Inward	4,233	1,10,506
Certification Charges	-	18,000
Computer Maintenance	5,400	-
Computer Software	1,30,894	-
Conveyance Expenses	1,17,000	-
Demat expense	9,000	9,000
Discount	-	5,000
Donation	-	23,500
Electricity charges	1,16,99,393	1,22,32,760
Factory Maintenance	1,77,012	-
Gst Audit Fees	5,000	-
GST Expenses	1,98,754	-
Gst Late Fees	2,363	-
Insurance Charges	2,03,722	1,58,881
Listing Expenses	1,21,007	84,221
Logistic & Handling Charges	4,130	-
Loss from Amphan	-	11,36,067
Membership Fees	30,000	-
Miscellaneous Expenses	9,160	6,836
MSME Certificate charges	-	3,258
Office Expenses	-	1,29,694
P Tax	12,600	-
Printing & Stationery	3,105	-
Rent Paid	35,25,000	24,00,000
Repairs of Plant & Machinery	11,51,173	-
Roc Fees	87,447	5,300
Sales Promotion Expenses	2,962	-
Secretarial Audit Fees	10,000	-
Stock Insurance	92,554	-
Transportation Expenses	5,69,600	2,78,500
Vat (prior period)	-	3,000
Vechicle Maintenance	3,73,665	1,93,723
Website Maintenance	5,400	15,200
<b>Total</b>	<b>1,86,81,862</b>	<b>1,68,48,446</b>

**NOTES- 26****ACCOUNTING POLICIES AND NOTES ON ACCOUNTS:****(A). SIGNIFICANT ACCOUNTING POLICIES:****1. BASIS OF PREPARATION OF FINANCIAL STATEMENTS:**

The Financial Statements are prepared in accordance with Indian Generally Accepted Accounting Principles (Indian GAAP), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory Accounting Standard as prescribed under section 133 of the Companies Act, 2013. ("Act") read with rule 7 of the Companies (Accounts) Rules 2014.

**2. TANGIBLE ASSETS AND DEPRECIATION:**

- a) Tangible Assets are stated at cost including inward freight, duties, taxes and expenses incidental to acquisition and installation.
- b) Depreciation has been provided on Tangible Assets on written down value method at the rates Prescribed in Part "C" of schedule II of the Companies Act, 2013, on the basis of remaining useful life.

**3. INVESTMENTS:**

Investments are stated at cost unless otherwise stated.

**4. INVENTORIES:**

The Company does not have any Inventory.

**5. REVENUE RECOGNITION:**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

Revenue from services is recognised based on performance of the services and in accordance with the terms of respective contracts. The Company collects service tax on behalf of the Government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate.

Dividend income is recognized when the Company's' right to receive dividend is established by the reporting date.



**6. EARNINGS PER SHARE:**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for the events of bonus issue and share split.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**7. CONTINGENT LIABILITIES:**

NIL

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. A disclosure is made for a contingent liability when there is a:

- a) possible obligation, the existence of which will be confirmed by the occurrence / non-Occurrence of one or more uncertain events, not fully within the control of the Company;
- b) present obligation, where it is not probable that an outflow of resources embodying Economic benefits will be required to settle the obligation;
- c) Present obligation, where a reliable estimate cannot be made.

**8. TAXES ON INCOME:**

The accounting treatment followed for taxes on income is to provide for Current Tax and Deferred Tax. Current Tax is the amount of Income Tax determined to be payable in respect of taxable income for the Year. Deferred Tax is recognized, subject to the consideration of prudence, at substantive enacted rates on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent period.

**9. CASH AND CASH EQUIVALENTS:**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

**(B). NOTES ON ACCOUNTS:**

1. In the opinion of the management, Current Assets, Loans & Advances have a value on realization at least equal to the amount at which they are stated in the Balance Sheet. Adequate provisions have been made for all known liabilities.

2. Expenditure in foreign Currency: NIL

**3. AUDITOR'S REMUNERATION:**

	<u>2021-2022</u>	<u>2020-2021</u>
	₹	₹
Auditor's Remuneration	80,000	60,000

4. Previous year's figures have been re-arranged / re- grouped, wherever felt necessary.

As per our report of even date annexed  
For **PANKAJ VERMA & ASSOCIATES**  
Chartered Accountants  
Firm Regn No. 322593E

**For and on Behalf of the Board**

**Sd-**  
**(PANKAJ K VERMA)**  
Proprietor  
Membership No.056691  
ICAI UDIN: 22056691AJWGGD6902  
Place: KOLKATA  
Dated: 30/05/2022

<b>Sd/-</b> <b>PUSPJEET KUMAR</b> <b>(Director)</b> DIN.: 00548463	<b>Sd/-</b> <b>SUNITA SHROFF</b> <b>(Whole time Director)</b> DIN: 08797136
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<b>Sd/-</b> <b>SOURAV MONDAL</b> <b>(Chief Financial Officer)</b>	<b>Sd/-</b> <b>ANJALI GUPTA</b> <b>(Company Secretary)</b> M No. 63182
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10 RELATED PARTY DISCLOSURE AS PER AS-18, IS AS UNDER:-

A. List of Related Parties over which control of the company exist - NONE

B List of Related Parties with whom transactions have taken place during the year:

1 Key Managerial Personnel

(i) AMBITION TRADECOM PRIVATE LIMITED

(ii) BLUSH DEVELOPERS LLP

(iii) ALPS TRADECOM LLP

2 Relatives of Key Managerial Personnel

(i) PUSPJEET KUMAR

(ii) RISHU YADUKA

C Transactions With related parties during the year:

Sl No	Nature of Transactions	Year ended 31.03.22			Year ended 31.03.21		
		Key Managerial Personnel	Relatives of Key Managerial Personnel	Enterprises in which Key Managerial Personnel or their relatives have significant influence	Key Managerial Personnel	Relatives of Key Managerial Personnel	Enterprises in which Key Managerial Personnel or their relatives have significant influence
		₹	₹	₹	₹	₹	₹
1	Advances Given	5,89,79,043	3,43,97,678.00	7,48,33,397	-	-	-
2	Advances Received	10,01,16,570	3,45,06,184.00	8,09,52,113	-	-	-
<b>D Balance at year end</b>							
1	Loans & Advances	-	-	2,00,000	4,11,37,527.00	1,08,506.00	63,18,716

Earning Per Shares as per AS - 20 is as under:

Particulars	Year ended 31.03.22	Year ended 31.03.21
Number of Shares considered as weighted average shares for calculation of Diluted earning per Share (No.)	47,81,600	47,81,600
(i) Profit after Tax, before extraordinary item (₹)	₹ 50,11,539	₹ 11,00,862
(ii) Profit after Tax, after extraordinary item (₹)	₹ 50,11,539	₹ 11,00,862
Nominal Value of ordinary Shares	10	10
<b>Earning Per Shares (Diluted) (₹)</b>		
(i) Before extraordinary item	1.05	0.23
(ii) After extraordinary item	1.05	0.23

**Form No. MGT- 11**

**PROXY FORM**

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

CIN : L25201WB1999PLC090774  
Name of the Company : **POLYMAC THERMOFORMERS LIMITED**  
Registered Office : 29A Weston Street 3rd Floor, Room No C5 Kolkata - 700012

Name of the Member(s):	
Registered Address:	
E-mail ID:	
Folio No./ Client ID:	
DP ID:	

I/We being the member(s) of \_\_\_\_\_, shares of the above named company, hereby appoint

1. Name : \_\_\_\_\_

Address : \_\_\_\_\_

E-mail ID: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him/her

2. Name : \_\_\_\_\_

Address : \_\_\_\_\_

E-mail ID: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him/her

3. Name : \_\_\_\_\_

Address : \_\_\_\_\_

E-mail ID: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him/her

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty Third Annual General Meeting of the Company being held on Wednesday, the 28<sup>th</sup> Day of September, 2022 at 01:30 P.M. at **29A, Weston Street, 3rd Floor, Room No. C5, Kolkata-700012**, and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(s)	Vote	
		For	Against
	<b><u>ORDINARY BUSINESS</u></b>		
1.	To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon		
2.	To appoint Mr. Puspjeet Kumar (DIN: 00548463), who retires by rotation as a Director		

Sl. No.	Resolution(s)	Vote	
		For	Against
	<b><u>SPECIAL BUSINESS</u></b>		
3.	Appointment of Mr. Abhay Goenka (DIN 09286187) as Independent Director of the company		
4.	Approval of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013		
5.	Approval of Inter-corporate Loans, Investment, Guarantee or security and acquisition under Section 186 of Companies Act, 2013		
6.	Borrowings by the Company under Section 180 of Companies Act, 2013		

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2022.

Signature of Shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

Affix Revenue Stamp here
-----------------------------------

**Notes:**

1. This Form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. Please put a "X" in the Box in the appropriate column against the respective resolutions. If you leave the "For" or "Against" column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he / she thinks appropriate..

**POLYMAC THERMOFORMERS LIMITED**

**(CIN: L25201WB1999PLC090774)**

**Email: polymacthermo@gmail.com, website: www.polymacthermoformers.com**

**Registered Office: 29A Weston Street 3rd Floor, Room No C5 Kolkata - 700012**

**ATTENDANCE SLIP**

Name of the Member	
Registered Address	
E-mail ID	
Ledger Folio/ DP ID / Client ID	
Number of Shares held	

1) I hereby record my presence at the Twenty Third Annual General Meeting (AGM) of **POLYMAC THERMOFORMERS LIMITED** Company being held on Wednesday, the 28<sup>th</sup> Day of September, 2022 at 01:30 P.M. at **29A, Weston Street, 3<sup>rd</sup> Floor, Room No. C5, Kolkata-700012.**

2) Signature of the Shareholder / Proxy Present

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Note:

1. Please fill-up this attendance slip and hand it over at the entrance of the meeting venue.
2. Shareholder / Proxy are requested to bring their copies of the Annual Report for reference at the meeting.

**Address:**

**29A WESTON STREET 3RD FLOOR, ROOM NO C5  
KOLKATA - 700012**

**Contact us:**

**E-mail: [polymacthermo@gmail.com](mailto:polymacthermo@gmail.com)**

**Phone No: 033-4601 2317**